

29th
Annual
Report
FOR THE YEAR ENDED
31st MARCH, 2015



ASHIRWAD STEELS

& INDUSTRIES LIMITED

<u>BOARD OF DIRECTORS</u>	Puranmal Agarwal, Chairman Dalbir Chhibbar, Managing Director Yudhbir Chhibbar, Director Suresh Kumar Agarwal, Director Sushma Chhibbar, Director Pravin Kumar Chhabra, Independent Director Lalit Kishore Choudhury, Independent Director Tapas Datta, Independent Director
<u>STATUTORY AUDITORS</u>	A Pradhan & Associates, Chartered Accountants, 28B, Kalidas Patitundi Lane, Kolkata-700 026.
<u>BANKERS</u>	CITIBANK, N.A., Kolkata, HDFC Bank Ltd., Kolkata State Bank of India, Jamshedpur and Nalgonda(A.P.) Corporation Bank, Raigarh, Chhattisgarh.
<u>EXECUTIVES</u>	Subhash Chandra Rana, General Manager Shibani Sankar Mishra, Chief Financial Officer
<u>COMPANY SECRETARY</u>	Manisha Chopra
<u>COMPLIANCE OFFICER</u>	Manisha Chopra
<u>AUDIT COMMITTEE MEMBERS</u>	Pravin Kumar Chhabra, Chairman Lalit Kishore Choudhury Tapas Datta
<u>NOMINATION & REMUNERATION COMMITTEE MEMBERS</u>	Puranmal Agarwal, Chairman Lalit Kishore Choudhury Pravin Kumar Chhabra
<u>STAKEHOLDERS RELATIONSHIP COMMITTEE</u>	Lalit Kishore Choudhury, Chairperson
<u>REGISTERED & HEAD OFFICE</u>	6, Waterloo Street, 5 th Floor, Suite No.506, Kolkata - 700 069, West Bengal Phone: 091-033-22430372 Telefax : 091-033-22430376 E-mail: ashirwadsteels@gmail.com Website : www.ashirwadsteels.com
<u>COMPANY'S CORPORATE IDENTIFICATION NUMBER(CIN)</u>	L51909WB1986PLCO40201
<u>WORKS</u>	<u>SPONGE IRON PLANTS :</u> 1. Plot Nos. A1,A3,A5,A7, Phase-V, Adityapur Industrial Area, Ghamaria Jamshedpur-832108, Jharkhand, Telefax:+91-0657-2386283. 2. Peetam Palli Approach Road, Vill. & P.O. Veliminedu, Mandal-Chityal, Dist. Nalgonda, Pin-508114, Telengana. Phone:091-08682-274690/691, <u>LPG BOTTLING PLANTS :</u> 1. Uluberia Industrial Growth Centre, Uluberia, Howrah, West Bengal, Pin-711315. 2. Village : Kisnapur Near Urdana Check Post Raigarh - 496001, Chhattisgarh.
<u>REGISTRARS & TRANSFER AGENTS :</u>	Niche Technologies Pvt.Ltd., D-511, Bagree Market, 5 th Floor, 71, B.R.B.B. Road, Kolkata-700 001 Ph.No.091-033-2235 7270-71 telefax : 091-033-22156823 E-mail: nichetechpl@nichetechpl

ASHIRWAD STEELS & INDUSTRIES LTD.

NOTICE

Notice is hereby given that the 29th Annual General Meeting of the Company will be held at the Registered Office of the Company at 6, Waterloo Street, 5th Floor, Suite No.506, Kolkata-700 069 on Monday, the 21st September, 2015 at 10:30 a.m. for the following purposes :-

AS ORDINARY BUSINESS :

1. To receive, consider and adopt the Directors' Report and the Audited Financial Statements of the company for the financial year ended 31.03.2015 along with Auditor's Report thereon and accordingly to consider adoption of the following Resolution as an Ordinary Resolution:

"Resolved that the Audited Financial statements of the company for the year ended 31st March, 2015 including Balance Sheet as at 31st March 2015, the Profit & Loss Account for the financial year ended 31st March, 2015 together with the Reports of the Directors and the Auditors of the Company thereon, as presented to the meeting be and the same are hereby approved and adopted."

2. To appoint Directors in place of Mr. Suresh Kumar Agarwal (DIN: 00587623) and Mrs. Sushma Chhibbar (DIN: 00550898) who retire by rotation at the ensuing Annual General Meeting and being eligible have offered themselves for re-appointment and accordingly to consider adoption of the following resolutions, with or without modification(s), as ordinary resolutions :-

2(A) "Resolved that Mr. Suresh Kumar Agarwal (DIN: 00587623), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a director of the company."

2(B) "Resolved that Mrs. Sushma Chhibbar (DIN: 00550898) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a director of the company."

3. To appoint Statutory Auditors and to fix their remuneration.
The retiring auditors M/s A Pradhan & Associates, Chartered Accountants, are eligible for re-appointment. The declaration to the effect that their appointment, if made, would be within the limits and they are free from any disqualification specified in section 141 of the Companies Act, 2013 and the rules made thereunder has been received from them and accordingly to consider adoption of the following resolution, with or without modification(s), as an ordinary resolution:

"RESOLVED THAT M/s. A Pradhan & Associates, Chartered Accountants (Regn. No.053543) be and are hereby appointed as Statutory Auditors of the Company, to hold office from the conclusion of this 29th Annual General Meeting until the conclusion of the 31st AGM (subject to ratification of the appointment by the members at every AGM held after this 29th AGM) at a remuneration of Rs. 60,000/- plus reimbursement of out of pocket expenses for the Financial Year 2015-16 as fixed by the Board of Directors of the Company and for other years as may be fixed by the Board of Directors."

**Place : Kolkata
Dated : 29th May, 2015**

**Regd. Office : 6, Waterloo Street,
5th floor, Suite No.506,
Kolkata-700 069.**

**By Order of the Board
Ashirwad Steels & Industries Ltd.,**

**Dalbir Chhibbar
Managing Director**

NOTES : (Forming part of Notice convening the Annual General Meeting)

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself. The proxy need not be a member of the Company. The instrument of proxy should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. A proxy so appointed shall not have any right to speak at the meeting. The member can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. However, a member holding more than 10% of the 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 persons or shareholders. The appointment of proxy shall be in the form No.MGT.11 pursuant to Section 105(6) and Rule 19(3) of the Company's (Management and Administration) Rules 2014.
2. The Register of Members of the Company will remain closed from Tuesday, the 15th September, 2015 to Monday, the 21st September 2015 (both days inclusive).
3. Shareholders/Proxy holders are requested to produce at the entrance the attached attendance slip in Form No.MGT.11 duly completed and signed, for admission to the meeting place.
4. Members are requested to bring their copy of the Annual Report to the Annual General Meeting.
5. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company/ RTA M/s Niche Technologies Pvt. Ltd., Kolkata. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
6. Members are requested to send in their queries at least a week in advance to the Company at the Registered Office of the Company to facilitate clarifications during the meeting.
7. The notice of the 29th Annual General Meeting (AGM) along with the attendance slip and proxy form, are being sent by electronic mode to all members whose email address is registered with the Company/ Depository Participant(s) (DP)/RTA unless a member requests for a hard copy of the same. For members who have not registered their email address, physical copies of the aforesaid document are being sent by the permitted mode.
8. Members may also note that the Notice of 29th Annual General Meeting (AGM) and annual report for the financial year ended 31st March, 2015 will be available at company's website www.ashirwadsteels.com.

9. **VOTING THROUGH ELECTRONIC MEANS**

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- III. **The process and manner for remote e-voting are as under:**
 - (i) The remote e-voting period commences on 18th September, 2015 (9:00 am) and ends on 20th September, 2015 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 14th September, 2015, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on

a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period
- (iii) Click on “Shareholders” tab.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DPID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

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

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. < ASHIRWAD STEELS & INDUSTRIES LIMITED> on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders & Custodians :
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user which should be created using the admin login and password. The Compliance users would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com
10. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at <ca.aksaraf@rediffmail.com > with a copy marked to helpdesk.evoting@cdslindia.com on or before 20th September, upto 5:00 pm without which the vote shall not be treated as valid.
11. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 14th September, 2015.
12. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 31st July, 2015.
13. The shareholders shall have one vote per equity share held by them as on the cut-off date of 14th September, 2015. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
14. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 14th September, 2015. and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
15. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.

16. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 14th September, 2015. are requested to send the written / email communication to the Company at <ashirwadsteels@gmail.com> by mentioning their Folio No. / DPID and Client ID to obtain the Login-ID and Password for e-voting.
17. < Mr. Arvind Saraf >, (Chartered Accountant > (Certificate of Practice Number 056138) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
18. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website <www.ashirwadsteels.com> and on the website of CDSL. The same will be communicated to the listed stock exchanges viz. <Bombay Stock Exchange Limited>.

19. **Annexure to Item No. 2**

Details of Directors retiring by rotation and seeking re-appointment at the forthcoming 29th Annual General Meeting
(In pursuance of clause 49 of the Listing Agreement)

Name of the Director	Mr. Suresh Kumar Agarwal	Mrs. Sushma Chhibbar
Date of Birth	10.12.1953	08.12.1962
Nationality	Indian	Indian
Date of Appointment on board	21.02.1991	06.05.2006
Qualification	Engineer	Graduate
Shareholding in the Company	4,000	53,000
List of Directorship held in other companies	Howrah Gases Ltd. MSP Sponge Iron Ltd. MSP Power Ltd. MSP Energy Ltd. MSP Cement Ltd. Viconic Merchants Pvt.Ltd. MSP Ferro & Power Ltd. Jai K Leasing & Commercial Investment Ltd. Nairit Tie-Up Pvt. Ltd. Shree Sai Shraddha Metallics Pvt. Ltd. Mayur Media Services Pvt. Ltd. M.A. Hire Purchase Ltd.	Doyang Wood Products Ltd. Chhibbar Business & Fiscals Pvt. Ltd. Punarvasu Vyapaar Pvt. Ltd. Meghdoot Vyapaar Pvt. Ltd. Sohini Suppliers Pvt. Ltd. Prantik Distributors Pvt. Ltd. MKC Engineers Pvt. Ltd.

20. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company between 12.00 p.m. to 3.00 p.m. on any working day till the date of Annual General Meeting.

Place : Kolkata
Dated : 29th May, 2015

By order of the Board
For Ashirwad Steels & Industries Ltd.

Regd. Office : 6, Waterloo Street,
5th floor, Suite No.506,
Kolkata – 700 069

Dalbir Chhibbar
Managing Director

BOARD OF DIRECTORS' REPORT TO THE SHAREHOLDERS

Your Directors present their 29th Annual Report on the business and operations of the Company and its Audited Statements of Accounts together with Auditors' Report for the financial year ended 31st March, 2015.

	Current year (31.03.2015) Rupees	Previous year (31.03.2014) Rupees
1. <u>SUMMARY OF FINANCIAL RESULTS AND PERFORMANCE OF THE COMPANY:</u>		
Turnover/Income from Operations(gross)	8,58,47,592	19,59,96,654
Less: Excise duty	33,85,845	1,68,84,790
Profit/(Loss) before exceptional and Extra-ordinary items and taxes	(16,74,921)	17,31,728
Profit/(Loss) before taxation	(24,54,060)	17,31,728
Tax Expenses :		
Current Income Tax	--	3,30,000
Deferred Income Tax (Assets)	(11,60,047)	(23,21,146)
Profit/(Loss) after Taxation	(12,94,013)	37,22,874

2. DIVIDEND:

Your Directors do not recommend any dividend for the year under review.

3. RESERVES

No amount has been transferred to the reserves by the Board during the year under review.

4. THE COMPANY'S WORKING/STATE OF AFFAIRS DURING THE YEAR UNDER REVIEW :

The Secondary Steel Sector of the country has been passing through a very bad phase for the last several years for reasons and circumstances beyond control and in line with that the Company's working has been quite unsatisfactory as the Company's both Sponge Iron Plants at Jamshedpur and at Dist. Nalgonda (Telengana) remained closed for whole of the year due to non-availability of iron ore and its exorbitant high unaffordable prices due to closure of most iron ore mines in the states of Karnataka and Odisha. The problem was further compounded by highly depressed market conditions for steel in the country due to slow growth in the consumption and huge steel import at cheaper rates from China, South Korea and Russia, etc. The Company's Nalgonda based Sponge Plant, however, operated during April, 2014 and thereafter it was closed down. The outlook for the current financial year also is not very promising as the iron ore mines still remain closed and steel imports in the country are continuing unabated. However, as per recent reports; some of the iron ore mines in the State of Odisha are likely to re-open in another few months time which is likely to ease the availability of iron ore at reasonable rates. The international prices of iron ore have also fallen substantially and your Board is working out the economics of operating the Nalgonda based plant with imported iron ore. However, the selling prices of Sponge Iron remain highly subdued and have dropped between Rs.3,000/- to Rs.4,500/- p.m.t. during the year under review. Depending on the circumstances and economic viability; your Board will try to re-open the aforesaid two closed Sponge Iron Plants as and when the situation improves and operations become economically favourable. The Company's Hydrocarbon Gas Bottling Plant at Raigarh (Chhattisgarh) remained closed due to high cost of gas thus making the operations economically unviable as it is difficult to compete with the Govt. owned Oil Companies. The circumstances mentioned as above are beyond the control of the Directors and the Management but they will continue to make all out efforts for the betterment of the Company.

5. CHANGE IN NATURE OF BUSINESS OF THE COMPANY:

None during the year.

6. MATERIAL CHANGES AND COMMITMENTS AFTER THE END OF THE FINANCIAL YEAR 31.03.2015 TILL THE DATE OF THIS BOARD REPORT:

No such material changes and commitments have taken place.

7. **SIGNIFICANT MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS AGAINST THE COMPANY:**

None.

8. **ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO COMPANY'S FINANCIAL STATEMENTS:**

In the opinion of the Board, the Company has adequate Financial Controls in place with respect to Company's Financial Statements and Operations.

9. **DETAILS OF NAMES OF COMPANIES WHICH HAVE BECOME OR CEASE TO BE THE COMPANY'S SUBSIDIARY COMPANIES/ JOINT VENTURE/ ASSOCIATE COMPANIES DURING THE YEAR UNDER REVIEW AND THEIR FINANCIAL PERFORMANCE:**

Nil and hence Not Applicable.

10. **FIXED DEPOSIT :**

The Company has not accepted any deposits during the year from the Public under section 73 or 74 (Chapter V) of the Companies Act, 2013 nor did it receive the same in any of the previous years and hence there are no overdue/outstanding Deposits or any interest payable thereon and therefore the prescribed details under the Companies Act, 2013 are not required to be furnished.

11. **STATUTORY AUDITORS :**

M/s. A Pradhan & Associates, Chartered Accountants, were appointed as Statutory Auditors of your Company in the last Annual General Meeting and they being eligible have offered themselves for re-appointment at the ensuing Annual General Meeting. No change in Statutory Auditors has taken place during the year under review.

12. **AUDITORS' REPORT :**

The observations made in the Auditors' Report are self-explanatory and do not call for any further comments u/s 134(3)(f) of the Companies Act, 2013. The Auditors have not made any materially significant qualifications in their Report.

13. **EXTRACT OF THE ANNUAL RETURN**

The same is annexed with this Report in the prescribed FORM NO. MGT-9.

14. **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, EXPORTS AND FOREIGN EXCHANGE EARNINGS AND OUTGOINGS.**

The informations required under Section 134(3)(m) of the Companies Act, 2013 read with Clause 8 of the Companies (Accounts) Rules 2014, are as under:-

(A) **CONSERVATION OF ENERGY :**

The Power requirement at Company's Gas Bottling Plant is negligible as only bottling of gases is being done. For Sponge Iron Plants, the Capacitor Panels of adequate size and number have been installed and are maintained to save and economise on power consumption. As the Company's manufacturing units are lying closed; the Company has not made any fresh investments on this account nor was there any need to take any fresh initiatives on this account.

(B) **TECHNOLOGY ABSORPTION :**

The Company is using in-house technology and expertise for its LPG Bottling Plants. The technology to manufacture Sponge Iron was provided by an outside agency long ago. The said technology is fully indigenous and is now well established and has been fully absorbed by the Company. The Company has not so far made use of any imported technology for its products/plants. The Company has not made nor felt necessary to absorb any fresh technology and the Company has not incurred any expenditure on Research and Development.

(C) **FOREIGN EXCHANGE EARNINGS AND OUTGO :**

Earnings: Nil (Previous Year: Nil)
Outgo : Nil (Previous Year : Rs.51,473)

15. **CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY:**

As per criteria prescribed under section 135 of the Companies Act, 2013; the CSR is not applicable to the Company in respect of the financial year 2014-15 covered under this Report. The Company will, however, formulate and implement CSR Policy as and when it gets applicable to the Company.

16. **DIRECTORS :**

A) **Changes in Directors and Key Managerial Personnel:**

During the Year, Mr. Tapas Datta , Mr. Pravin Kumar Chhabra and Mr. Lalit Kishore Choudhury were appointed/reappointed as the Independent Directors of the Company for a period of 5 Years by the Members in the Annual General Meeting held on 22nd September, 2014, Mr. Dalbir Chhibbar was re-appointed as the Managing Director of the Company for a tenure of 5 years effective from 17.05.2014 and Ms. Manisha Chopra was appointed as the Company Secretary of the Company, who also acts as the Compliance Officer of the company.

Mr. Purnamal Agarwal and Mr. Yudhbir Chhibbar, the retiring directors by rotation, were re-appointed as the Directors of the Company by the members in the Annual General Meeting held on 22nd September, 2014. Mr. Suresh Kumar Agarwal and Mrs. Sushma Chhibbar, the Directors of the Company, retire by rotation at the ensuing AGM and being eligible offer themselves for re-appointment.

B) **Declaration by an Independent Director(s) and Re-Appointment, If Any:**

Declaration given by Independent Directors meeting the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 and Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014 has been received and taken on record.

C) **Formal Annual Evaluation:**

Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration Committee. During the year under Report, the Independent Directors met on 20th March, 2015 inter alia, to discuss the Performance evaluation of Non Independent Directors and Board of Directors as a whole and of the Chairman and Managing Director and Evaluation of the quality of flow of information between the Management and Board for effective performance by the Board and were satisfied overall.

17. **BOARD MEETINGS HELD DURING THE YEAR :**

During the year the Board of Director's Meetings were held on six occasions e.g. on 21st May, 2014; 30th May, 2014; 30th July, 2014; 13th October, 2014; 7th November, 2014 and 16th January, 2015. The Independent Directors held their separate annual meeting on 20th March, 2015.

18. **AUDIT COMMITTEE:**

As Per Corporate Governance Report annexed hereto.

19. **VIGIL MECHANISM:**

The Company believes in the conduct of its affairs in a fair and transparent manner to foster professionalism, honesty, integrity and ethical behaviors in all its business activities and has put in place a mechanism of reporting illegal or unethical behavior. The Company has adopted a Vigil Mechanism through which the employees, Directors and other stakeholders are free to report to Senior Management any unethical behaviour, improper practices and wrongful conduct taking place in the Company for taking appropriate action. The confidentiality of those reporting violations is maintained and they are not subjected to any discriminatory practice.

20. **NOMINATION & REMUNERATION COMMITTEE :**

As per Corporate Governance Report annexed hereto.

21. **LOANS, GUARANTEES AND INVESTMENTS:**

Refer Note: 40 in the Financial Statements of Accounts.

22. **RELATED PARTY TRANSACTIONS (Prescribed Form No.- AOC-2 enclosed):**

During the financial year under review, the Company has sold some raw materials of its Sponge Iron Plant at Jamshedpur to an Associate Company at prevailing market rates as the Company's said plant was lying closed for the last few years.

23. **MANAGERIAL REMUNERATION:**

The particulars are mentioned in the Corporate Governance Report as annexed to this Board Report.

24. **SECRETARIAL AUDIT REPORT:**

A Secretarial Audit Report given by J. Patnaik & Associates, a Company Secretary in Practice, is annexed hereto in the prescribed Form No.MR-3 of Companies Act, 2013.

25. **CORPORATE GOVERNANCE :**

Corporate Governance Report along with the Certificate of the Auditors confirming compliance of conditions of Corporate Governance as required under Clause 49 of the Listing Agreement with the Stock Exchange is annexed hereto.

26. **RISK MANAGEMENT POLICY:**

The Company's biggest risk is with regard to procurement of critical raw materials namely Iron-Ore and Coal but it has virtually no control on the same. As most of the Iron-Ore Mines in the Country still remain closed and Coal has to be sourced only from Government-Owned Companies who decided and fix the prices arbitrarily. The other risks is the wide fluctuations in the selling price of Sponge-Iron which again depend on Demand and Supply and your Company being a small player has no control or influence on the same.

Hence, due to these uncontrollable external elements, your Company is unable to formulate or implement any suitable Risk Management Policy to safeguard its business interests.

27. **DISCLOSURES ABOUT REMUNERATION TO DIRECTORS VIS-À-VIS EMPLOYEES AND OTHER PARTICULARS AS REQUIRED UNDER RULE 5 OF COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:**

Rule 5(1) :

- A. During the year no Remuneration was paid to any of the Directors including Managing Director except nominal sitting fees to the Independent Directors for attending the Board Meetings and therefore, the computation of ratio of remuneration of each Director to the median remuneration of the employees of the Company are not furnished. Out of the Key Managerial Personnels; only Chief Financial Officer's salary was increased from Rs.18,500/- per month to Rs.20,000/- per month and due to closure of all the manufacturing units of the Company and resultant financial hardship; no increment to the employees was awarded during the year under review.

The remuneration paid and/or payable to the Key Managerial Personnels are very reasonable and is commensurate with their performances. The remuneration paid to the employees is as per the remuneration policy of the Company which is dynamic in nature and changes as per the financial performance of the Company and also of an individual employee.

Rule 5(2) :

- B. No employee of the Company during the financial year was in receipt of remuneration aggregating to Rs.60 lacs or more if employed for the whole year and Rs.5 lacs per month if employed for a part of the financial year. No employee of the Company is holding 2% or more of the Equity Shares of the Company.

28. **DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:**

The Board of Directors and/or the Management of the Company has not received any complaint on this account from any of the employees of the Company or from any other person.

29. **DIRECTORS' RESPONSIBILITY STATEMENT :**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, states :-

(i) that in the preparation of the annual accounts for the financial year ended 31st March, 2015, the applicable accounting standards had been followed alongwith proper explanation relating to material departures.

(ii) that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review.

(iii) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

(iv) that the Directors have prepared the accounts for the financial year ended 31st March, 2015 on a going concern basis.

(v) that 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.

(vi) that the Directors had devised proper systems to ensure compliance with provisions of all applicable laws and that such systems were adequate and operating effectively.

30. **ACKNOWLEDGEMENT:**

Your Directors would like to convey their sincere appreciation for the assistance and co-operation received from the valued customers, suppliers and shareholders during the year under review. Your Directors also wish to place on record their appreciation for the contribution of the employees.

Place : Kolkata
Dated :29th May, 2015

For and on behalf of the Board

Dalbir Chhibbar
Managing Director.

Puranmal Agrawal
Chairman

MANAGEMENT DISCUSSION AND ANALYSIS REPORT
(For the Financial Year ended 31st March, 2015)

(a) **Industry Structure and Developments :**

The principal product of the Company is Sponge Iron which is manufactured at its Plants located at Jamshedpur and at District Nalgonda, Telengana. Sponge Iron is used alongwith steel scraps by secondary steel producers for making steel billets/ingots which in turn are used by the re-rollers for making long products used in the house building and in the infra-structure development. Increased and unaffordable cost of raw materials, overheads, manufacturing expenses and virtually no capacity utilization due to poor or non-availability of coal and iron ore, the basic raw materials and depressed market conditions have adversely affected the company's performance during the year under review. The selling prices of Sponge Iron are market driven and the Company has no control over it. The principal components of cost of Sponge Iron are coal, iron ore and freight and the Company has virtually no control on their availability and cost.

(b) **Opportunities and Threats :**

i. Opportunities :

The consumption of Sponge Iron is directly linked with the consumption of long steel products namely, TMT Bars, Angles, Channels and Beams. Slow-down of house-building sector and lower spending by the Government on the infra-structure; has resulted in lower demand for the above products. The present trend may change in the future as there is hope that the new Central Government of the country will take appropriate and effective steps for the revival and survival of Sponge Iron and secondary steel sector. The Closed Iron Ore Mines in the State of Odisha & Karnataka are also expected to re-open in the near future which will augur well for the Sponge Iron Industry in India.

ii. Threats :

The availability of iron ore and coal in adequate quantity and at affordable prices are the major threats to the Sponge Iron Industry. The availability of Iron ore in the last few years has been severely affected due to closure of iron ore mines in Odisha and Karnataka under the direction of Hon'ble Supreme Court of India and various other Government Agencies and Departments. This status of iron ore is continuing and it is extremely scarce and its prices are ruling extremely high and most unaffordable. The Coal India Ltd. had w.e.f. 1.3.2011 most unjustifiedly and arbitrarily increased the prices of 'B' Grade coal by almost 130% making the operations of the Company's Jamshedpur Sponge Iron Plant unviable. The Company had requested Central Coalfields Ltd./Coal India Ltd. and Ministry of Coal to lower the grade of coal from B/C grade to D/E/F grade. Upon not getting the requisite consent from them, the Company had moved to the Hon'ble High Court at Ranchi, for redressal and to get justice and relief and the entire matter is subjudiced. Under the current circumstances, those Sponge Iron Plants in the country which do not have their own captive iron ore and coal mines are unable to operate profitably unless the prices of these inputs go down sharply from their current highly elevated levels or unless there is a suitable increase in the market prices of Sponge Iron or the Government takes action to provide these vital inputs to the Industry at affordable rates and in sufficient quantity through a suitable mechanism or agency.

(c) **Segment-wise Product-wise performance :**

Your Company has only two segments namely Sponge Iron and gas taking into account the nature of the product, uses and production system. However, your Company mainly operates under the "Iron & Steel" Segment and hence segment-wise results have not been given.

(d) **Outlook :**

In view of what has been stated in foregoing paragraphs; your Management perceives that the outlook of the Sponge Iron Industry in the current financial year may improve subject to the Central Government taking effective and positive steps by providing inputs at affordable rates, increase planned expenditure on house building and infrastructures to boost the demand for TMT bars which in turn can make the Sponge Iron selling prices remunerative.

(e) **Risks & Concerns :**

Risk is inherent in every business activity and Sponge Iron Industry is no exception. The Steel Industry displays strong commodity characteristics and is subject to cyclical price movements in business cycles. The Company is exposed to risks from overall market fluctuations, changes in government policy, laws of the land, taxation, man-made disaster, political risks and increase in cost of inputs like Iron ore, coal, power, diesel, freight, etc. which affect the financial performance of the Company.

(f) **Internal Control System and its Adequacy :**

The Company has proper and adequate system of internal controls commensurate with its size and nature of operations to provide reasonable assurance that all assets are safeguarded, transactions are authorised, recorded and reported properly and applicable statutes are duly complied with. The Company has constituted an Audit Committee to monitor the adequacy and efficacy of internal control systems.

The adequacy of these compliances and their effectiveness is subject to statutory audit and the same has been adequately reported by the Auditors in their Report as required under the relevant provisions of the Companies Act, 2013. The Company also has an Internal Audit System.

(g) **Discussions on financial performance with reference to operational Performance:**

During the year; the Company's income from operations/turnover stood at Rs. 8.24 crores as compared to Rs. 17.91 crores in the previous year. The operating profit before interest, depreciation and taxation stands at Rs. 79.58 lacs compared to Rs.176.82 lacs in the previous year. The Company has incurred a post-tax net loss of Rs. 12.94 lacs as compared to a net profit of Rs. 37.22 lacs in the previous year. Your Directors are, however, continuing their efforts for improving performance of your Company.

(h) **Material Developments in HRD and industrial Relations Front :**

Your Directors recognize the value of employees as valuable assets. Developing, motivating, rewarding and retaining talented employees at all levels is a priority and a key responsibility of your Company's management. It is this policy of ours that had in the past enabled us to retain talented employees and maintain harmonious relations with them.

However, due to prolonged closure of Company's Sponge Iron Plants at Jamshedpur and at District: Nalgonda (Telengana); most of it's employees have resigned and left the service. The Company will try to recall the most fittest and experienced of them once the said plants reopen/resume manufacturing operations.

(i) **Cautionary Statements :**

Statements in this management discussion and analysis report describing the Company's objectives, projections, estimates and expectations may be termed as forward looking statements within the meaning of applicable laws and regulations. Actual results may differ materially from those either expressed or implied. The readers of this report are, therefore, advised to read the same with this caution.

Place : Kolkata
Dated : 29th May, 2015

For and on behalf of the Board

Dalbir Chhibbar
Managing Director.

Puranmal Agarwal
Chairman

REPORT ON CORPORATE GOVERNANCE
(For the year ended 31st March, 2015)

The Report on compliance of the conditions of corporate governance in accordance with Clause 49 of the Listing Agreement with the Stock Exchange (BSE Ltd.) by your Company is given below:

1. **Company's Philosophy**

Your Company's philosophy continues to be to look after shareholders' welfare and satisfaction and to increase shareholders value, enforce quality control and improve the quality of life of the people around by practicing the principles of good corporate governance.

2. **Board of Directors:**

(a) **Composition :**

As at 31st March, 2015 the Board of Directors consist of a non-executive Chairman, a Managing Director, three non-executive Directors including one woman Director and three independent Directors.

(b) **Category, their Directorship and Committee Membership in other Companies as on 31.03.2015:**

The Board of your Company is comprised of the following Directors :

Name of Directors	Category	Member of Boards of other Public Companies (excluding Directorship in private Companies)	Total no. of Committee(s) Membership in other Public Ltd. Companies, Foreign Companies and Companies under Sec.8 of the Companies Act, 2013		No. of Equity Shares held in the Company
			As Chairman	As Member	
Puranmal Agarwal	Chairman Non-executive	8	Nil	Nil	4750
Dalbir Chhibbar	Managing Director(executive)	1	Nil	Nil	108725
Yudhbir Chhibbar	Non-executive	Nil	Nil	Nil	3000
Suresh Kr. Agarwal	-do-	8	Nil	Nil	4300
Sushma Chhibbar	-do-	1	Nil	Nil	53000
Pravin Kumar Chhabra	Non-Executive (Independent)	Nil	Nil	Nil	400
Lalit Kishore Choudhury	Non-Executive (Independent)	Nil	Nil	Nil	Nil
Tapas Datta	-do-	Nil	Nil	Nil	Nil

(c) **Board Meetings held during the year :**

During the year the Board of Director's Meetings were held on six occasions e.g. on 21st May, 2014; 30th May, 2014; 30th July, 2014; 13th October, 2014; 7th November, 2014 and 16th January, 2015. The Independent Directors held a separate meeting of their own as on 20th March, 2015.

(d) **Attendance of Directors at the Board Meetings held during the year 2014-2015 and at the last Annual General Meeting (AGM)**

	Name of Directors	No. of Board Meetings		Attended last AGM on 22.09.2014
		Held	Attended	
1.	Puranmal Agarwal	6	4	Yes
2.	Dalbir Chhibbar	6	6	Yes
3.	Yudhbir Chhibbar	6	5	Yes
4.	Suresh Kr. Agarwal	6	5	No
5.	Pravin Kumar Chhabra	6	6	Yes
6.	Sushma Chhibbar	6	5	No
7.	Lalit Kishore Choudhury	6	4	Yes
8.	Tapas Datta	6	5	Yes

(e) **Information about Directors seeking re-appointment has been included in this Report: Refer to the Main part of the Board's Report.**

(f) **Change in Directors and Key Managerial Personnels :**

This has been covered in the Main part of the Board's Report.

3. **Code of Conduct :**

The Company has laid down a Code of Conduct, under Clause 49 of the Listing Agreement, for all its Board Members and Senior Management Personnel for avoidance of conflicts of interest. The declarations with regard to compliance of Code of Conduct have been received for the year 2015 from all Board Members and Senior Management Personnel.

There were no material financial and commercial transactions, in which Board Members and Senior Management Personnel had personal interest, which could lead to potential conflict of interest with the Company during the year.

DECLARATION

As provided under Clause 49 of the Listing Agreement with the Stock Exchange(BSE Ltd.), the Board Members and the Senior Management Personnel have affirmed compliance with the Code of Conduct for the financial year ended 31st March, 2015.

Place: Kolkata
Date: 29th May, 2015

Dalbir Chhibbar
Managing Director

4. **AUDIT COMMITTEE**

An Audit Committee has been constituted to meet the requirements of Clause 49 of the Listing Agreement with details as under:

1. Mr. Tapas Datta	..	Independent Director
2. Mr. Pravin Kumar Chhabra	..	Independent Director
3. Mr. Lalit Kishore Choudhury	..	Independent Director
4. Mr. Shibani Sankar Mishra	..	Chief Financial Officer
5. Mr. Subhash Chandra Rana	--	General Manager

Brief Description of Terms of Reference :

The terms of reference of the Audit Committee are as contained under clause 49 of the Listing Agreement and as stipulated under Section 177 of the Companies Act, 2013.

The Audit Committee met 4 times during the year on 30.05.2014, 30.07.2014, 07.11.2014 and 16.01.2015 on the terms of Reference, duties, functions and authorities as specified in the Companies Act, 2013.

The Audit Committee has the following powers:

- a. To investigate any activity within its terms of reference,
- b. To seek information from any employee,
- c. To obtain outside legal or other professional advice,
- d. To secure attendance of outsiders with relevant expertise, if it considers necessary.

Role of the Audit Committee includes following:

- a. Oversight of the company's financial reporting process and the disclosure of its financial informations to ensure that the financial statements are correct, sufficient and credible.
- b. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of statutory auditor and the fixation of audit fee and also approval for payment for any other services,
- c. Reviewing with Management, the annual financial statements before submission to the Board for approval.
- d. Reviewing with the Management, the quarterly financial statements before submission to the Board for approval.
- e. Reviewing with the Management, the performance and Report of that Statutory and Internal Auditors and adequacy of internal control systems.
- f. Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as to have a post-audit discussion to ascertain any area of concern,
- g. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- h. The Audit Committee also reviews the following informations:
 - i. Management discussion and analysis on financial condition and results of operations;
 - ii. Statement of significant related party transactions;
 - iii. Management letters / letters of internal control weaknesses issued by the Internal and Statutory Auditors, if any; and
 - iv. The appointment, removal and terms of remuneration of the Statutory and Internal Auditors.

The Board has not disagreed with any recommendations of the Audit Committee.

29. **NOMINATION & REMUNERATION COMMITTEE :**

In terms of Section 178 of the Companies Act, 2013 the Board has constituted a Nomination & Remuneration Committee as under :-

1. Mr. Lalit Kishore Choudhury	..	Independent Director
2. Mr. Pravin Kumar Chhabra	..	Independent Director
3. Mr. Puranmal Agarwal	..	Non-executive Director- Cum-Chairman

which formulates the criteria for determining the qualification, experience, background, exposure, positive attributes and independence for the appointment and/or removal of Directors, Key Managerial Personnel and Senior Managerial Persons, ascertaining their reasonable remuneration commensurate with their qualification, job requirements, meeting the appropriate performance benchmark to run the company successfully, utilizing the existing resources to its optimum and to evaluate their performance from time to time and report their suggestion to the Board.

The Nomination & Remuneration Committee met two times during the year on 30.05.2014 and 30.07.2014.

30. **STAKEHOLDERS RELATIONSHIP COMMITTEE :**

In terms of Section 178 of the new Companies Act, 2013, the Board has constituted a Stakeholders Relationship Committee by appointing Mr. Lalit kishore Choudhury, an Independent Director of the Company, as chairperson who shall consider and resolve the grievances of shareholders of the Company as and when the same are received by the company from shareholders and maintain proper records for the same and present the same to the Board and attend the Annual General Meetings of the Company.

31. **Remuneration of Directors**

- (a) Remuneration is paid to the Managing Director as per package approved by the Board and the members in the Annual General Meeting. However, No remuneration was paid to the Managing Director for the financial year under review as he refused to take the same due to continued financial losses.
- (b) Details of remuneration paid to the Directors for the year ended 31st March, 2015: NIL.

Note : No remuneration was paid to any other Director of the Company except Board Meeting sitting fees to the Independent Directors of the Company aggregating to Rs. 54,000/-

32. **Shareholders/Investors Grievances and Redressal:**

- (a) The Company has appointed M/s Niche Technologies Pvt. Ltd., a SEBI registered Registrar as its Share Transfer Agent for both physical as well as electronic modes. The shares of the Company are traded on Bombay Stock Exchange and the complaints from the Shareholders are negligible. Due to this, the Company has not constituted any separate committee. However, the Company will constitute such a Committee separately as and when the need for such a Committee arises.
- (b) Ms. Manisha Chopra, the Company Secretary is the Compliance Officer of the Company.
- [c] No complaints from shareholders were pending as on 31.3.2015.

33. **General Body Meeting :**

- (a) Locations, date and time, where last three AGMs held :

<u>AGM</u>	<u>Financial Year</u>	<u>Date</u>	<u>Time</u>	<u>Place</u>
26 th	2011-2012	24.09.12	10.30 AM	6, Waterloo Street, 5 th floor, Suite No.506, Kolkata-700 069. (Registered Office)
27 th	2012-2013	23.09.13	10.30 AM	6, Waterloo Street, 5 th floor, Suite No.506, Kolkata-700 069. (Registered Office)
28 th	2013-2014	22.09.14	10.30 AM	6, Waterloo Street, 5 th floor, Suite No.506, Kolkata-700 069. (Registered Office)

- (b) No resolutions through Postal Ballot are proposed at the ensuing Annual General Meeting.

1. **Means of communication :**

- (a) The quarterly results of the Company are regularly published in the following newspapers:
- (i) Financial Express (English)
 - (ii) Kalantar (Bengali)
- (b) The Company's Website www.ashirwadsteels.com.
- (c) "Management Discussion and Analysis Report" has been included as part of this Report.

General Shareholders' information

- (a) **AGM : Date, time and venue :**

The forthcoming 29th Annual General Meeting of your Company will be held on Monday, the 21st September, 2015, at its Registered Office at 6, Waterloo Street, 5th floor, Suite No.506, Kolkata-700 069 at 10:30 a.m. The Notice for holding the said Annual General Meeting alongwith Annual Report etc shall be posted/emailed to members. Members are requested to use the option of e-voting on proposed resolutions in the forthcoming Annual General Meeting through facilities provided by Central Depository of Securities Ltd.(CDSL) with procedure as detailed in the Notice convening the Annual General Meeting.

- (b) **Despatch of Annual Report:**

The Company will dispatch the Annual Report through e-mail to those Shareholders who have registered their e-mails with the Company/RTA and for others the same shall be dispatched by permitted mode.

- (c) **Financial Calender :**

Financial Year	March 31,
AGM in	September

(d) **Date of Book Closure :**

Commencement – Tuesday, the 15th September, 2015
Ending – Monday, the 21st September, 2015
(Both days inclusive)

(e) **Dividend Payment Date :**

The Company has not declared any dividend for the Financial Year ended 31st March, 2015.

(f) **Listing on Stock Exchange :**

<u>Name of the Stock Exchange</u>	<u>Address</u>	<u>Stock Code</u>
Bombay Stock Exchange (BSE Ltd.),	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001.	526847

(g) The international Security Identification Number (ISIN) of the Company's Equity Shares is INE 338C01012

(h) **Market Price Data**

The monthly High and Low Equity Share prices of the Company as traded at The Bombay Stock Exchange (BSE Ltd.) from 1st April, 2014 to 31st March, 2015 are given below :

<u>Month</u>	<u>High Price (Rs.)</u>	<u>Low Price (Rs.)</u>
April, 2014	3.43	3.31
May, 2014	4.87	3.30
June, 2014	6.40	4.12
July, 2014	5.69	4.00
August, 2014	6.19	5.00
September, 2014	5.50	4.75
October, 2014	5.77	5.49
November, 2014	5.50	4.80
December, 2014	6.05	5.00
January, 2015	5.40	4.76
February, 2015	5.65	4.71
March, 2015	5.48	4.29

(i) **Registrar and Share Transfer Agents**

The details of the Registrar and Share Transfer Agent (R & TA) of the Company are as follows:

M/s. Niche Technologies Private Limited
D-511, Bagree Market, 71, B.R.B.Road, Kolkata-700 001 (West Bengal)
Phone No. (033) 2235 7270/71 Fax: 2215 6823
E-mail nichetechpl@nichetechpl

Accordingly, all communications on matters relating to share transfer, non-receipt of share certificate, etc. be sent to Niche Technologies Private Limited. Correspondence on these matters may also be sent to the Company at it's Registered Office at 6, Waterloo Street, 5th floor, Suite No.506, Kolkata-700 069.

(j) **Share Transfer System :**

After the request for transfer/transmission of shares is approved by the authorised officials of the Company, the same is sent to the Registrar and Share Transfer Agents for completing the necessary procedural formalities and despatch to the shareholders. Transfer of shares, if found to be in order in all respects, are normally effected within a period of 15 days from the date of receipt of shares. The transfer of shares is registered and effected on 7th, 14th, 21st and 30th of each month of the year and for the month of February the same are done on 28th or 29th whichever is applicable.

(k) **Pattern of Shareholding as at 31st March, 2015**

<u>Category of shareholders</u>	<u>No. of Equity Shares held</u>	<u>% of Shares held</u>
(A) Promoter's Holding	6145489	49.16
(B) <u>Non Promoter's Holding</u>		
Institutional Investors	8700	0.07
Private Corporate Bodies	4338971	34.71
Indian Public	1851814	14.82
NRIs/OCBs	151144	1.21
Others	3882	0.03
Total	<u>12500000</u>	<u>100%</u>

Note : Promoters have not pledged any of their shares with any Agency/Bank and/or Financial Institutions.

(i) Distribution of Shareholding as on 31st March, 2015 :-

Share Class/No. of Shares	No. of Shareholders	% of Total No. of Shareholder	Total Shares	% of Total Share Capital
upto 500	2788	87.67	3,78,189	3.03
501 - 1,000	140	4.40	1,14,963	0.92
1,001 - 5,000	151	4.75	3,32,481	2.66
5,001 - 10,000	21	0.66	1,65,894	1.33
10,001 - 50,000	44	1.39	12,15,748	9.72
50,001 - 1,00,000	13	0.41	8,87,519	7.10
1,00,001 and Above	23	0.72	94,05,206	75.24
TOTAL	3180	100.00	1,25,00,000	100.00

(l) **Dematerialisation of shares and liquidity :**

The Company had signed tripartite agreements with NSDL, CDSL and Registrar and Share Transfer Agents in November, 2000. Dematerialization facility is available for shareholders. Out of the total number of shares; 10690562 number of shares (85.52%) have been dematerialized as on 31.03.2015.

(m) The Company has not till date issued any GDRs/ADRs/warrants or any convertible instruments pending for conversion.

(n) **Address for correspondence :**

The Shareholders may address their communications, suggestions, grievances and queries to :

1. Ms. Manisha Chopra (Compliance Officer)
 2. Mr. Lalit Kishore Choudhury (Chairperson of Stakeholders Relationship Committee)
- C/o. Ashirwad Steels & Industries Limited
6, Waterloo Street, 5th floor, Suite No.506,
Kolkata-700 069, West Bengal.
Phone No. 091-033-22430372
Fax : 091-033-22430376
E-mail : ashirwadsteels@gmail.com
Website : www.ashirwadsteels.com

(o) **Plant Locations :**

i) Sponge Iron Plants

- 1) Plot Nos.A1,A3,A5,A7, Phase-V, Adityapur Industrial Area, Ghamaria, Jamshedpur-832 108, (Jharkhand).
- 2) Peetam Palli Approach Road, Vill. & P.O. Veliminedu, Mandal-Chityal, Dist. Nalgonda, Telengana – 508 114.

ii) Hydrocarbon Gas Bottling Plants

- 1) Uluberia Industrial Growth Centre, Uluberia, Howrah, West Bengal, Pin – 711 315 (Leased out)
- 2) Village : Kisanapur, Near Urdana Check Post, Raigarh-496001 (Chhattisgarh).

(p) **Corporate Identification No.: L51909WB1986PLC040201**

(q) **Status of Compliance of Non-Mandatory requirements :**

1. Half-yearly declaration of results of financial performances including summary of the significant events are not sent to the share holders of the Company as quarterly results are regularly published in newspapers.
2. No resolution(s) are proposed to be passed by Postal Ballot.

Place : Kolkata
Dated : 29th May, 2015.
Regd. Office : 6, Waterloo Street,
Room No. 506, 5th floor,
Kolkata – 700 069.

For and on behalf of the Board

Dalbir Chhibbar
Managing Director.

Puranmal Agrawal
Chairman

A.PRADHAN & ASSOCIATES, Chartered Accountants **Independent Auditor's Report**

To the Members of Ashirwad Steels & Industries Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Ashirwad Steels & Industries Limited ('the Company'), which comprise the balance sheet as at 31 March 2015, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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

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

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

Opinion

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2015 and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the balance sheet, the statement of profit and loss and the 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 the written representations received from the directors as on 31 March 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2015 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) In our opinion the Company has adequate internal financial control system in place and the operating effectiveness of such controls; and
 - (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 29(b) to the financial statements;
 - ii. There were no material foreseeable losses, if any, on long-term contracts including long-term derivative contracts, therefore the requirement for making any provision does not arise.
 - iii. There has been no event requiring any amount to be transferred, to the Investor Education and Protection Fund by the Company.

for, **A.PRADHAN & ASSOCIATES**,
Chartered Accountants
Firm's registration number: 325131E

A.Pradhan
(Proprietor)
Membership number: 053543
Place : Kolkata

Date : 29th May, 2015

ASHIRWAD STEELS & INDUSTRIES LIMITED

Annexure to the Auditors' Report

The Annexure referred to in our report to the members of **Ashirwad Steels & Industries Ltd.** for the year ended on **31st March,2015**. We report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The fixed assets have been physically verified by the management as per a phased program of verification. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets. The discrepancies reported on such verification were not material and have been properly dealt with in the books of accounts.
- (ii) As explained to us the management has conducted physical verification of inventory at reasonable intervals during the year wherever possible and/or required.
- (iii) The requirement of clause (iii) a and (iii) b of the order are not applicable since no loans have been given to companies, firms or parties covered under Section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, having regard to the explanation that some of the items purchased are of special nature and suitable alternative sources do not exist for obtaining comparable quotation, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, no major weakness has been observed in the internal controls regarding purchase of inventory and fixed assets and sale of goods.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the meaning of sections 73 to 76 or any other relevant provisions of the Companies Act,2013 and the rules framed there under.
- (vi) Since the net worth of the Company is less than Rupees one hundred and fifty crores and the turnover in respect of sponge iron is less than Rupees twenty five crore, the requirement of maintenance of cost records is not considered necessary.
- (vii) (a) The company is generally regular in depositing undisputed statutory dues including Staff Provident Fund, Employees' State Insurance, Income Tax, VAT, CST, Service Tax, Excise Duty, Cess, duty of customs and other material statutory dues as applicable to it.
- (b) According to the information and explanations given to us the following taxes were not deposited as the same were disputed in appeal at the end of the year:

ASHIRWAD STEELS & INDUSTRIES LIMITED

Particulars	Disputed Amount (Rs.)	Forum where dispute is pending in appeal As on 31.03.2015
i) VAT Tax on Coal purchase (Net of payment)	15,08,910	Appellate Dy. Commissioner (CT), Hyderabad Rural Division.
ii) Income Tax for: Asst. Yr. 2003-04	2,43,395	Hon'ble Income Tax Appellate Tribunal, Kolkata.
Asst. Yr. 2008-09	1,49,196	C.I.T. (Appeals)-C-III, Kolkata.
Asst. Yr. 2010-11	8,00,230	C.I.T. (Appeals)-C-III, Kolkata.
iii) CENVAT on Capital Goods(Net of payment)	12,14,662	Commissioner of Customs, Central Excise and Service Tax (Appeals III), Hyderabad.
(c)	In our opinion there is no amount required to be transferred to Investor education and protection fund in accordance with the relevant provisions of the Companies Act,1956 and rules framed thereunder.	
(viii)	The Company does not have any accumulated past losses at the end of the financial year under review and has not incurred cash loss in the current financial year. There was no cash loss incurred in the immediately preceding financial year.	
(ix)	According to the information and explanations given to us and the records examined by us, the Company has not defaulted in repayment of dues to banks or any financial institutions. The company has not accepted any fund on account of issue of debentures.	
(x)	According to the information and explanations given to us and the records examined by us, the Company has not given any guarantees for loans taken by others from banks or financial institutions, the terms and conditions whereof could have been prima facie prejudicial to the interest of the Company.	
(xi)	As informed to us, the company has not taken any term loans during the year.	
(xii)	According to the information and explanations given to us no fraud on or by the Company has been noticed or reported during the year.	

For **A. Pradhan & Associates**
Chartered Accountants
Firm's registration number: 325131E

Place- 28B Kalidas Patitundi Lane
Kolkata -700026

Date- 29th May , 2015.

A. Pradhan
(Proprietor)
Membership number: 053543

ASHIRWAD STEELS & INDUSTRIES LIMITED

Balance Sheet as at 31st March, 2015

Amount in Rupees

SL. NO.	Particulars	Note No.	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I.	EQUITY AND LIABILITIES :			
(1)	<u>Shareholders' Funds</u>			
	(a) Share Capital	1	125,000,000	125,000,000
	(b) Reserves and Surplus	2	380,885,784	381,892,714
	Sub Total - Shareholders' Funds		505,885,784	506,892,714
(2)	<u>Non-current Liabilities</u>			
	(a) Deferred tax liabilities(Net)	27	21,322,414	22,482,461
	(b) Other Long Term liabilities	3	-	1,957,385
	(c) Long Term provisions	4	2,175,856	2,462,939
	Sub Total - Non-current Liabilities		23,498,270	26,902,785
(3)	<u>Current Liabilities</u>			
	(a) Trade Payables	5	-	-
	(b) Other current liabilities	6	376,303	4,424,515
	(c) Short-term provisions	7	1,896,000	1,896,000
	Sub Total - Current Liabilities		2,272,303	6,320,515
	TOTAL :		531,656,357	540,116,014
II.	ASSETS			
(1)	<u>Non-current Assets</u>			
	(a) Fixed Assets			
	(i) Tangible Assets	8	91,774,455	100,438,004
	(b) Non-current Investment	9	44,587,420	44,929,020
	(c) Long-term loans and advances	10	52,504,186	32,708,863
	Sub Total - Non-current Assets		188,866,061	178,075,887
(2)	<u>Current Assets</u>			
	(a) Inventories	11	39,758,695	71,651,281
	(b) Trade Receivables	12	508,458	20,682,939
	(c) Cash and Cash Equivalents	13	124,231,224	118,948,336
	(d) Short-term loans and advances	14	171,855,977	144,444,306
	(e) Other current assets	15	6,435,942	6,313,265
	Sub Total - Current Assets		342,790,296	362,040,127
	TOTAL :		531,656,357	540,116,014

See accompanying notes forming part of the financial statements.

As per our attached report of even date

For, **A. PRADHAN & ASSOCIATES**
Chartered Accountants

PURANMAL AGARWAL : Chairman

DALBIR CHHIBBAR : Managing Director

SHIBANI SANKAR MISHRA : Chief Financial Officer

MANISHA CHOPRA : Company Secretary

Place : Kolkata

Dated : 29th May 2015

A.Pradhan

Proprietor

Membership No : 053543

ASHIRWAD STEELS & INDUSTRIES LIMITED

Profit and Loss Statement for the year ended 31st March 2015

Amount in Rupees

SL. NO.	Particulars	Note No.	Figures for the current reporting period	Figures for the previous reporting period
I.	Revenue from Operations	16	51,469,960	151,230,923
II.	Other Income	17	30,991,787	27,880,941
III.	Total Revenue (I+II)		82,461,747	179,111,864
IV.	Expenses :			
(a)	Cost of materials consumed	18	30,667,799	128,783,523
(b)	Purchases of Trading goods	38(i)(d)	-	5,003,297
©	Changes in inventories of finished goods, Work-in-Progress & Stock-in-Trade	19	13,779,059	(508,542)
(d)	Employee Benefits Expense	20	3,743,915	7,282,163
(e)	Finance Costs	21	2,887,033	4,678,646
(f)	Depreciation and amortization expense	22	6,745,638	11,271,329
(g)	Other Expenses	23	26,313,224	20,869,721
			84,136,668	177,380,136
V.	Profit/(Loss) before exceptional and extra-ordinary items and tax		(1,674,921)	1,731,728
VI.	Exceptional items		-	-
VII.	Profit/(Loss) before extra ordinary items and tax (V-VI)		(1,674,921)	1,731,728
VIII.	Extra ordinary items			
	Transitional Provision for Depreciation in respect of Fixed Assets where useful life is over		779,139	-
IX.	Profit/(Loss) before tax (VII-VIII)		(2,454,060)	1,731,728
X.	Tax Expense :			
	1. Current Tax(MAT)		-	330,000
	2. Deferred Tax Asset		(1,160,047)	(2,321,146)
XI.	Profit/(Loss) for the period after tax(IX-X)		(1,294,013)	3,722,874
XII.	Earnings/(Loss) per Equity Share(Basic & Diluted)		(0.10)	0.30

See accompanying notes forming part of the financial statements.

As per our attached report of even date

For, **A. PRADHAN & ASSOCIATES**

Chartered Accountants

Place : Kolkata
Dated : 29th May 2015

A.Pradhan
Proprietor
Membership No : 053543

PURANMAL AGARWAL : **Chairman**

DALBIR CHHIBBAR : **Managing Director**

SHIBANI SANKAR MISHRA : **Chief Financial Officer**

MANISHA CHOPRA : **Company Secretary**

ASHIRWAD STEELS & INDUSTRIES LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2015 Amount in Rs.

	Figures for the current reporting period	Figures for the previous reporting period
A Cash flow from operating activities		
Net Profit before operating activities	(1,674,921)	1,731,728
Adjustment for :		
1. Depreciation	6,745,638	11,271,329
2. Interest (Net)	(25,214,774)	(22,589,526)
3. Sundry Debit Balance W/back	(2,537,462)	(861,678)
4. Lease Rent(TDS)		(161,807)
5. Gratuity Provision(Unfunded)	-	225,495
6. Gratuity Paid	-	(121,500)
7. Sundry Debit Balance Written off	599	1,950,862
8. Loss/Decline in value of Long Term Investment	341,600	-
9. Loss on Impairment of Assets	185,037	-
10. Transitional Depreciation	779,139	-
Operating Profit before working Capital changes	(21,375,144)	(8,555,097)
Adjustment for :		
1. Trade and other receivables	33,334,708	1,298,523
2. Inventories	31,892,586	(19,866,286)
3. Trade payables	(6,005,597)	(22,078,700)
Cash generated from operations	37,846,553	(49,201,560)
Direct Tax (Paid) /Refund including FBT	1,684,943	(6,309)
Net cash from operating activities	39,531,496	(49,195,251)
B Cash flow from Investing Activities		
1. Purchase of Fixed Assets	-	(19,800)
2. Sale of Fixed Assets	1,500,000	-
3. Interest Received	25,206,585	26,874,208
4. Long term loans & Advances	(18,603,506)	-
5. Decrease in Investments	341,600	-
Net cash from investing Activities	8,444,679	26,854,408
C Cash flow from Financing Activities		
1. Loan (Net) given	(40,000,000)	(22,500,000)
2. Interest paid	(2,693,287)	(4,429,737)
Net Cash from financing activities	(42,693,287)	(26,929,737)
Net increase/decrease in cash & cash equivalents (A+B+C)	5,282,888	(49,270,580)
Cash & Cash equivalents (Opening Balance)	118,948,336	168,218,916
Cash & cash equivalents (Closing Balance)	124,231,224	118,948,336

PURANMAL AGARWAL : Chairman

DALBIR CHHIBBAR : Managing Director

SHIBANI SANKAR MISHRA : Chief Financial Officer

MANISHA CHOPRA : Company Secretary

We have verified the attached cash flow statement of Ashirwad Steels & Industries Ltd derived from audited annual financial statements and books and records maintained by the company for the year ended 31st march 2015 and found the same in agreement therewith and also with the requirement of clause 32 of the listing agreement with stock exchange.

Place : Kolkata

Dated: 29th May, 2015

For A PRADHAN & ASSOCIATES

Chartered Accountants

A.Pradhan

Proprietor

Membership No : 053543

ASHIRWAD STEELS & INDUSTRIES LIMITED

SIGNIFICANT ACCOUNTING POLICIES

(i) **Basis of accounting:**

- (a) The Company prepares its accounts under historical cost convention and on accrual basis except otherwise stated, in accordance with the normally accepted accounting principles including the mandatory Accounting Standards specified under section 133 of the Companies Act,2013 read with rule 7 of the Companies (Accounts) Rules,2014.
- (b) Revenue from sale of goods is recognized on passage of title to the customers, which generally coincides with delivery. Revenue from services rendered is recognized on rendering of services to the customers.
- (c) Bonus including ex-gratia payable and leave salary payable to the employees, as per consistent practice, are accounted for on cash basis.
- (d) Dividend on Investments in shares and refunds of excise and other levies/taxes are accounted for on acceptance/actual receipt basis.

(ii) **Fixed Assets:**

Fixed Assets are stated at cost of acquisition net of cenvat and inclusive of freight, duties, and cost of finance during construction period and expenses related to acquisition, installation, erection and commissioning.

(iii) **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. Investments are carried and valued at cost. Decline in market value other than temporary and the resultant reduction in the value of investment is recognized and charged to Profit & Loss Account as per AS- 13.Profit or loss if any on the disposal/sale of investments are accounted for in the Profit & Loss Account.

(iv) **Depreciation:**

- (a) Depreciation on fixed assets has been provided for on the straight-line method considering the useful lives of the respective asset as prescribed in Schedule II to the Companies Act,2013.
- (b) The residual value of the depreciable asset is taken as 5% of its original cost for arriving at the depreciable portion of each fixed asset.
- (c) In those cases where the remaining useful life of an asset has exhausted the carrying amount of such asset (WDV) as on 01.04.14 has been charged as transitional provision for depreciation under the Extraordinary item in the Profit & Loss Account.
- (d) Depreciation includes amount written off in respect of leasehold properties over the respective lease period.

SIGNIFICANT ACCOUNTING POLICIES

(v) Valuation of Inventories:

Inventories are valued as under:

Raw Materials	At lower of cost or net realizable value.
Finished goods	At lower of cost (including Excise Duty) or net realizable value.
Work-in-Progress	At lower of cost or net realizable value. Cost includes direct materials, labour cost and manufacturing overheads based on normal operating capacity
Stores & Spares	At lower of cost or net realizable value.
Wastes & Others	At net realizable value.

The cost of inventories comprises of all costs of purchase, Freight, Taxes & Duties costs of conversion and other cost directly attributable to the acquisition thereof. For arriving at the cost of inventories, the FIFO cost formula along with the retail method for measurement of cost has been adopted.

(vi) Retirement Benefits and other Employee Benefits:

- a. Company's contributions to Provident Fund and Employees State Insurance Fund are charged to the Profit & Loss Account of the year when the contributions to the respective funds are due.
- b. Provision is made for the liability on account of Gratuity payable to employees.

(vii) Sales:

Sales excludes VAT & CST ,includes excise duty and it is shown net of sales returns.

(viii) Other Income:

Interest income on Fixed Deposits is accounted for on accrual basis. Dividend and other interest income are accounted for as and when received.

(ix) Excise Duty:

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

(x) Contingent Liabilities:

Contingent Liabilities that are not provided for are disclosed by way of Notes to the Accounts.

(xi) Income tax:

Provision for Tax comprises of both current and deferred taxes. Deferred tax is accounted for by computing the tax effect of timing differences which arise during the year and reversal of timing differences of earlier years, subject to consideration of prudence. Deferred Tax is measured based on the tax rates and the tax laws enacted or substantively enacted on the Balance Sheet date.

(xii) Borrowing costs:

The borrowing costs other than relating to the acquisition / construction of assets are recognised as an expense in the financial accounts.

ASHIRWAD STEELS & INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENTS for the year ended 31st March'15

NOTE : 1

Share Capital :

	Year ended		Year ended March 31,	
	Number	Rs.	Number	Rs.
(a) Authorised : Equity Shares of Rs.10/- each	12500000	<u>125,000,000</u>	12500000	<u>125,000,000</u>
(b) Issued, subscribed and fully paid : Equity Shares of Rs.10/- each at par.	12500000	<u>125,000,000</u>	12500000	<u>125,000,000</u>
(c) <u>Par value per Equity Share</u> Rs.10/- each				
(d) A reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period :				
outstanding as at the beginning of the year	12500000	125,000,000	12500000	125,000,000
outstanding as at the end of the year	12500000	125,000,000	12500000	125,000,000
(e) The entire Share Capital comprises of Equity Shares, and the shareholders have equal rights in respect of distribution of dividends and the repayment of capital.				
(f) The company is neither a holding company nor a subsidiary company.				
(g) Shares in the company held by each shareholders holding more than 5 per cent shares :				
<u>Names of Shareholder</u>	<u>Number of Shares held</u>		<u>Number of Shares held</u>	
Meghdoot Vyapaar (P) Ltd.	1350000		1350000	
Chhibbar Business & Fiscals Pvt. Ltd.	2267633		2158345	
Doyang Wood Products Ltd.	931476		-	
(h) There are no shares reserved for issue under options and contracts/commitments for the sale of shares/ disinvestment.				
(i) For the period of 5 years immediately preceding the date as at which the Balance Sheet is prepared.				
- Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash.		NIL		NIL
- Aggregate number and class of shares allotted as fully paid up by way of bonus shares.		NIL		NIL
- Aggregate number and class of shares bought back.		NIL		NIL
(j) There were no securities issued having a term for conversion into equity/preference shares.				
(k) There are no calls unpaid in respect of Equity Shares issued by the company.				
(l) There are no forfeited shares by the company.				
(m) <u>Terms/Rights attached to Equity Shares</u> The Company has only one class of equity shares having a per value of Rs.10 per share. Each holder of equity share is entitled to one vote per share and ranks <i>Pari-pasu</i> . In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company after settlement of all outside liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.				

ASHIRWAD STEELS & INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENTS

NOTE: 2

Reserves & Surplus :

	Year ended March 31, 2015		Year ended March 31, 2014	
i) Securities Premium Account :				
- Premium on issue of Equity Shares		292,344,000		292,344,000
ii) General Reserve		75,000,000		75,000,000
iii) Profit and Loss Account:				
Balance b/f	14,548,714		10,825,840	
Add/(Less) : Profit/(Loss) after Tax	(1,294,013)		3,722,874	
Add : Adjustment for Excess Provision of Gratuity	287,083	13,541,784	-	14,548,714
		<u>380,885,784</u>		<u>381,892,714</u>

NOTE: 3

Other Long-Term Liabilities :

	Year ended March 31, 2015		Year ended March 31, 2014	
Others :				
Security and other Deposits		-		1,957,385
		-		1,957,385
		<u>-</u>		<u>1,957,385</u>

NOTE: 4

Long Term Provisions :

	Year ended March 31, 2015		Year ended March 31, 2014	
Provision for Staff Gratuity				
Balance b/d	2,462,939		2,237,444	
Less : Adjustment for excess provision	287,083		-	
Add : For the year	-	2,175,856	225,495	2,462,939
		<u>2,175,856</u>	<u>225,495</u>	<u>2,462,939</u>

ASHIRWAD STEELS & INDUSTRIES LIMITED
NOTES ON FINANCIAL STATEMENTS

NOTE: 5

Trade Payables - Current Liability :

	Year ended March 31, 2015	Year ended March 31, 2014
Creditors for Raw Materials	—	—

NOTE: 6

Other Current Liabilities :

	Year ended March 31, 2015	Year ended March 31, 2014
<u>Other Payables</u>		
ESI Employer's contribution	2,092	7,582
ESI Employees contribution	773	-
Provident Fund, Adm. Charges etc.	19,925	62,913
Tax Deducted at Source	1,389	14,041
Tax Collected at Source	-	48,488
Creditors for Expenses	349,624	4,291,491
Profession Tax	2,500	-
	<u>376,303</u>	<u>4,424,515</u>

NOTE: 7

Short Term Provisions :

	Year ended March 31, 2015		Year ended March 31, 2014	
(a) Provision for Income Tax(MAT)				
Balance b/d	1,896,000		1,566,000	
Add : For the year	<u>-</u>	1,896,000	<u>330,000</u>	1,896,000
		<u>1,896,000</u>		<u>1,896,000</u>

ASHIRWAD STEELS & INDUSTRIES LIMITED

Notes No 8 : FIXED ASSETS

NAME OF THE FIXED ASSETS	(Amount in Rupees)									
	GROSS BLOCK			DEPRECIATION / AMORTISATION			TRANSITIONAL DEPRECIATION CHARGED TO PROFIT & LOSS ACCOUNT		NET BLOCK	
	OPENING AS ON 01.04.14	ADDITION DURING THE YEAR	IMPAIRMENT/ DEDUCTION	BALANCE AS ON 31.03.15	UPTO 31.03.14	DURING THE YEAR	ADJUSTMENT/ DEDUCTION	UPTO 31.03.15	AS ON 31.03.15	AS ON 31.03.14
TANGIBLE ASSETS										
LAND (Free Hold)	1,328,675	-	-	1,328,675	-	-	-	-	1,328,675	1,328,675
LAND (Lease Hold)	5,253,804	-	-	5,253,804	594,460	49,953	644,413	-	4,609,391	4,659,344
BUILDINGS	18,731,740	-	-	18,731,740	7,658,846	600,261	8,259,107	-	10,472,633	11,072,894
PLANT & EQUIPMENT	185,393,632	-	-	185,393,632	106,174,219	5,092,728	111,266,947	-	73,901,101	79,219,413
OFFICE EQUIPMENT	2,160,404	-	246,038	1,914,366	1,337,139	179,365	1,425,334	91,170	148,503	823,265
FURNITURE & FIXTURES	362,170	-	-	362,170	197,922	41,931	239,853	-	73,336	164,248
MOTOR VEHICLES	9,873,626	-	3,187,087	6,686,539	6,703,460	781,400	5,281,678	2,203,182	1,240,816	3,170,166
TOTAL	223,104,051		3,433,125	219,670,926	122,666,046	6,745,638	127,117,332	2,294,352	91,774,455	100,438,005
PREVIOUS YEAR	223,084,251	19,800	-	223,104,051	111,394,718	11,271,329	122,666,047	-	100,438,004	

Note:

- 1) There was impairment of the fixed assets (written down value of office equipment Rs. 1,54,868/- and motor vehicle Rs. 30,169/-) to the extent of Rs. 1,85,037/- in aggregate, during the year.
- 2) The written down value of fixed assets whose useful life has exhausted after retaining 5% of its original cost as scrap value, has been charged to the Profit & Loss Account amounting to Rs. 7,79,139/-

ASHIRWAD STEELS & INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENTS

NOTE: 9

Non-current Investments (At cost) :

	Year ended March 31, 2015	Year ended March 31, 2014
Trade Investments:		
(a) Investments in Equity Instruments fully paid up(Quoted)		
<u>Names of bodies corporate</u>	<u>Amount</u>	<u>Amount</u>
3500 Equity shares of Navketan Merchants Ltd.	13,020	13,020
20000 Equity shares of Goutam Resources Ltd.	196,400	196,400
20000 Equity shares of Herald Commerce Ltd.	38,000	379,600
	<u>247,420</u>	<u>589,020</u>
None of the above companies are subsidiaries or associates or joint ventures or controlled special purpose entities.		
(b) Investment in Equity Instruments fully paid up (Unquoted) in associated company		
Names of bodies corporate		
370000 Equity Shares of Rs.10/- each of Chandil Industries Pvt. Ltd.	4,340,000	4,340,000
(c) Investments in Preference Shares(unquoted, fully paid up) in associated company	40,000,000	40,000,000
400000 Non cumulative redeemable Preference Shares of Rs.100/- each of Chandil Industries Pvt. Ltd.		
	<u>44,587,420</u>	<u>44,929,020</u>

NOTE: 10

Long Term Loans and Advances :

	Year ended March 31, 2015	Year ended March 31, 2014
(a) Security Deposits with Govt. Departments	2,196,966	2,185,460
(b) Security Deposits with Others	26,918,550	8,326,550
(c) Other Loans and Advances :		
i) Advance to Suppliers	11,430,107	11,430,107
ii) Income Tax Deducted at Source	8,038,606	5,161,846
iii) Income Tax Refundable	<u>3,919,957</u>	<u>5,604,901</u>
	<u>52,504,186</u>	<u>32,708,863</u>
<u>Classification :</u>		
Secured, considered good	25,058,879	9,496,810
Unsecured, considered good	27,445,307	23,212,053
Doubtful	-	-
	<u>52,504,186</u>	<u>32,708,863</u>

ASHIRWAD STEELS & INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENTS

NOTE: 11

Inventories :

	Year ended March	Year ended March
(a) Raw Materials	36,760,572	52,507,922
(b) Goods in transit(Raw Material)	-	2,004,393
(c) Work-in-Progress(Sponge Iron)	-	326,099
(d) Finished goods	-	13,452,960
(e) Stores and Spares	1,928,303	2,204,806
(f) Others:		
Fuel(Diesel Oil)	30,100	115,381
Iron Ore Fines(unusable/scrap)	1,039,720	1,039,720
	<u>39,758,695</u>	<u>71,651,281</u>

NOTE: 12

Trade Receivables :

	Year ended March	Year ended March
(i) Outstanding for a period exceeding six months from the due date for payment	508,458	558,458
(ii) Outstanding for a period less than six month from the due date for payment	-	20,124,481
	<u>508,458</u>	<u>20,682,939</u>
(iii) Trade Receivables classification :		
Secured, considered good	-	-
Unsecured, considered good	-	20,682,939
Unsecured, considered doubtful	508,458	-
	<u>508,458</u>	<u>20,682,939</u>
(iv) Allowance for doubtful debt is considered not necessary at present.		
(v) There are no debts due by directors or other officers of the company either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member.		

NOTE: 13

Cash and Bank Balances :

	Year ended March	Year ended March
<u>Cash and Cash Equivalents</u>		
Cash in hand	293,610	628,284
Balances with Banks :		
- In Current Accounts	3,805,726	7,477,086
<u>Others</u>		
Balances with Banks :	120,131,888	110,842,966
- In Deposit Accounts		
[see note (a), (b) & (c)]		
	<u>124,231,224</u>	<u>118,948,336</u>

- (a) Balances with banks includes Fixed deposits under lien for Bank Guarantees of Rs. 46,00,000/- issued to Central Coalfields Ltd. and Rs.82,08,000/- to The Singareni Collieries Co. Ltd. (Previous Year Rs.1,02,16,000/-).
- (b) Balances with banks in deposit accounts include deposits under lien of Rs.8,50,00,000/- (previous year Rs.8,50,00,000/-)to the HDFC Bank Ltd. as security against overdraft facility provided by the said bank against the aforesaid Fixed Deposits.
- (c) Balances with banks include deposits of Rs.12,01,31,888/- (previous year Rs 11,08,42,966/-) having original maturity of 12 months or more.

ASHIRWAD STEELS & INDUSTRIES LIMITED
NOTES ON FINANCIAL STATEMENTS

NOTE: 14

Short-Term Loans and Advances :

	Year ended March 31, 2015		Year ended March 31, 2014	
Others:				
Loans to Body Corporates	170,000,000		130,000,000	
Advance to Employees	-		7,000	
Advance to Suppliers	744,528		13,920,313	
Advance for Expenses	144,345		280,310	
Balances with Central Excise & VAT Authorities	967,104	171,855,977	236,682	144,444,306
		171,855,977		144,444,306
 <u>Short Term Loans & Advances Classification :</u>				
Secured, considered good		-		-
Unsecured, considered good		171,771,632		141,751,002
Doubtful		84,345		2,693,304
		171,855,977		144,444,306

NOTE: 15

Other Current Assets :

	Year ended March 31, 2015		Year ended March 31, 2014	
a) Interest accrued on Bank Fixed Deposits		4,923,754		5,556,379
b) Interest accrued on Security Deposit for Electricity		297,188		287,530
c) Interest receivable on Loan Given		1,215,000		469,356
		6,435,942		6,313,265

ASHIRWAD STEELS & INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENTS

NOTE: 16

Revenue from operation consist of the following :

	Year ended March 31, 2015	Year ended March 31, 2014
(a) Sale of Products	43,327,464	149,452,414
(b) Other operating revenues :		
(i) Sale of Iron Ore & Pellet	2,056,682	-
(ii) Sale of Coal	1,523,520	9,210,989
(iii) Sale of Lime Stone	126,676	-
(iv) Sale of scrap coal fines, Kilin dust & char coal	21,463	2,252,310
Lease Rent	7,800,000	7,200,000
	<u>54,855,805</u>	<u>168,115,713</u>
Less :		
(c) Excise Duty	<u>3,385,845</u>	<u>16,884,790</u>
	<u><u>51,469,960</u></u>	<u><u>151,230,923</u></u>

NOTE: 17

Other Income is classified as under :

	Year ended March 31, 2015	Year ended March 31, 2014
(a) <u>Interest Income</u>		
(i) Interest on Bank Fixed Deposit	9,915,662	11,195,072
(ii) Interest on Security Deposit	341,714	313,369
(iii) Interest on Loans given	<u>17,650,685</u>	<u>15,510,822</u>
	<u>27,908,061</u>	27,019,263
(b) Other non-operating income(net of expenses directly attributable to such income) :		
(i) Sundry Credit Balance written back	2,537,462	861,678
(ii) Profit on Sale of Vehicle	<u>546,264</u>	<u>-</u>
	<u>3,083,726</u>	861,678
	<u><u>30,991,787</u></u>	<u><u>27,880,941</u></u>

NOTE: 18

Cost of materials consumed and/or sold :

	Year ended March 31, 2015	Year ended March 31, 2014
(a) Iron Ore	17,204,182	61,388,943
(b) Iron Ore Pellet	399,400	7,062,150
(c) Coal	12,850,702	59,649,157
(d) Dolomite	213,515	683,272
	<u>30,667,799</u>	<u>128,783,523</u>

NOTE:Consumption of Raw materials in the current year include Sale of Raw Materials of Rs.33,94,176/-

ASHIRWAD STEELS & INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENTS

NOTE: 19

Changes in Inventories :

	Year ended March 31, 2015		Year ended March 31, 2014	
Opening Stock :				
(a) Finished goods(Sponge Iron)	13,452,960		12,887,878	
(b) Work-in-Progress(Sponge Iron)	326,099		199,155	
(c) Iron ore Fines(Unusuable/scrap)	<u>1,039,720</u>	14,818,779	<u>1,223,204</u>	14,310,237
Less : Closing Stock :				
(a) Finished goods(Sponge Iron)	—		13,452,960	
(b) Work-in-Progress(Sponge Iron)	—		326,099	
(c) Iron ore Fines(Unusuable/scrap)	<u>1,039,720</u>	1,039,720	<u>1,039,720</u>	14,818,779
(Increase)/Decrease in Inventory		<u>13,779,059</u>		<u>(508,542)</u>

NOTE: 20

Employee Benefits Expenses :

	Year ended March 31, 2015		Year ended March 31, 2014	
(a) Salaries and Wages		2,838,913		5,852,590
(b) Contribution to Provident, ESI etc.		279,734		774,163
(c) Staff Welfare Expenses		14,817		533,910
(d) Gratuity Paid		<u>610,451</u>		<u>121,500</u>
		<u>3,743,915</u>		<u>7,282,163</u>

NOTE: 21

Details of Finance Cost :

	Year ended March 31, 2015		Year ended March 31, 2014	
(a) Interest :				
Interest on Bank Loans/Overdraft	2,675,185		4,386,974	
Interest & Penalty on Excise Duty	<u>18,102</u>	2,693,287	<u>42,763</u>	4,429,737
(b) Other borrowing cost :				
Loan Facilitation Charges (Renewal & Commitment Charges etc.)		<u>193,746</u>		<u>248,909</u>
		<u>2,887,033</u>		<u>4,678,646</u>

NOTE: 22

Depreciation and Amortization Expense :

	Year ended March 31, 2015		Year ended March 31, 2014	
Depreciation of Tangible Assets		<u>6,745,638</u>		<u>11,271,329</u>
		<u>6,745,638</u>		<u>11,271,329</u>

ASHIRWAD STEELS & INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENTS

NOTE: 23

Details of Other Expenses :

	Year ended March 31, 2015		Year ended March 31, 2014	
(a) Consumption of Stores & Spares		428,818		800,658
(b) Power & Fuel		5,803,662		11,811,783
(c) Rent		146,888		202,081
(d) Repairs :				
Plant & Equipment	217,350		1,197,427	
Building	-		25,110	
Others	24,773	242,123	76,086	1,298,623
(e) Insurance		71,008		72,537
(f) Rates & Taxes(excluding Income Tax -				
Other Rates & Taxes	283,297		431,021	
Excise Duty on Scrap Materials	29,221		-	
Excise Duty on finished goods(Net)	-	312,518	62,161	493,182
(g) Payment to Auditors :				
Statutory Audit Fess	45,000		45,000	
Tax Audit Fess	15,000		15,000	
Internal Audit Fees	12,000		12,000	
Cost Audit Fees	-	72,000	30,000	102,000
(h) Loss in Derivative & F & O Business transactions in securities		16,813,023		-
(i) Loss/Decline in Value of Long Term Investment		341,600		-
(j) Loss on Impairment of Assets		185,037		-
(k) Provision for Gratuity		-		225,495
(l) Miscellaneous Expenditure		1,896,547		5,863,362
		26,313,224		20,869,721
Miscellaneous Expenditure comprises of following expenses :				
(i) Other manufacturing expenses	33,000		239,308	
(ii) Travelling & Conveyance	148,283		552,159	
(iii) Vehicle running expenses	221,957		260,257	
(iv) Other miscellaneous expenses	1,493,307	1,896,547	4,811,637	5,863,362

ASHIRWAD STEELS & INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENTS

24. Related Party Disclosure

The Company has entered into transactions with related parties with details as follows:

Sl. No.	Name of the related party	Relationship	Nature of transaction	Amount (Rs.) (Lacs)	Balance Rs.(Lacs) as on 31.3.15
1.	Chandil Industries (P) Ltd.	Associated Company	Sale of iron ore, iron ore pellet & dolomite.as the Company's own sponge Iron Plant is lying closed for a long time.	21.83	Nil

25. Lease:

The Company has leased its RLHG/LPG Bottling Plant in the WBIIDC land located at ULUBERIA, Howrah, (W. Bengal) along with all existing building, structures and equipment, storage bullets, piping etc. situated on the same land and the plant and equipment and other immovable assets with effect from 21.3.2000. The Lease Period has been renewed for a period of 3 years from 01.04.2013 to 31.03.2016. The requirement of disclosure under AS 19 in respect of Lease is not applicable as it came into effect in respect of asset leased during accounting periods commencing on or after 01.04.2001 only.

26. Earning Per Share :

		2014-15	2013-14
(i)	Profit /(Loss) after tax (Rupees)	(12,94,012)	37,22,874
(ii)	Weighted Average No. of Equity Shares of Rs.10 each Face Value	1,25,00,000	1,25,00,000
(iii)	Face value per Equity Share(Rupees)	Rs.10/-	Rs.10/-
(iv)	Earnings/(Loss) Per Share (Rs.)	(0.10)	0.30

ASHIRWAD STEELS & INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENTS

27. Deferred Tax Liability/ (Asset): Income Tax :

	Deferred tax Liability as at 01.04.14 (Rs.)	Current year Debit/(Credit) (Rs.)	Deferred tax Liability as at 31.03.15 (Rs.)
Due to difference in Book and tax depreciation Rates.	2,24,82,461	(11,60,047)	2,13,22,414

In accordance with the requirement of Accounting Standard (AS) 22 on "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, the deferred tax asset of Rs.11,60,047/- for the year has been recognized in the Profit & Loss Account for the year.

28. During the year, in terms of accounting standard AS-28 issued by the Institute of Chartered Accountants of India on 'Impairment of Assets', the company has determined that there was impairment loss in respect of its assets amounting to Rs. 1,85,037/- which has been charged in the Profit & Loss Account.

29. Contingent Liabilities:

a) Bank Guarantees issued by the HDFC Bank in favour of Third Parties as follows:

- i) Bank Guarantee No.014GT01133450003 dated 11.12.2013 for Rs.46,00,000/- issued in favour of Central Coal Fields Ltd. against which the company has pledged/ created lien on it fixed deposits with the HDFC Bank Ltd.
- ii) Bank Guarantee No.GTEE/304557 dated 29.04.2014 for Rs.56,16,000/- issued in favour of The Singareni Collieries Co, Ltd. against which the company has pledged/ created lien on it fixed deposits with the HDFC Bank Ltd.
- iii) Bank Guarantee No.GTEE/304734 dated 16.05.2014 for Rs.25,92,000/- issued in favour of The Singareni Collieries Co, Ltd. against which the company has pledged/ created lien on it fixed deposits with the HDFC Bank Ltd.

b) Claims not acknowledged by company are as under:-

		2014-15 (Rs.)	2013-14 (Rs.)
(1)	VAT on Coal Purchase (net of payment)	15,08,910	15,08,910
(2)	Income Tax (Pending before Appellate authorities & Hon'ble ITAT in respect of which the company is in appeal.)	11,92,821	11,92,821
(3)	CENVAT on capital goods (net of payment)	12,14,662	12,14,662

ASHIRWAD STEELS & INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENTS

- c) Compensation of Rs. 1,15,48,530/- for Company's alleged non-lifting of coal wrongly and illegally claimed by M/S Central Coalfield Ltd., Ranchi and the Company has refused and refuted such illegal and baseless claims and the entire matter is pending with the Hon'ble High Court at Ranchi for adjudication.

30. The balances of debtors and creditors are subject to confirmation by the parties.
31. Estimated amount of contracts remaining to be executed on Capital Accounts and not provided for (net of advance payment) Rs. Nil (Previous year Rs. Nil)
32. Deposits include National Savings Certificates and Post Office Savings Deposit pledged with:
(i) Commercial Tax Authorities Rs.10,000/- (Previous year Rs.10,000/-)
(ii) Mining Licensing Authorities Rs.105,000/- (Previous year Rs.105,000/-)
33. There is decline other than temporary, in the value of one long term investment in Equity share, therefore the resultant reduction of Rs. 3,41,600/- in the carrying amount is charged to the profit & loss account as per AS-13.
34. The company has in the earlier years invested in unquoted Equity and non-cumulative redeemable Preference Shares of a company under the same management as stated below:

Name of the Company	No. of Shares held	Invested amount (Rs in Lacs)
Chandil Industries Pvt.Ltd.	3,70,000 (Equity)	43.40
Chandil Industries Pvt.Ltd.	4,00,000 (Preference)	400.00

35. No interest has been paid/or is payable by the Company during the year to the "Suppliers" covered under the micro Small and Medium Enterprises Development Act, 2006. To the extent information available with the company, none of the suppliers were covered under the provisions of Micro Small and Medium Enterprises Development Act, 2006.
36. Effective March, 2011; M/s. Central Coalfields Ltd., Ranchi, had increased the price of 'B' Grade coal by whopping approx. 130% overnight in one stroke resulting in the aforesaid coal becoming absolutely unviable and uneconomical for the production of Sponge Iron at Company's Sponge Iron Plant located at Jamshedpur. Accordingly, the Company had made several requests and representations, verbally and in writing to them with a request to supply Grade 'C' coal or lower grade of coal whose price increase was

ASHIRWAD STEELS & INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENTS

only 30% but Central Coalfields Ltd. most arbitrarily and illegally refused such valid requests of the company. Being highly aggrieved by this most illegal, unjustified, arbitrary and discriminatory act ; the Company had taken legal action against Central Coalfields Ltd. (CCL) in the Hon'ble High Court at Ranchi and that matter is under hearing and adjudication. As the Company suffered heavy losses for non-supply of coal by CCL, despite having provided them with Bank Guarantees of Rs.46,00,000/- and Coal advance amount of Rs.1,14,30,107/-; it got entitled for compensation from Central Coalfields Ltd. as per Clause No . 4.5 to 4.8 of FSA dated 29.04.2008 entered with them and also based on law of equity and justice and it accordingly raised on CCL a Compensation Bill of Rs. 99.45,450/- for accounting year 2011-12 and Rs. 99,45,450/- for accounting year 2012-13 along with an Interest amount of Rs. 6,86,644/- receivable on the said compensation amount and an Interest Bill of Rs. 45,33,763/- on Company's purchase advance amount of Rs. 1,14,30,107/- lying with them. Upon refusal by Central Coalfields Ltd. to pay the aforesaid compensation and interest amounts; the Company has filed legal suits against the Central Coalfields Ltd. at Hon'ble High Court at Ranchi and the said suits are pending for hearing and adjudication. Since the matter is subjudice; the Company will account for the aforesaid compensation and interest amount being legitimately receivable from Central Coalfields Ltd. on actual receipt basis after the final verdict is announced by the Hon'ble High Court at Ranchi and/or higher courts. The company has claimed further interest on the above accounts for the subsequent years and the total of such cumulative amounts stand at Rs.2,05,89,480/- as on 31.3.2015 and the same shall be accounted for on receipt basis.

37. In accordance with Accounting Standard 19 on 'Leases' as notified under the Companies (Accounting Standards) Rules 2006 the following disclosures in respect of operating leases are made.

The Company has taken factory land premises at Adityapur from Adityapur Industrial Area Development Authority under operating lease on 11.03.99 for a period of 90 years.

Rent includes gross annual rental expenses of Rs.20,000/- (previous year Rs.20,000/-). The committed lease rentals in the future are :

	<u>As At 31.03.15</u>	<u>As At 31.03.14</u>
Not later than one year	Rs.20,000	Rs.20,000
Later than one year and not later than five years	Rs.80,000	Rs.80,000
Later than five years	Rs.14,00,000	Rs.14,20,000

ASHIRWAD STEELS & INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENTS

	Year ended March 31, 2015	Year ended March 31, 2014
38 Additional Information pursuant to the provisions of Part II to Schedule III of the Companies Act, 2013 to the extent applicable		
(i) Disclosures for manufactured goods & traded goods.		
<u>(a) Cost of materials consumed :</u>		
	<u>Amount(Rs.)</u>	<u>Amount(Rs.)</u>
Iron Ore	17,204,182	61,388,943
Iron Ore Pellet	399,400	7,062,150
Coal	12,850,702	59,649,157
Dolomite	213,515	683,272
	<u>30,667,799</u>	<u>128,783,522</u>
	<u>Sales Value</u>	<u>Closing Inventory</u>
<u>(b) Manufactured goods :</u>	Rs	Rs
Sponge Iron	43,327,464	-
	(149,452,414)	13,452,960
		(12,887,878)
<u>(c) Work in Progress :</u>		
Sponge Iron WIP		-
		326,099
		(326,099)
	<u>Purchase</u>	<u>Sales</u>
	Rs	Rs
<u>(d) Traded goods :</u>		
(i) Coal	-	1,523,520
	(5,003,297)	(9,210,989)
(ii) Iron Ore & Pellet	-	2,056,682
	(Nil)	(Nil)
(iii) Lime Stone	-	126,676
	(Nil)	(Nil)
Note : Figures in brackets represent previous year figures.		
(ii) Value of imports calculated on CIF basis during the financial year in respect of :-		
i) Raw Materials		NIL
ii) Components and Spare Parts		NIL
iii) Capital goods		NIL
(iii) Expenditure in foreign currencies :		
Travel Expenses		NIL
		161,012
(iv) Raw material consumption includes only consumption of indigenous raw materials		
(v) There was no amount remitted during the year in foreign currencies on account of dividend.		
(vi) Earnings in foreign exchange :		
i) Export of goods calculated on F.O.B. basis		NIL
ii) Royalty, knowhow, professional and consultation fees		NIL
iii) Interest and dividend		NIL
iv) Other income		NIL

ASHIRWAD STEELS & INDUSTRIES LIMITED
NOTES ON FINANCIAL STATEMENTS

- 39) Depreciation on Fixed Assets in the current year calculated and based on the method as prescribed in Schedule II of the Companies Act, 2013 is Rs.67,45,638/-. However if depreciation was calculated based on earlier method prescribed in Schedule XIV of the previous Company's Act, 1956 the amount of depreciation chargeable to Profit & Loss Account would have been Rs. 1,11,38,919. Therefore the difference arising due to the change in the method of depreciation is Rs. 43,93,281 and to that extent loss for the financial year under review is understated.
- 40) During the financial year ended 31.3.15, the company has provided unsecured inter corporate loans to M/s Consortium Capital Pvt. Ltd. & Limtex (India) Ltd. for their Working Capital needs but such loans have not exceeded the limits prescribed u/s 186 of the Companies Act, 2013. Beside these; the company has not provided loans to any other person or made any investments or given any kind of guarantee to or on behalf of any person.
- 41) The revised schedule III to the Companies Act, 2013 has become effective for preparation of financial statements. This has significantly impacted the disclosure and presentation made in the financial statements. Accordingly, the figures for the previous year have been re-classified, wherever necessary to conform with the current year's classification.

PURANMAL AGARWAL : **Chairman**

DALBIR CHHIBBAR : **Managing Director**

SHIBANI SANKAR MISHRA : **Chief Financial Officer**

MANISHA CHOPRA : **Company Secretary**

Place: Kolkata

Dated: 29th May 2015

ANNEXURE to Ashirwad Steels and Industries Ltd.'s Board of Director's Report for the financial year ended 31.03.2015

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2015

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

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2015

To,
The Members,
Ashirwad Steels & Industries Ltd

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Ashirwad Steels & Industries Ltd (hereinafter called "the company"). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon. Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31.03.2015 has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Ashirwad Steels & Industries Ltd ("the Company") for the financial year ended on 31.03.2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

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

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (v) The Payment of Wages Act, 1936
- (vi) The Minimum Wages Act, 1948
- (vii) The Payment of Gratuity Act, 1972
- (viii) The Child Labour (Prohibition & Regulations) Act, 1986
- (ix) The Environment [Protection] Act, 1986, Read with the Environment(Protection) Rules, 1986]
- (x) The Water (Prevention & Control of Pollution) Act, 1974
[Read with Water (Prevention & Control of Pollution) Rules, 1975]

- (xi) The Air (Prevention & Control of Pollution) Act, 1981.
(Read with the Air (Prevention & Control of Pollution) Rules, 1982)

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. (Though SS-1 and SS-2 are applicable with effect from 01/07/2015).
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited; During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

In respect of other laws specifically applicable to the Company, I have relied in information/records produced by the Company during the course of my audit and the reporting is limited to that extent.

I further report that

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

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

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

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

I further report that during the audit period there were no instances of:

- I) Public/Right/Preferential issue of shares/debentures/sweat equity
- ii) Redemption/buy back of securities
- iii) Merger/amalgamation/reconstruction, etc
- iv) Foreign technical collaborations

Entering into any event/s, having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

Place : Kolkata
Date : 29.05.2015

Signature
J. Patnaik & Associates
Company Secretary in Practice
FCS No.: 5045
C P No. : 3102

ANNEXURE to the Ashirwad Steels and Industries Ltd.'s Board of Director's Report for the financial year ended 31.03.2015
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2015

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L51909WB1986PLC040201
2.	Registration Date	19.02.1986
3.	Name of the Company	ASHIRWAD STEELS & INDUSTRIES LIMITED
4.	Category/Sub-category of the Company	MANUFACTURING COMPANY
5.	Address of the Registered office & contact details	6, Waterloo Street, 5 th Floor, Room No. 506, Kolkata-700 069, West Bengal, India.
6.	Whether listed company	LISTED
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NICHE TECHNOLOGIES PRIVATE LIMITED D-511, Bagree Market, 5 th Floor, 71, B.R.B.B. Road, Kolkata-700 001, West Bengal, India.

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	SPONGE IRON	27120	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (All the business activities contributing 10% or more of the total turnover of the Company shall be stated):

Not Applicable

IV. SHARE HOLDING PATTERN (Equity Share Capital Break-up as percentage of Total Equity)
 Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2014]				No. of Shares held at the end of the year[As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter s									
(1) Indian									
a) Individual/ HUF	272675	184000	456675	3.653	272675	184000	456675	3.653	0.00
b) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

d) Bodies Corp.	4647716	442900	5090616	40.725	5245914	442900	5688814	45.511	4.786
e) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Any other	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total shareholding of Promoter (A)	4920391	626900	5547291	44.378	5518589	626900	6145489	49.164	4.786
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	NIL	8700	8700	0.07	NIL	8700	8700	0.07	0.00
b) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Insurance Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
g) FIs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
h) Foreign Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Others (specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (B)(1):-	NIL	8700	8700	0.07	NIL	8700	8700	0.07	NIL
2. Non-Institutions									
a) Bodies Corp.	4439073	517100	4956173	39.649	3821871	517100	4338971	34.712	4.937
i) Indian	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
ii) Overseas	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	586386	256438	842824	6.743	569142	253538	822680	6.581	1.162
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	686226	302500	988726	7.910	726434	302700	1029134	8.233	0.323
c) Others (specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Non Resident Indians/ Overseas Corporate Bodies/ Foreign Nationals	50644	100500	151144	1.209	50644	100500	151144	1.209	0.00
Clearing Members	5142	NIL	5142	0.041	3882	Nil	3882	0.031	0.01
Trusts	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Foreign Bodies - D R	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (B)(2):-	5767471	1176538	6944009	55.552	5171973	1173838	6345811	50.766	4.786
Total Public Shareholding (B)=(B)(1)+ (B)(2)	5767471	1185238	6952709	55.622	5171973	1182538	6354511	50.836	4.786
C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Grand Total (A+B+C)	10687862	1812138	12500000	100	10690562	1809438	12500000	100	

B) Shareholding of Promoters-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	ADHUNIK GASES LTD.	30000	0.24	0.00	30000	0.24	0.00	0.00
2	CHHIBBAR BUSINESS AND FISCALS PRIVATE LIMITED	2158345	17.267	0.00	2267633	18.141	0.00	0.874
3	DOYANG WOOD PRODUCTS LIMITED	442566	3.541	0.00	931476	7.452	0.00	3.9111
4	HOWRAH GASES LTD	17000	0.136	0.00	17000	0.136	0.00	0.00
5	JAGRAN VYAPAAR PVT. LTD.	60000	0.48	0.00	60000	0.48	0.00	0.00
6	K C TEXOFINE (P) LTD	157500	1.26	0.00	157500	1.26	0.00	0.00
7	LARIGO INVESTMENT (PRIVATE) LIMITED	32405	0.259	0.00	32405	0.259	0.00	0.00
8	MEGHDOOT VYAPAAR PRIVATE LIMITED	1350000	10.8	0.00	1350000	10.8	0.00	0.00
9	MSP PROPERTIES (INDIA) LIMITED	170000	1.36	0.00	170000	1.36	0.00	0.00
10	PUNARVASU VYAPAAR PRIVATE LIMITED	141900	1.135	0.00	141900	1.135	0.00	0.00
11	RAMA ALLOYS PVT. LTD.	50000	0.4	0.00	50000	0.4	0.00	0.00
12	SWAGAT TREXIM PVT. LTD.	55000	0.44	0.00	55000	0.44	0.00	0.00
13	YOKOGAWA COMMOTRADE PVT. LTD.	425900	3.407	0.00	425900	3.407	0.00	0.00
14.	ANIKA BURMAN	5000	0.04	0.00	5000	0.04	0.00	0.00
15.	ANITA RANA	10000	0.08	0.00	10000	0.08	0.00	0.00
16.	BINOD KUMAR AGARWAL	5000	0.04	0.00	5000	0.04	0.00	0.00
17.	DALBIR CHHIBBAR	108725	0.87	0.00	108725	0.87	0.00	0.00
18.	DILBAG RAI CHHIBBAR	2000	0.016	0.00	2000	0.016	0.00	0.00
19.	GITA DEVI AGARWAL	7000	0.056	0.00	7000	0.056	0.00	0.00
20.	KARANBIR CHHIBBAR	4500	0.036	0.00	4500	0.036	0.00	0.00
21.	KISTURI DEVI AGARWAL	3500	0.028	0.00	3500	0.028	0.00	0.00
22.	MADAN MOHAN CHHIBBAR	2500	0.02	0.00	2500	0.02	0.00	0.00
23.	MADHU CHHIBBAR	10000	0.08	0.00	10000	0.08	0.00	0.00
24.	MALA CHHIBBAR	7500	0.06	0.00	7500	0.06	0.00	0.00
25.	MANISH AGARWAL	20000	0.16	0.00	20000	0.16	0.00	0.00
26.	NITU MITTAL	23500	0.188	0.00	23500	0.188	0.00	0.00
27.	PARAMJIT CHHIBBAR	15600	0.125	0.00	15600	0.125	0.00	0.00
28.	PREMA AGARWAL	10000	0.08	0.00	10000	0.08	0.00	0.00
29.	PURANMAL AGRAWAL	3250	0.026	0.00	3250	0.026	0.00	0.00
30.	PURANMAL AGRAWAL	1500	0.012	0.00	1500	0.012	0.00	0.00
31.	RAMANAND AGARWAL	11500	0.092	0.00	11500	0.092	0.00	0.00
32.	RAMANAND AGARWAL (HUF)	5000	0.04	0.00	5000	0.04	0.00	0.00
33.	SAKET AGRAWAL	20000	0.16	0.00	20000	0.16	0.00	0.00
34.	SUBHASH CHANDRA RANA	10400	0.083	0.00	10400	0.083	0.00	0.00

35.	SULOCHNA DEVI AGARWAL	5000	0.04	0.00	5000	0.04	0.00	0.00
36.	SUMAN CHHIBBAR	50000	0.4	0.00	50000	0.4	0.00	0.00
37.	SURESH KUMAR AGRAWAL	1500	0.012	0.00	1500	0.012	0.00	0.00
38.	SURESH KUMAR AGRAWAL	2500	0.02	0.00	2500	0.02	0.00	0.00
39.	SUSHMA CHHIBBAR	53000	0.424	0.00	53000	0.424	0.00	0.00
40.	USHA AGARWAL	5100	0.041	0.00	5100	0.041	0.00	0.00
41.	VISHESH CHHIBBAR	50100	0.401	0.00	50100	0.401	0.00	0.00
42.	YUDHBIR CHHIBBAR	3000	0.024	0.00	3000	0.024	0.00	0.00

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

SN:1	CHHIBBAR BUSINESS & FISCALS PVT. LTD.	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	2158345	17.267	2158345	17.267
	Date wise Increase / Decrease in Promoters at Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	Bought at different dates for Investment.		Bought at different dates for Investment.	
	At the end of the year	2267633	18.141	2267633	18.141

SN:2	DOYANG WOOD PRODUCTS LTD.	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	442566	3.541	442566	3.541
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	Bought at different dates for Investment.		Bought at different dates for Investment.	
	At the end of the year	931476	7.452	931476	7.452

D) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN:1	PRISM IMPEX PRIVATE LIMITED	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	500,000	4.00	500,000	4.00
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
	At the end of the year	500,000	4.00	500,000	4.00

SN:2	PADMAWATI CREDIT CAPITAL PVT LTD	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	467,091	3.74	467,091	3.74
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
	At the end of the year	467,091	3.74	467,091	3.74

SN:3	PROCTOR PRATHISTHAN AND TRADING PVT LTD	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	462,500	3.70	462,500	3.70
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
	At the end of the year	462,500	3.70	462,500	3.70

SN:4	ACCURATE AGENCY PVT LTD	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	425,000	3.40	425,000	3.40
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
	At the end of the year	425,000	3.40	425,000	3.40

SN:5	JIWANJYOTI TRADELINKS PRIVATE LIMITED	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	350,000	2.80	350,000	2.80
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
	At the end of the year	350,000	2.80	350,000	2.80

SN:6	MRIDANG COMMERCE PVT LTD	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	222,607	1.78	222,607	1.78
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
	At the end of the year	222,607	1.78	222,607	1.78

SN:7	VISTA FOOD PRODUCTS PVT LTD	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	185,774	1.49	185,774	1.49
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
	At the end of the year	185,774	1.49	185,774	1.49

SN:8	PRATIGYA COMMOTRADE PVT LTD	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	182,500	1.46	182,500	1.46
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
	At the end of the year	182,500	1.46	182,500	1.46

SN:9	KASTURI HOME PVT. LTD.	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	175,000	1.40	175,000	1.40
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
	At the end of the year	175,000	1.40	175,000	1.40

SN:10	VARIETY COMMODITIES PVT. LTD.	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	168,600	1.35	168,600	1.35
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
	At the end of the year	168,600	1.35	168,600	1.35

E) Shareholding of Directors and Key Managerial Personnel:

SN :1	DALBIR CHHIBBAR(MANAGING DIRECTOR)	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	108725	0.87	108725	0.87
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
	At the end of the year	108725	0.87	108725	0.87

SN :2	SUSHMA CHHIBBAR(DIRECTOR)	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	53,000	0.04	53,000	0.04
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
	At the end of the year	53,000	0.04	53,000	0.04

SN :3	PURANMAL AGRAWAL(DIRECTOR)	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	3,250	0.00	3,250	0.00
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
	At the end of the year	3,250	0.00	3,250	0.00

SN :4	SURESH KUMAR AGRWAL (DIRECTOR)	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	2,500	0.00	2,500	0.00
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
	At the end of the year	2,500	0.00	2,500	0.00

SN :5	YUDHBIR CHHIBBAR (DIRECTOR)	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	3,000	0.00	3,000	0.00
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
	At the end of the year	3,000	0.00	3,000	0.00

SN:6	PRAVIN KUMAR CHHABRA(INDEPENDENT DIRECTOR)	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	400	0.00	400	0.00
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
	At the end of the year	400	0.00	400	0.00

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

VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

B. Remuneration to other directors:

SN.	Particulars of Remuneration	Name of Directors			Total Amount
		Mr. Lalit Kishore Choudhury	Mr. Pravin Kumar Chhabra	Mr. Tapas Datta	
1	Independent Directors:				
	Fee for attending board committee meetings	15,000.00	21,000.00	18,000.00	54,000.00
	Commission	0.00	0.00	0.00	0.00
	Others, please specify	Nil	Nil	Nil	Nil
	Total (1)	15,000.00	21,000.00	18,000.00	54,000.00
2	Other Non-Executive Directors:	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil
	Total (B)=(1+2)	15,000.00	21,000.00	18,000.00	54,000.00
	Total Managerial Remuneration	15,000.00	21,000.00	18,000.00	54,000.00
	Overall Ceiling as per the Act	Within the ceiling	Within the ceiling	Within the ceiling	Within the ceiling

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	--	2,16,000.00	2,40,000.00	4,56,000.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--	--
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--	--	--
2	Others, please specify	Nil	Nil	Nil	Nil
	Total	--	2,16,000.00	2,40,000.00	4,56,000.00

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

For and on behalf of Board

Dalbir Chhibbar
Managing Director

Puranmal Agrawal
Chairman

ANNEXURE to the Ashirwad Steels and Industries Ltd.'s Board of Director's Report for the financial year ended 31.03.2015

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 transactions under third proviso thereto.

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

- (a) Name(s) of the related party and nature of relationship: None
- (b) Nature of contracts/arrangements/transactions: None
- (c) Duration of the contracts / arrangements/transactions: None
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: None
- (e) Justification for entering into such contracts or arrangements or transactions: None
- (f) date(s) of approval by the Board: None
- (g) Amount paid as advances, if any: None
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: None

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

- (a) Name(s) of the related party and nature of relationship: CHANDIL INDUSTRIES PRIVATE LIMITED, An Associate Company
- (b) Nature of contracts/arrangements/transactions: Sale of Raw Materials
- (c) Duration of the contracts / arrangements/transactions: From 20.01.2015 to 30.03.2015
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: None
- (e) Date(s) of approval by the Board, if any: None
- (f) Amount paid as advances, if any: Nil

For and on behalf of Board

Dalbir Chhibbar
Managing Director

Puranmal Agarwal
Chairman

Attendance Slip

[To be presented at the entrance duly signed]

29th Annual General Meeting of Ashirwad Steels & Industries Ltd. to be held on Monday, the 21st September, 2015 at 10.30 a.m. at 6, Waterloo Street, 5th Floor, Suite No.506, Kolkata-700 069.

Folio No.....DP Id No. Client ID

Name of the Member..... Signature.....

Name of Proxy Holder..... Signature

1. Only Member/Proxyholder can attend the Meeting.
2. Member/Proxyholder should bring his/her copy of the Annual Report for reference at the Meeting.

Note: For electronic voting particulars, please refer to the separate advice slip annexed to this annual report and also to the instruction no. 9 printed under the Notes of the Notice of the 29th Annual General Meeting. The e-voting period starts from Friday, September 18, 2015 at 9:00 a.m. and ends on Sunday, September 20, 2015 at 05:00 p.m. (both days inclusive). The e-voting portal shall be disabled by CDSL for e-voting thereafter.

ASHIRWAD STEELS & INDUSTRIES LTD.

**Proxy Form
[MGT-11]**

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

Name of the Member (s) :
Registered Address :
Email Id :
Folio No./Client Id No. :

I/We, members of Ashirwad Steels & Industries Limited holding equity shares of Rs. 10/- each hereby appoint:

1. Name: _____ Email Id: _____
Registered Address: _____
Signature: _____
or failing him

2. Name: _____ Email Id: _____
Registered Address: _____
Signature: _____
Or failing him

3. Name: _____ Email Id: _____
Registered Address: _____
Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 29th Annual General Meeting of the Company to be held on Monday, the 21st September, 2015 at 10:30 a.m. at 6, Waterloo Street, 5th Floor, Suite No.-506, Kolkata-700069 and at any adjournment thereof in respect of Resolutions as are indicated below:

As Ordinary Business:

1. Adoption of Financial Statements for the year ended 31st March, 2015 together with the Directors' Report and Auditors' Report.
2. Re-appointment of Mr. Suresh Kumar Agarwal & Mrs. Sushma Chhibbar as Directors who retire by rotation.
3. Appointment of Auditors and fixing their remuneration.

Signed this.....Day of 2015

Signature of the Shareholder.

Signature of Proxyholder(s)



Notes:

1. This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at 6, Waterloo Street, 5th Floor, Suite No.506, Kolkata-700069, not less than 48 hours before the commencement of the meeting.
2. Those Members who have multiple folios with different joint-holders may use copies of this Attendance Slip/Proxy.

If undelivered return to:

**Ashirwad Steels & Industries Ltd.
6, Waterloo Street
5th Floor, Room No.506
Kolkata-700 069**