KANISHK STEEL INDUSTRIES LIMITED



28th Annual Report 2017-18



KANISHK STEEL INDUSTRIES LIMITED

CIN:L27109TN1995PLC067863

BOARD OF DIRECTORS

(as on 31st March 2018)

Mr. Kanishk Gupta	Chairman & Managing Director
Mr. Vishal Keyal	Whole-time Director & Chief Financial Officer
Dr. Pravin Kumar Aggarwal	Director
Mr.P. Ramesh	Director
Ms. R. Maheswari	Director

COMPANY SECRETARY Mr.R. Balaji Ravigopal

REGISTERED OFFICE & FACTORY

B27(M) SIPCOT Industrial Complex
Gummidipoondi
Thiruvallur District
Tamilnadu - 601 201

ADMINISTRATIVE OFFICE

Old No. : 4, New No. : 7
Thiru-Vi-Ka 3rd Street
Royapettah High Road,
Mylapore
Chennai - 600 004
Website : www.kanishksteels.in

STATUTORY AUDITORS

M/s. Puja Rathi & Associates
Chartered Accountants
Chennai

COST AUDITORS

M/s. Vivekanandan & Unni Associates
Cost Accountants
Chennai

BANKERS

State Bank of India
Industrial Financial Branch
No.2,Harrington Road,
Chetpet,
Chennai - 600 031

Corporation Bank
G.T. Branch
Chennai - 600 001

SHARE TRANSFER AGENT

Cameo Corporate Services Limited
No. 1, Club House Road
Chennai - 600 002

CONTENTS

	PAGE
NOTICE	3
DIRECTORS' REPORT	21
AUDITORS' REPORT	60
BALANCE SHEET	69
STATEMENT OF PROFIT & LOSS	71
CASH FLOW STATEMENT	74
NOTES	76



NOTICE

NOTICE is hereby given that the **TWENTY-EIGHTH ANNUAL GENERAL MEETING** of Kanishk Steel Industries Limited ("the Company") will be held on Saturday, 29th September 2018 at 3.00 p.m. at the registered office situated at B27, (M) SIPCOT Industrial Complex, Gummidipoondi, Thiruvallur District, Tamilnadu- 601201 to transact the following businesses:

ORDINARY BUSINESS:

1. Adoption of financial statements

To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2018 and the reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

2. Ratification of appointment Mr.P.Ramesh as Independent Director.

To consider and, if thought fit, pass the following resolution as an ordinary resolution:

"**RESOLVED** that, pursuant to the provisions of sections 149 of the Companies Act, 2013 and the Rules made thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. R.Ramesh (DIN: 07849785), who was appointed as an additional director in terms of section 161 of the Companies Act,2013, being eligible, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term from 15.03.2018 to 30.09.2022.

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

3. Approval of change in designation of Mr.Vishal Keyal from whole-time director to Chairman and Managing Director.

To consider and, if thought fit, pass the following resolution as Special Resolution:

"RESOLVED that, pursuant to Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the provisions of Articles of Association of the Company, approval of members is hereby accorded to change in designation of Mr. Vishal Keyal from Whole-time Director to Chairman and Managing Director of the company and Mr.Vishal Keyal is to hold his office for a period of five consecutive years commencing from 1st June 2018 to 31st May 2023 at a maximum remuneration of Rs.150,000/- (Rupees One Lakh Fifty Thousand only)

per month on such terms and conditions approved by the Nomination and Remuneration Committee and the Board as are provided in the Explanatory Statement annexed hereof;

RESOLVED FURTHER that, in the event of the Company having no profits or inadequate profits, in any financial year, Mr.Vishal Keyal will be entitled to payment of minimum remuneration of Rs. 100,000/- per month.

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

4. Approval of appointment of Mr.Ashok Bohra as whole-time director.

To consider and, if thought fit, to pass the following resolution as Special Resolution:

"RESOLVED that, pursuant to Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the provisions of Articles of Association of the Company, approval of members is hereby accorded to appointment of Mr. Ashok Bohra as Whole-time Director of the company and Mr. Ashok Bohra is to hold his office for a period of five consecutive years commencing from 1st June 2018 to 31st May 2023 at a maximum remuneration of Rs.150,000/- (Rupees One Lakh Fifty Thousand only) per month on such terms and conditions approved by the Nomination and Remuneration Committee and the Board as are provided in the Explanatory Statement annexed hereof;

RESOLVED FURTHER that, in the event of the Company having no profits or inadequate profits, in any financial year, Mr.Ashok Bohra will be entitled to payment of minimum remuneration of Rs. 100,000/- per month.

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

5. Approval of remuneration to Cost Auditor

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

"RESOLVED that, pursuant to section 148 and other applicable provisions of the Companies Act,2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of Rs.70,000/- (Rupees Seventy Thousand only) payable to M/s. VIVEKANANDAN & UNNI



ASSOCIATES, Cost Accountants [Firm Registration No: 00085] to audit the cost records of the Company for the financial year 2018-19 is hereby approved."

6. Determination of fees for delivery of any document through a particular mode ofdelivery to a member

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

"**RESOLVED** that, pursuant to Section 20 pursuant to section 148 and other applicable provisions of the Companies Act,2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), upon receipt of a request from a member for delivery of any document through a particular mode an amount of Rs.100/- (Rupees One hundred only) per each such document, over and above reimbursement of actual expenses incurred by the Company, be levied for delivery of the document(s) as desired by such member;

RESOLVED FURTHER that, the estimated fees for delivery of the document(s) shall be paid at least one week in advance to the Company, before dispatch of such document(s);

RESOLVED FURTHER that, for the purpose of giving effect to this resolution, the Board of Directors and the Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things as he/she may in his/her absolute discretion deem necessary, proper, desirable or expedient and to settle any question, difficulty, or doubt that may arise in respect of the matter aforesaid, including determination of the estimated fees for delivery of the document to be paid in advance."

(By Order of the Board)
For Kanishk Steel Industries Limited,

Date: 30-05-2018
Place: Chennai

KANISHK GUPTA,
Chairman and Managing Director.

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

Item No:2

Mr.R. Ramesh was co-opted on the Board as an additional Independent director and being eligible, seeks appointment at the Annual General Meeting.

The Company has also received a Notice from a member under Section 160 of the Act, 2013, proposing the candidature of Mr.Ramesh for the office of Director of the Company.

The Board of Directors recommends for consent of members by ordinary resolution as set out in item no.2.

Mr.R. Ramesh is not related to any other Director and Key Managerial Personnel of the Company.

Except Mr.R. Ramesh, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution as set out at item no.2.

Item No:3

The Board of directors at their Meeting held on 30th May 2018, approved appointment by changing the designation of Mr.Vishal Keyal from Whole-time Director to Chairman and Managing Director, subject to approval of members at general meeting. The terms of appointment of Mr.Vishal Keyal as recommended by the Nomination and Remuneration Committee, and accepted by the Board and Mr.Vishal Keyal are as follows:

(i) Tenure : Five years (From 1st June 2018 to 31st May 2023);

(ii) Remuneration:

Salary: Rs. 150,000/- per month (maximum) (inclusive of all perquisites and allowances as may be applicable).

(iii) Reimbursement of expenses:

Expenses incurred for travelling, boarding and lodging during business trips shall be reimbursed at actuals and not considered as perquisites.

(iv) Minimum Remuneration:

In the event of the Company having no profits or inadequate profits, in any financial year, the payment of salary, perquisites and other allowances shall be restricted to Rs. 100,000/- per month.

(v) General:

(a) The Chairman and Managing Director shall perform duties in accordance with the Articles of Association of the Company and the powers delegated by the Board of Directors of the Company.



(b) The Chairman and Managing Director shall devote attention to the Management of the Company and carry out such other duties as may be entrusted upon from time to time.

(c) The provisions of Code of Conduct of the Company shall be deemed to have been incorporated into the Letter by reference and the Managing Director shall abide by the provisions of the Code of Conduct of the Company in spirit and in letter and commit to assure its implementation.

The Company has also received a notice from Mr. Vishal Keyal along with the deposit of requisite amount under Section 160 of the Act, 2013, proposing his candidature for the office of Chairman and Managing Director of the Company.

The Memorandum and Articles of Association, relevant resolutions passed by the Nomination cum Remuneration Committee and the Board and letter of appointment setting out the terms of appointment of Chairman and Managing Director under Section 190(1)(b) are available for inspection by members at the Registered Office of the company on any working day.

The Board of Directors recommends for consent of members by way of special resolution as set out in item no:3.

Mr. Vishal Keyal is not related to any other Director and Key Managerial Personnel of the Company. None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in this resolution set out at item no.3.

Item No:4

The Board of directors at their Meeting held on 30th May 2018, appointed Mr.Ashok Bohra as Whole-time Director of the Company, subject to approval of members at general meeting. The terms of appointment of Mr.Ashok Bohra as recommended by the Nomination and Remuneration Committee, and accepted by the Board and Mr.Ashok Bohra are as follows:

(i) Tenure : Five years (From 1st June 2018 to 31st May 2023);

(ii) Remuneration:

Salary: Rs. 150,000/- per month (maximum) (inclusive of all perquisites and allowances as may be applicable).

(iii) Reimbursement of expenses:

Expenses incurred for travelling, boarding and lodging during business trips shall be reimbursed at actuals and not considered as perquisites.

(iv) Minimum Remuneration:

In the event of the Company having no profits or inadequate profits, in any financial year, the payment of salary, perquisites and other allowances shall be restricted to Rs. 100,000/- per month.

(v) General:

(a) Whole-time Director shall perform duties in accordance with the Articles of Association of the Company and the powers delegated by the Board of Directors of the Company.

(b) Whole-time Director shall devote attention to the Management of the Company and carry out such other duties as may be entrusted upon from time to time.

(c) The provisions of Code of Conduct of the Company shall be deemed to have been incorporated into the Letter by reference and the Whole-time Director shall abide by the provisions of the Code of Conduct of the Company in spirit and in letter and commit to assure its implementation.

The Company has also received a notice from Mr. Ashok Bohra along with the deposit of requisite amount under Section 160 of the Act, 2013, proposing his candidature for the office of Whole-time Director of the Company.

The Memorandum and Articles of Association, relevant resolutions passed by the Nomination cum Remuneration Committee and the Board and letter of appointment setting out the terms of appointment of Whole-time Director under Section 190(1)(b) are available for inspection by members at the Registered Office of the company on any working day.

The Board of Directors recommends for consent of members by way of special resolution as set out in item no:4.

Mr. Ashok Bohra is not related to any other Director and Key Managerial Personnel of the Company. None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in this resolution set out at item no.4.

Item No:5

The company is engaged in the business of steel manufacturing. The cost records maintained under section 148 of the Companies Act 2013, is subjected to an Audit.

As recommended by the Audit Committee, the Board of Directors have re-appointed M/s. VIVEKANANDAN & UNNI ASSOCIATES, Cost Accountants [Firm Registration No: 00085] and fixed remuneration of Rs.70,000/- (Rupees Seventy Thousand only) payable to the Cost Auditors for audit of cost records of the Company for the financial year 2018-19, subject to ratification by members at general meeting in accordance with Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014. . It is now placed for the approval of members. The Board recommends for passing of Resolution as set out at item no.5.

No Director or Key Managerial Personnel of the Company or their relatives of them are concerned or interested financially or otherwise, in this resolution.



Item No. 6

As per the provisions of Section 20 of the Companies Act, 2013 a document may be served on any member by sending it to him by Post or by Registered post or by Speed post or by Courier or by delivering at his office address or by such electronic or other mode as may be prescribed. It further provides that a member can request for delivery of any document to him through a particular mode for which he shall pay such fees as may be determined by the Company in its General Meeting.

Therefore, to enable the members to avail this facility, it is necessary for the Company to determine the fees to be charged for delivery of a document in a particular mode, as mentioned in the resolution. Directors recommend for approval of members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.6.

Statement containing required information as per Part II of Section II of Schedule V to the Companies Act, 2013:

(1)	Nature of Industry	:	Iron & Steel
(2)	Date of commencement of Commercial production	:	Not applicable, since the Company has already been in operation
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	:	Not applicable
(4)	Financial performance based on given Indicators	:	As per the Financials of the Company
(5)	Foreign Investments or collaborators, if any	:	There are no foreign investments or collaborators.

<table>
<tr><td>General Information</td><td></td><td colspan="2"></td></tr>
<tr><td>Information about the appointee</td><td>:</td><td>Mr.Vishal Keyal</td><td>Mr.Ashok Bohra</td></tr>
<tr><td>(1) Background details</td><td>:</td><td>Mr. Vishal Keyal is a graduate in Physics and having good experience in Steel and Power sectors. He is working as Whole-time Director since 2010. He is the Chief Financial Officer (CFO) since 2015 also. His duties and responsibilities are wide and varied in the organisations. He is considered one of the key role players in the management and operations of the Company. His contribution in the areas of Banking, Finance & Accounts are insignificant. The Company continues to benefit from his association, experience and rich performance.

Mr.Vishal Keyal is not related to any director, KMP, or promoters of the Company.</td><td>Mr. Ashok Bohra is an engineering graduate and having good experience in Steel Industry. He is working as General Manager-operations. He also, acted as Whole-time Director of the Company during the period of 2000- 09. He is considered one of the key role players in the operations of the Company. The Company continues to benefit from his association, experience and rich performance.

Mr.Ashok Bohra is not related to any director, KMP, or promoters of the Company.</td></tr>
<tr><td>(2) Past remuneration</td><td>:</td><td><table><tr><td>Particulars</td><td>2017-18</td><td>2016-17</td><td>2015-16</td></tr><tr><td>Salary</td><td>Rs.9,00,000</td><td>Rs.8,35,850</td><td>Rs.9,00,000</td></tr><tr><td>Perquisites</td><td>-</td><td>-</td><td>-</td></tr><tr><td>Total</td><td>Rs.9,00,000</td><td>Rs.8,35,850</td><td>Rs.9,00,000</td></tr></table></td><td>Not Applicable</td></tr>
<tr><td>(3) Recognition or awards</td><td>:</td><td>NIL</td><td>NIL</td></tr>
</table>



(4) Job profile and suitability	:	Mr. Vishal Keyal, as the Chairman and Managing Director of the Company shall devote his whole time attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company	Mr.Ashok Bohra is working as General Manager-operations. He also, acted as Whole-time Director of the Company during the period of 2000- 09. He is considered one of the key role players in the operations of the Company. The Company continues to benefit from his association, experience and rich performance.
(5) Remuneration proposed	:	Rs. 1,50,000/- (maximum)	Rs. 1,50,000/- (maximum)
(6) Comparative remuneration profile withrespect to Industry, size of the company, profile of the position and person	:	Considering the responsibility shouldered by him of the enhanced business activities of the Company, proposed remuneration is commensurate with Industry standards and Board level positions held in similar sized and similarly positioned businesses.	Considering the responsibility shouldered by him of the enhanced business activities of the Company, proposed remuneration is commensurate with Industry standards and Board level positions held in similar sized and similarly positioned businesses.
(7) Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel if any.	:	No pecuniary relationship with the Company except drawing remuneration drawn as Director.	No pecuniary relationship with the Company except drawing remuneration drawn as General Manager -Operations.

Other information			
(1) Reasons of loss or inadequate profits	:	Not applicable	Not applicable
(2) Steps taken or proposed to be taken for improvement	:	Not applicable	Not applicable
(3) Expected increase in productivity and profit in measurable terms	:	Not applicable	Not applicable
Disclosures	:	Remuneration details have been disclosed in the Corporate Governance Report attached to Board's Report as required	Not Applicable

Statement containing required information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS- 2) regarding Director seeking appointment / re-appointment
Mr.R. Ramesh

Age	:	58 years
Qualifications & Experience	:	Mr.R. Ramesh is a qualified Cost Accountant and is having around 17 years of Industrial experience. He is acting as Management/Financial Consultant for various corporates. He has his expertise in Accounting and Financial Audit, Tax Audit. He has a deep knowledge and skills such as Analytical, Research and performance appraising. He started his carrier as an Accountant of Desco Lab (1984-86) and then, worked as an Accounts officer of Gum India Ltd (1986-1989); an Accounts Manager at Amaravathi Chemicals Limited (1990-1993); and the Group Financial Controller of Unicard Marketing Private Limited and its group companies (1994 -2002). He is now associated with M/s.Babuperam and Associate, Chartered Accountants and M/s.V.Chandrasekaran and Associates, Chartered Accountants as Associate consultant. Mr.Ramesh is not related to any director, KMP, or promoters of the Company.



Terms and Conditions of appointment or reappointment	:	Mr.Ramesh will hold office of Independent Director for a term commencing from 15.03.2018 to 30.09.2022, not liable to retire by rotation.
Last Drawn Remuneration	:	N.A.
Date of first appointment on the Board	:	N.A.
No. of Shares held	:	NIL
Relationship with Directors, Managers & KMP	:	Not related to any director and KMP
Number of Board Meetings attended during FY	:	N.A.
Other Directorship	:	NIL
Chairman/Member of the Committees of the Boards of other Companies	:	NIL

Mr.Vishal Keyal

Age	:	44 years
Qualifications & Experience	:	Mr. Vishal Keyal is a graduate in Physics and having good experience in Steel and Power sectors. He is working as Whole-time Director since 2010. He is the Chief Financial Officer (CFO) since 2015 also. His duties and responsibilities are wide and varied in the organizations. He is considered one of the key role players in the management and operations of the Company. His contribution in the areas of Banking, Finance & Accounts are insignificant. The Company continues to benefit from his association, experience and rich performance. Mr.Vishal Keyal is not related to any director, KMP, or promoters of the Company.

Terms and Conditions of appointment or reappointment		**(i) Tenure :** Five years (From 1st June 2018 to 31st May 2023); **(ii) Remuneration:** Salary: Rs. 150,000/- per month (maximum) (inclusive of all perquisites and allowances as may be applicable)**.** **(iii) Reimbursement of expenses:** Expenses incurred for travelling, boarding and lodging during business trips shall be reimbursed at actuals and not considered as perquisites. **(iv) Minimum Remuneration:** In the event of the Company having no profits or inadequate profits, in any financial year, the payment of salary, perquisites and other allowances shall be restricted to Rs. 100,000/- per month. **(v) General:** (a) The Chairman and Managing Director shall perform duties in accordance with the Articles of Association of the Company and the powers delegated by the Board of Directors of the Company. (b) The Chairman and Managing Director shall devote attention to the Management of the Company and carry out such other duties as may be entrusted upon from time to time. (c) The provisions of Code of Conduct of the Company shall be deemed to have been incorporated into the Letter by reference and the Managing Director shall abide by the provisions of the Code of Conduct of the Company in spirit and in letter and commit to assure its implementation.
Last Drawn Remuneration	:	Rs. 8,35,850/-
Date of first appointment on the Board	:	29.05.2010



No. of Shares held	:	NIL
Relationship with Directors, Managers & KMP	:	Not related to any director and KMP
Number of Board Meetings attended during FY	:	Details are provided in Corporate Governance Report
Other Directorship	:	• KANISHK METAL RECYCLING PRIVATE LIMITED • GITA ENERGY GENERATION PRIVATE LIMITED • YUNAAY LOGIGO PRIVATE LIMITED • DHANVARSHA ENTERPRISES & INVESTMENTSPRIVATE LIMITED • TAMILNADU ENTERPRISES & INVESTMENTSPRIVATE LIMITED • INDIAN CORPORATE BUSINESS CENTRE LIMITED
Chairman/Member of the Committees of the Boards of other Companies	:	One

Mr. Ashok Bohra

Age	:	53 years
Qualifications & Experience	:	Mr. Ashok Bohra is an engineering graduate and having good experience in Steel Industry. He is working as General Manager-operations. He also, acted as Whole-time Director of the Company during the period of 2000- 09. He is considered one of the key role players in the operations of the Company. The Company continues to benefit from his association, experience and rich performance. Mr.Ashok Bohra is not related to any director, KMP, or promoters of the Company.

Terms and Conditions of appointment or reappointment	:	**(i) Tenure :** Five years (From 1st June 2018 to 31st May 2023); **(ii) Remuneration:** Salary: Rs. 150,000/- per month (maximum) (inclusive of all perquisites and allowances as may be applicable)**.** **(iii) Reimbursement of expenses:** Expenses incurred for travelling, boarding and lodging during business trips shall be reimbursed at actuals and not considered as perquisites. **(iv) Minimum Remuneration:** In the event of the Company having no profits or inadequate profits, in any financial year, the payment of salary, perquisites and other allowances shall be restricted to Rs. 100,000/- per month. **(v) General:** (a) Whole-time Director shall perform duties in accordance with the Articles of Association of the Company and the powers delegated by the Board of Directors of the Company. (b) Whole-time Director shall devote attention to the Management of the Company and carry out such other duties as may be entrusted upon from time to time. (c) The provisions of Code of Conduct of the Company shall be deemed to have been incorporated into the Letter by reference and the Whole-time Director shall abide by the provisions of the Code of Conduct of the Company in spirit and in letter and commit to assure its implementation.
Last Drawn Remuneration	:	N.A.
Date of first appointment on the Board	:	N.A.
No. of Shares held	:	NIL



Relationship with Directors, Managers & KMP	:	Not related to any director and KMP
Number of Board Meetings attended during FY	:	N.A.
Other Directorship	:	N.A.
Chairman/Member of the Committees of the Boards of other Companies		N.A.

Notes:

1. The statement of material facts concerning the items of special business to be transacted at this AGM is annexed in terms of section 102 of the Companies Act,2013.
2. A member entitled to attend and vote at this AGM is entitled to appoint a proxy to attend and vote in the meeting instead of him/ her and the proxy need not be a member of the company.
3. Pursuant to section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than 50 (fifty) members and holding in aggregate not more than 10% (ten per cent) of the total share capital of the Company.
4. Corporate members intending to send their representatives to attend their meeting are requested to send a certified true copy of the Board resolution to the company, authorizing their representative to attend and vote on their behalf at the meeting.
5. The instrument appointing the proxy, duly completed, must be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting. The proxy form for the AGM is enclosed.
6. Members desirous of getting any information in respect of accounts of the company are requested to send their queries in writing to the Company's Registered Office at least seven days before the date of the meeting so that the required information can be made available at the meeting.
7. Members/Proxies attending the meeting are requested to bring their copy of the Annual Report for reference at the meeting and also the attendance slip duly filled infor easy identification of attendance at the meeting.
8. The Register of Members of the Company and Share Transfer Books will remain closed from 23rd September 2018 to 29th September 2018 (both days inclusive).
9. The Notice of the AGM along with the 28th Annual Report for the financial year ended 2017-18 is being sent by electronic mode to those Members whose e-mail addresses

are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the 28th Annual Report for the financial year ended 2017-18 will also be available on the Company's website viz. www.kanishksteels.in

10 The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in the Corporate Governance" to allow paperless compliances by the corporate sector. MCA, by its Circular dated 21st April 2011, has now made permissible the service of documents through electronic mode to shareholders. To support the Green Initiative of the Government, it is proposed to send, henceforth, all Notices, Annual Report and other communications through e-mail. For the above purpose, we request you to send an e-mail confirmation to our designated ID company.secretary@kanishksteels.in mentioning your name, DP / Customer ID or Folio number and your e-mail ID for communication.

On this confirmation, we would, henceforth, send all Notices, Annual Report and other communications through e-mail. Copies of the said documents would be available in the Company's website, www.kanishksteels.infor your access at no cost for the benefit of all stakeholders concerned. We request you to support the Green Initiative of the Government by opting for electronic mode of receiving our corporate communications.

11. The route map showing directions to reach the venue of the AGM is annexed.

12. In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, as amended from time to time, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below. Resolution(s) passed by Members through e-voting is/are deemed to have been passed as if they have been passed at the AGM.

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

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.

The Board of Directors has appointed Mr.M.K.Madhavan, Proprietor, M/s.M.K.Madhavan & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.

13.PROCEDURE FOR E-VOTING

The Company has entered into an arrangement with National Securities Depository Limited (NSDL) for facilitating e-voting for AGM. The instructions for e-voting are as under:

A. **In case a member receives an email from NSDL [for members whose email ids are registered with the Company/depository Participants(s)]:**



i. Open the PDF File viz; "KSIL e-voting.pdf" attached to the e-mail, using your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password provided in the PDF is an initial password.

Launch internet browser by typing the following URL: https://www.evoting.nsdl.com

Click on Shareholder – Login Insert user ID and password as initial password/PIN noted in step (i) above. Click Login.

Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Please make a note of the new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

ii. Select "EVEN" of "Kanishk Steel Industries Limited".

iii. Now you are ready for remote e-voting as Cast Vote page opens.

iv. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

v. upon confirmation, the message "Vote cast successfully" will be displayed.

vi. Once you have voted on the resolution, you will not be allowed to modify your vote.

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

B. **In case a member receives physical copy of the notice of AGM for members whose email ids are not registered with the Company/depository Participants(s) or requesting physical copy] :**

i. Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

EVEN [E-Voting Event Number]	USER ID	Password

ii. Please follow all steps from Sl. No. (i) to Sl. No. (xi) Above, to cast vote.

C. **Other Instructions**

i. The e-voting period commences on 24th September 2018 (10.00 a.m. IST) and ends on 28th September 2018 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on 22nd September 2018 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.

ii. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting, as well as voting at the Meeting through electronic voting system or poll paper.

iii. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in . However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing user ID and password for casting vote. If you forget your password, you can reset your password by using “Forgot user Details / Password” option available on www.evoting.nsdl. com.

iv. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the Meeting, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same and declare the result of the voting forthwith.

v. The result declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.kanishksteels.in and on the website of NSDL www.evoting.nsdl.comafter the results are declared by the chairman or a person authorised by him in writing and the same shall be communicated to the Stock Exchange.

vi. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800 222-990.



DIRECTORS' REPORT

Dear Members,

Your directors have pleasure in presenting the 28th Annual Report together with the financial statements for the year ended 31st March 2018.

FINANCIAL SUMMARY:

The financial highlights for the year under review are as follows:

(Amount in Rs.)

Particulars	Year Ended 31.03.2018	Year Ended 31.03.2017
Sales - Gross	**2,373,819,561**	2,519,747,504
Profit after Interest & Depreciation	**26,712,923**	14,867,227
Provision for Tax	**10,919,423**	10,084,886
Profit after Tax	**15,793,500**	4,782,341
Add: Taxation Adjustments of Previous Years	-	-
Add: Balance of Profit brought from previous year	**4,782,341**	47,303,603
Profit available for Appropriation	**20,575,841**	52,085,944
APPROPRIATIONS		
Equity Dividend Proposed (Final)	-	-
Dividend Distribution Tax (Final)	-	-
Transfer to General Reserve	**5,159,523**	5,278,115
Balance Carried Forward	**154,16,318**	46,807,829

Company's performance:

Your Company is engaged in manufacture and supply of Iron & Steel products. The financial year 2017-18 remained challenging for the Company in achieving production and sales volume. The company's branded steel products which are most vibrant, relevant and preferred by most customers for quality at competitive prices and effective management helped the company to perform well even at the challenging market conditions.

During the year, the turnover was Rs. 2,373,819,561/- as against Rs. 2,519,747,504/- for the previous year. The profit before tax of was Rs. 26,712,923/- as against Rs. 14,867,227/- for the previous year.

Dividend:

The Board of Directors has not recommended any dividend for the financial year. (Previous year: NIL).

Consolidated Financial Results:

The Company has no subsidiary, assosiate, and joint venture Companies and therefore, preparation and presentation of Consolidated Financial Statements does not arise for the year ended 31st March 2018.

NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE THE SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR

The Company has no Subsidiaries, Joint Ventures or Associate Companies. During the year no companies have become or ceased to be the Subsidiaries, Joint Ventures or Associate Companies of the Company.

Reserves:

Your Company has not transferred profit to the General Reserve for the financial year ended 31st March 2018.

Management Discussion & Analysis:

A detailed analysis of performance of the Industry and the Company is provided in the Management Discussion and Analysis Report as **Annexure I**, which forms an integral part of this report.

Directors' Responsibility Statement:

In accordance with Section 134(5) of the Companies Act, 2013, your Board of Directors confirms that:

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

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

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis; and

(e) 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; and

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

Meetings of the Board:

Five Board Meetings were held during the financial year and the details of which are available in Report on Corporate Governance as **Annexure IIB**, which forms an integral part of this Report



Directors and KMP:

Dr.K. Selvakumar, Independent Director retired with the conclusion of the 27th AGM held on 30th September 2017. The Board places on record its appreciation of services rendered by him.

Mr.K.S. Venkatagiri, Independent Director expired on 30th January 2018. The Board while condoling the death of Mr. K.S. Venkatagiri, records appriciation of services rendered by him.

Mr.P. Ramesh has been appointed as additional Independent Director with effect from 15th March 2018.

Declaration by Independent Directors:

All the Independent Directors have given the declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 read with the Rules made thereunder and Regulation 16(1)(b) of SEBI(LODR) Regulations, 2015.

Corporate Governance:

Pursuant to the provisions of Regulation 34 read with point C & E of Schedule V of SEBI (LODR) Regulations, 2015, a separate Report on Corporate Governance for the financial year ended 31st March 2018 along with the Auditor's Certificate on Compliance is enclosed as **Annexure II A** and is forming part of this Report

Audit Committee:

The Board of Directors has an audit committee and the composition, powers, role and terms of reference of the Audit Committee are in accordance with the requirements mandated under Section 177 of the Companies Act, 2013 read with the Rules made thereunder and Regulation 18 and 21 read with Part C of Schedule II of SEBI (LODR) Regulations, 2015.

The details of Audit Committee along with the details of the Meetings held during the financial year are given in the Corporate Governance Report that forms part of this Report.

Particulars of employees and related disclosures:

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Sub rules(1) to (3) of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement is enclosed in **Annexure III.**

Auditors and Auditors' Report:

M/s. Puja Rathi & Associates, Chartered Accountants, was appointed as auditors at the 28th Annual General Meeting held on 30th September 2018 for a period of five years.

There are no qualifications, reservation or adverse remark or disclaimer made by the auditors in their report and thus the explanations or comments by the Board does not arise.

Cost auditor:

The Board appointed M/s. Vivekanandan & Unni Associates, Cost Accountants, as Cost Auditors for the financial year 2018-19 to carry out the cost audit of Company's records and fixed a remuneration of Rs.70,000/-, subject to members' approval.

Particulars of loans, guarantees or investments by the company:

The particulars of Investments, Loans and Guarantees covered under the provisions of Section 186 of the Companies Act, 2013 read with the rules made thereunder are given in the Notes to the Financial Statements.

Related Party Transactions:

The Company has formulated a Policy on dealing with Related Party Transactions. The Policy is disclosed on the website of the Company.

All transactions entered into with Related Parties as defined under the Companies Act, 2013 and Regulation 23 of the SEBI (LODR) Regulations, 2015 during the financial year were in the ordinary course of business and on an arms' length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. However, pursuant to the provisions of Regulation 23 (2) of the SEBI (LODR) Regulations, 2015, prior approval of the Audit Committee and Risk Management Committee was sought for entering into the Related Party Transactions.

During the financial year, the Company had not entered into any contract / arrangement / transactions with Related Parties which could be considered as material in terms of Regulation 23 of the SEBI (LODR) Regulations, 2015. In accordance with Accounting Standard 18, the Related Party Transactions are disclosed in the notes to the Financial Statements.

Particulars of contracts or arrangements with related parties:

There were no materially significant transactions with Related Parties during the financial year 2017-18 which were in conflict with the interest of the Company. Suitable disclosures as required under AS-18 have been made in the Notes to the financial statements.

The Corporate Governance Report contains relevant details on the nature of Related Party Transactions (RPTs) and the policy formulated by the Board on Material RPTs. Particulars of Contracts or Arrangements with Related Parties referred to in Section 188(1) of the Companies Act, 2013 is furnished in accordance with Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC - 2 as **Annexure IV.**

Conservation of Energy, Technology absorption and Foreign Exchange Earnings & Outgo:

Details of energy conservation, technology absorption, foreign exchange earnings and outgo in accordance with the provisions of Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are given as **Annexure V** forming part of this Report.

Code of conduct:

The Board has formulated a Code of Conduct for Directors and Senior Management Personnel of the Company. A Declaration affirming on the compliance of Code of Conduct is provided in **Annexure VI.**

Adequacy of Internal Financial Controls:

The company has formulated as Internal controls policy. In the opinion of Board, It is adequate to mitigate risks and provided reasonable assurance that operations/transactions are efficient and assets are Safeguarded.



Material Changes and Commitments:

There were no material changes and commitments affecting the financial position of the Company between the end of financial year i.e., 31st March, 2018 and the date of the Report i.e., 30th May 2018.

Annual return:

The details forming part of the extract of the Annual Return in form MGT-9 is enclosed and marked as **Annexure VII.**

Remuneration policy:

The Remuneration policy of the Company comprising appointment and remuneration of the Directors, Key Managerial Personnel and Senior Executives of the Company including criteria for determining qualifications, positive attributes, independence of a Director and other related matters has been provided in the Corporate Governance Report.

Secretarial Audit:

Pursuant to the provisions of Section 204 of the Companies Act,2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s.S.Dhanapal Associates, a firm of Company Secretaries, Chennai to undertake the Secretarial Audit of the Company for the Financial Year 2017-18.

There are no qualifications, reservation or adverse remark or disclaimer made by the auditors in their report and thus the explanations or comments by the Board does not arise

The Secretarial Audit Report is given as **Annexure VIII** forming part of this Report.

Vigil Mechanism/Whistle Blower Policy:

The company has established a vigil mechanism for directors and employees to report genuine concerns pursuant to section 177 of the Companies Act,2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules 2014 and SEBI(LODR) Regulations, 2015.

Deposits:

Your Company has neither accepted nor renewed any deposits from public within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 during the year.

Significant and material orders impacting the company:

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

Board evaluation:

The Board carried out an annual performance evaluation of its own performance, the individual Directors as well as the working of the Committees of the Board. The performance evaluation of the Independent Directors were carried out by the entire Board. The performance evaluation

of the Chairman and the Non-Independent Directors were carried out by Independent Directors. Details of the same are given in the Report on Corporate Governance annexed hereto.

Corporate Social Responsibility (CSR):

The company is not covered under section 135 of the Companies Act,2013 and formulation of CSR policy and constitution of a CSR committee did not arise.

Anti- Sexual Harassment Policy:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. No complaints were received during the financial year 2017-18.

CEO/CFO certification:

Mr. Kanishk Gupta, Chairman and Managing Director & CEO and Mr.Ashok Bohra, Chief Financial Officer given their certification to the Board in terms of under the SEBI (LODR) Regulations, 2015.

Acknowledgement:

Your directors place on record a great appreciation of the fine efforts of all Executives and Employees of the Company which was instrumental to achieve profitability and stability of the Company for the financial year. Your directors also express their sincere thanks to various Departments of Central Government, Government of Tamilnadu, TANGEDCO, State Bank of India, Corporation Bank, the Customers, Shareholders and all other stakeholders for continuing support and encouragement during the financial year and expect the same in future also.

For and on behalf of the Board of Directors,

Date: 30th May 2018
Place: Chennai

KANISHK GUPTA
Chairman & Managing Director.



Annexure I

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Steel occupies a prominent place in Indian manufacturing sectors. Indian Steel Industry has been riding high on the resurgent economy and rising demand for steel.

The Government of India has released the National Steel Policy (NSP), 2017.

Key Features are as follows:

- •Create self-sufficiency in steel production by providing policy support & guidance to private manufacturers, MSME steel producers, CPSEs
- •Encourage adequate capacity additions
- •Development of globally competitive steel manufacturing capabilities
- •Cost-efficient production
- •Domestic availability of iron ore, coking coal & natural gas
- •Facilitating foreign investment
- •Asset acquisitions of raw materials &
- •Enhancing the domestic steel demand

The policy projects crude steel capacity of 300 million tonnes (MT), production of 255 MT and a robust finished steel per capita consumption of around 160 Kgs by 2030 - 31.

The policy also envisages to domestically meet the entire demand of high grade automotive steel, electrical steel, special steels and alloys for strategic applications and increase domestic availability of washed coking coal so as to reduce import dependence on coking coal from about 85% to around 65% by 2030-31.

The Government of India is also providing preference to domestically manufactured iron & steel products in Government procurement.

MILESTONES & LANDMARKS:

In FY 2016-17, India became net exporter of steel, with 8.2 million tonnes of exports, registering a 102 % growth over steel exports in previous fiscal.

In FY 2016-17, imports were reduced by 37% at 7.42 million tonnes as a result of Government of India initiatives.

Indian Steel sector has been growing at steady Compound Annual Grwoth Rate (CAGR) of about 7% over the past three years with improvement in the overall capacity utilization even with enhanced capacity.

In 2015, India became 3rd largest producer of crude steel in the world as against its 4th position in 2014. India left behind USA to attain this position.

In new General Financial Rules (GFR) guidelines 2017, the concept of Life Cycle Cost has been included, which is likely to increase steel consumption.(Source: Ministry of Steel)

Imposition of MIP and anti-dumping duties in a phased manner, resulted in curbing unabated exports and unfair trade practices like predatory pricing by other countries.

Kanishk Steel is the largest steel manufacturer in south India since 1989 having of its Furnace Unit and Rolling Mill to produce various front-line Rolled Steel products. The products of the Company under the brand of "KANISHK STEELS" continue to deserve for Quality, Price and Delivery in the Indian Steel Market. The company continued its own focused improvements in the quality of products during the year and be moving ahead with the right market strategy. The opportunities and threats available for the company are briefly provided below:

The factors like fluctuating volatile raw materials prices, regional demand & supply imbalances, and INR Value against global currencies have impacted significantly the Indian steel industry. The high cost and short supply of power in India may hamper the steel industry's production level. Cheap import of steels products from neighboring countries may result in the lowering prices and making the market highly competitive. This may be improved in future.

Steel Demand of steel is expected to rise in future with economic and Industrial growth. Growing infrastructure like roads and highways, railways, aviation, shipping, energy, power or oil & gas will boost the demand for specialized steel and the Company's growth seems better in the future with economic and Industrial growth.



Annexure II. A

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of KANISHK STEEL INDUSTRIES LIMITED

We have examined the compliance of conditions of Corporate Governance by Kanishk Steel Industries Limited for the year ended on 31st March 2018, as stipulated in SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementations thereof, adopted by the Company for ensuring compliance withthe conditions of corporate governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the company has complied with the conditions of Corporate Governance as stipulated in SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015.

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

For **M/s. Puja Rathi & Associates**
CHARTERED ACCOUNTANTS
FRN 014457S

Puja Rathi, FCA
Proprietor
(Membership No: 061246)

Place: Chennai
Date: 30th May 2018

Annexure II. B

REPORT ON CORPORATE GOVERNANCE

(For the Financial Year 2017-18)

1. Company's philosophy on code of Governance:

Corporate Governance at Kanishk Steels is based on the principles of equity, fairness, transparency, spirit of law and honest communication. We always believe that the good Corporate Governance through accountability, integrity and professionalism is the way to enhance the value of Shareholders and all other stakeholders which include Suppliers, Customers, Creditors, Bankers, Society and Employees of the Company. We follow the guidelines mandated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and adopt the principles to suit the changing times and needs of the business, society and the nation.

2. I. Board of Directors

A. Board Composition:

The Board has been constituted in conformity with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board of the company has an optimum of executive and non-executive directors, including one women director as under:

Name of Director	Executive /Non-Executive Director	Promoter / Independent
Mr. Kanishk Gupta	Chairman and Managing Director; Executive Director	Promoter Director Non-independent
Mr. Vishal Keyal	Whole-time Director; Executive Director	Non-independent
Mr.K.S. Venkatagiri*	Non-Executive Director	Independent Director
Dr. Pravin Kumar Aggarwal	Non-Executive Director	Independent Director
Dr.K. Selvakumar**	Non-Executive Director	Independent Director
Mrs.R. Maheswari	Non-Executive Director	Independent Director
Mr.P. Ramesh***	Non-Executive Director	Independent Director

*Upto 30th January 2018 (death)
**Upto 30th September 2017 (retirement)
***From 15th March 2018 (appointment)

The Board has a regular executive chairman who is also a promoter of the company and independent directors more than half of the Board. No Director is related to any other Director on the Board in terms of the definition of "relative" as defined in Section 2(77) of the Companies Act, 2013.

The Managing Director is not liable to retire by rotation. All the other non-independent directors retire by rotation and in general, seek re-appointment at the AGM.

Brief resume of Director seeking reappointment is given in the Notice of the AGM.

All the Independent Directors have given the declarations pursuant to Section 149(7) of the Act affirming that they meet the criteria of independence as provided in sub section (6). No independent director of the Company serves in more than 7 listed companies as Independent Director and holds office of whole-time director in any listed company.



Letter of Appointments together with the terms thereto were issued to Independent directors and have been posted on the Company website.

As required by the Companies Act, 2013 and SEBI (ListingObligation&Disclosure Requirements) Regulations, 2015, none of the directors hold directorship in more than 20 public companies, nor membership of board committees (audit/remuneration/investors grievance committees) in excess of 10 and chairmanship of afore-mentioned committees in excess of 5

Name of the Directors	Number of directorships, Committee Memberships and Committee Chairmanship held in other Companies #		
	Directorships	Memberships	Chairmanships
Mr. Kanishk Gupta	-	-	-
Mr. Vishal Keyal	1	1	-
Mr.K.S. Venkatagiri	-	-	-
Dr. Pravin Kumar Aggarwal	-	-	-
Dr.K. Selvakumar	-	-	-
Mrs.R. Maheswari	1	-	-
Mr.P. Ramesh	1	-	-

#only in public companies

B. Board Meetings:

During the year 2017-18, the Board met five times i.e., on held on 29.05.2017, 01.09.2017, 14.09.2017, 12.12.2017 and 14.02.2018 within a time gap of 120 days between two meetings. No Board meeting was conducted through video conferencing or other audio visual means.

The Annual General Meeting (AGM) was held on 30.09.2017. The attendance records of all Directors are as under:

Name of the Directors	Board Meetings		Last AGM Attendance
	Held	Attended	
Mr. Kanishk Gupta	5	5	Present
Mr. Vishal Keyal	5	5	Present
Mr.K.S. Venkatagiri	5	4	Present
Dr. Pravin Kumar Aggarwal	5	5	Present
Dr.K. Selvakumar	5	1	Not Present
Mrs.R. Maheswari	5	5	Present

II. COMMITTEES OF THE BOARD

The Board has constituted various committees and the details of which are given below:

A. Audit Committee:

The Audit Committee has been constituted in conformity with the Companies Act, 2013 and SEBI (ListingObligation & Disclosure Requirements) Regulations, 2015, with not less than two-third of Independent directors.

Audit committee meetings were held on 29.05.2017, 01.09.2017, 14.09.2017, 12.12.2017 and 14.02.2018 during the financial year 2017-18 and attendance of members is provided hereunder:

Name of the members	Independent/Non Independent	Position	Audit Committee Meetings	
			Held	Attended
Mr. K. S. Venkatagiri	Independent Director	Chairman	5	4
Dr. Pravin Kumar Aggarwal	Independent Director	Member	5	5
Dr. K. Selvakumar*	Independent Director	Member	5	3
Mr. Vishal Keyal	Non Independent Director	Member	5	5

*upto 30.09.2017

B. Nomination cum Remuneration Committee:

The Company has a Nomination cum Remuneration Committee of the Board in conformity with the Act and SEBI (ListingObligation & Disclosure Requirements) Regulations, 2015. All member directors of the committee are independent directors. The committee meeting was held on 01.09.2017 during the financial year 2016-17 and attendance of members is provided hereunder:

Name of the members	Independent / Non Independent	Position	Remuneration Committee Meetings	
			Held	Attended
Mr.K.S. Venkatagiri *	Independent Director	Chairman	1	1
Dr. Pravin Kumar Aggarwal	Independent Director	Member	1	1
Dr.K. Selvakumar**	Independent Director	Member	1	1
Mrs.R. Maheswari***	Independent Director	Member	1	1
Mr.P. Ramesh****	Independent Director	Member	N.A.	N.A.

*upto 30.01.2018

**upto 30.09.2017

***from 12.12.2017

****from 15.03.2018

Remuneration Policy:

The company has a remuneration policy in view of retaining suitable employees with remuneration commensurate with size of the company, nature the business and nature of duties and responsibilities of the employee. The Board of the company may fix remuneration to Directors and KMP on the recommendation of the Nomination and Remuneration committee.

During the year 2017-18, the remuneration paid to executive directors is as follows:



Director	Remuneration In Rs.	Perks In Rs.	Total In Rs.
Mr. Vishal Keyal	9,00,000	Nil	9,00,000
Mr. Kanishk Gupta	12,00,000	Nil	12,00,000

The Company has not paid any remuneration to the non-Executive Directors except sitting fees as under:

Name of the Directors	Sitting Fees paid			
	Board Meeting Rs.	Audit Committee Rs.	Remuneration Committee Rs.	Total Sitting Fees Rs.
Mr. K.S.Venkatagiri	12,000	4,000	1,000	17,000
Dr. Pravin Kumar Aggarwal	15,000	5,000	1,000	21,000
Dr.K.Selvakumar	3,000	1,000	1,000	5,000
Ms.R.Maheswari	15,000	-	-	15,000
Total	45,000	10,000	3,000	58,000

C. Stakeholders Relationship Committee

The Board has a Stakeholders Relationship Committee. The Committee comprises of three member directors one of whom is non-executive director as chairman. The committee meetings were held on 12.05.2017, 14.09.2017, 12.12.2017 and 29.03.2018 during the financial year 2017-18 and attendance of members is provided hereunder:

Director	Executive/ Non Executive	Position	Committee Meetings	
			Held	Attended
Dr. Pravin Kumar Aggarwal	Non-Executive Director	Chairman	4	4
Mr. Kanishk Gupta	Executive Director	Member	4	4
Mr. Vishal Keyal	Executive Director	Member	4	4

Name and designation of compliance officer:

Mr. Balaji Ravigopal, Company Secretary & compliance officer

No. of shareholders complaints received	Number of complaints not solved to the satisfaction of shareholders	Number of complaints pending as on 31.03.2018
Nil	Nil	Nil

3. Details of Annual General Meetings:

I. The details of about last three Annual General Meetings are given below:

Year	Date	Time	Venue
2014-15	30.09.2015	3.00 P.M	B27(M), SIPCOT Industrial Complex, Gumidipoondi, Thiruvallur District, Tamil Nadu – 601 201
2015-16	30.09.2016	3.00 P.M	B27(M), SIPCOT Industrial Complex, Gumidipoondi, Thiruvallur District, Tamil Nadu – 601 201
2016-17	30.09.2017	3.00 P.M	B27(M), SIPCOT Industrial Complex, Gumidipoondi, Thiruvallur District, Tamil Nadu – 601 201

II. Details of Special resolutions passed

Year	Special resolutions
2014-15	• Re-appointment of Mr. Vishal Keyal as whole-time Director • Appointment of Ms.R.Maheswari as an Independent Director • Remuneration to Cost Auditor
2015-16	• NIL
2016-17	• Appoinment by change of designation of Mr. Kanishk Gupta from Director to Chairman and Managing Director • Remuneration to Cost Auditor

4. POSTAL BALLOT:

During the Year, No special resolution was passed through Postal Ballot.

5. MEANS OF COMMUNICATION

The Quarterly/Half-Yearly/Annual financial results of the Company are published in "Trinity Mirror" - the English Daily and "Makkal Kural" - Tamil Newspaper. The Quarterly/Half-Yearly/Annual financial results and the shareholding pattern are properly reported with Stock Exchange and are available in the Website stock Exchange and the Company's website, www.kanishksteels.in.

Notice of General Meeting including Attendance slip, proxy form and polling paper are sent to all the shareholders by Registered Post or Speed post or Courier or through e-mail System. Annual Report is sent by Book post or email system or both at the desire of shareholders.

Further to the compliance of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, all the basic information about the Company is made available in the company's Website at all times at no cost for the benefit of all stakeholders concerned



6. GENERAL SHAREHOLDER INFORMATION:

Dates of Book closure	:	23rd September 2018 to 29th September 2018 (both days inclusive).
Date, time and venue of Annual General Meeting	:	29th September 2018 at 3.00 p.m. at B-27(M), SIPCOT Industrial Complex, Gummidipoondi, Tamilnadu – 601201
Financial Calendar	:	Financial Reporting for the quarter ending 30th June 2018-Latest by 13th of Aug 2018 30th Sept 2018-Latest by 14th of Nov 2018 31st Dec 2018-Latest by 14th of Feb 2019 31st Mar 2019 - Latest by 30th May 2019
Dividend Payment	:	N.A.
Listing on Stock Exchanges	:	Bombay Stock Exchange Limited
Depository Participant	:	National Securities Depository Limited Central Depository Services Limited
Scrip Code	:	513456
ISIN Number	:	INE 791E01018
Listing on Stock Exchange (overseas)	:	Nil
Plant Location	:	
Rolling & Furnace Mills	:	B-27 (M) , B-27 (N) SIPCOT Industrial Complex Gummudipoondi, Thiruvallur District, Tamilnadu- 601201.

Stock market price data

High/Low of monthly Market Price of the Company's Equity Shares traded on the Bombay Stock Exchange; Mumbai during the financial year 2017-18 is furnished below:

Month	Open Price	High Price	Low Price	Close Price	Volume of traded Shares
Apr-17	6.94	12.12	6.2	12.12	160,453
May-17	12.36	12.84	9.96	9.96	76,696
Jun-17	9.77	9.77	6.95	7	106,551
Jul-17	7.3	8	6.78	8	14,337

Aug-17	7.6	7.7	6.89	7.27	12,253
Sep-17	7.27	7.76	5.76	6.62	21,607
Oct-17	6.63	8.38	6	8.38	32,716
Nov-17	8.79	10.64	8.03	9.01	84,176
Dec-17	8.7	11.32	8.39	10.6	41,780
Jan-18	10.6	13.5	10.55	13.25	1,068,765
Feb-18	13	15.49	11.97	15.48	1,052,978
Mar-18	15.5	15.5	9.5	10.35	71,514

Share transfer system

Share transfers are registered and returned to the transferees within the statutory time limit from the Date of receipt, if the documents are in order in all respects. The share transfer committee has met 4 times during the year. No. of shares received for transfer up to 31.03.2018 is nil shares and shares pending for transfer as on 31.03.2018 is **nil.**

Registrar and Transfer Agents is Cameo Corporate Services Limited

Distribution of share holding

Shareholding of Nominal Value of	Share Holders		Share Amount	
Rs.	Number	% to Total	Shares	% to total
(1)	(2)	(3)	(4)	(5)
10-5000	4648	89.9054	7352620	2.5856
5001-10000	238	4.5937	1944770	0.6839
10001-20000	105	1.0266	1574070	0.5535
20001-30000	36	0.6948	919810	0.3234
30001-40000	19	0.367	693510	0.2438
40001-50000	23	0.4439	1104820	0.3885
50001-100000	38	0.7334	2746730	0.9659
100001 & Above	64	1.2352	268024410	94.2550
Total	5181	100.0000	284360740	100.0000

Share holding pattern as on 31st March 2018

Category		No. of Shares Held	Percentage of Share holding
A	Shareholding of Promoter & Promoter Group		
1	Indian		
	- Individuals / Hindu Undivided Family	7843933	27.58



Category		No. of Shares Held	Percentage of Share holding
	- Bodies Corporate	8211850	28.88
	Sub Total [A] [1]	**16055783**	**56.46**
2	Foreign		
	- Bodies Corporate	2000000	7.03
	- Any other Directors/Relative NRI	2000000	7.03
	Sub Total[A] [2]	**4000000**	**14.07**
	Total Share Holding of Promoter & Promoter Group {A= [A] [1] +[A] [2]	**20055783**	**70.53**
B	Public Shareholding.		
1	Institutions	-	-
	Foreign Institutional Investor	-	-
	Sub Total[B] [1]	**-**	**-**
2	Non-Institutions		
a.	Bodies Corporate	5696211	20.03
b.	Individuals		
	I. Individual Shareholders Holding Nominal Share Capital upto Rs 2 Lakh	1514697	5.33
	II Individual Shareholders Holding Nominal Share Capital in excess of Rs 2 Lakh	1169383	4.11
c.	Any Other		
	Clearing Members	200	-
	HUF	473858	1.67
	NRI	118984	0.42
	Sub Total[B] [2]	**8380291**	**29.47**
	Total Public Shareholding [B] [1]+[B] [2]	**8380291**	**29.47**
	TOTAL(A+B)	**28436074**	**100**
(C)	Shares held by Custodians and against which Depository Receipts have been issued		
	1) Promoter and Promoter Group	-	-
	2) Public	-	-
Total (A) + (B) + (C)		**28,436,074**	**100**

	No of Holders	No of Shares	%
NSDL:	1542	15221945	53.5304
CDSL:	719	9512178	33.4510
Physical:	2920	3701951	13.0185

Demat of shares:

As per the directives of Securities & Exchange Board of India, the equity shares of the company are being traded in electronic form from 18.02.2002. The physical form of trading is also available to the shareholders. Electronic Holding by Members comprises of 86.98% (as on 31.03.2018) of the paid up share capital of the company held through National Securities Depository Limited and Central Depository Services Limited. The company appointed Cameo Corporate Services Limited as Registrar & Transfer Agent and entered into an agreement for availing depository services.

Request to Shareholders

The Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014 requires the company to keep the Register of Members in Form No.MGT-1. As compared to the existing Register of Members under the oldAct, the new Law calls for certain additional information to be recorded. In order that the company is facilitated to comply with same, shareholders are requested to send the following information for updating their records in our Register of Members:

Name of the member, Folio/ DP ID – Client ID, Email address, Permanent Account Number (PAN), CIN (in the case of company), Unique Identification Number, Father's/ Mother's/ Spouse's name, Occupation, Status, Nationality, In case of minor, name of guardian and date of birth of minor, Instructions, if any for sending Notice etc

For and on behalf of Board of Directors of

Kanishk Steel Industries Limited,

Date: 30th May 2018
Place: Chennai

KANISHK GUPTA
Chairman & Managing Director



AnnexureIV

Disclosure Statement of particulars of remuneration as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

i. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year:
Mr. VishalKeyal: 11:1; Mr. Kanishk Gupta:6:1

ii The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:
No increase in remuneration in the financial year.

iii The percentage increase in the median remuneration of employees in the financial year
No increase in median remuneration of employees in the financial year.

iv The number of permanent employees on the rolls of company: 114 (which includes 2 directors and one CS)

v The explanation on the relationship between average increase in remuneration and company performance: Not applicable as there is no increase in remuneration.

vi Comparison of the remuneration of the Key Managerial Personnel against the performanceof the company: No increase in remuneration of KMP.

vii Variations in the market capitalisation of the company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer in case of listed companies, and in case of unlisted companies, the variations in the net worth of the company as at the close of the current financial year and previous financial year

	31.03.2018	31.03.2017
Market capitalisation	294,313,366	188,246,810
PE Ratio	17.84	6.62
% increase in market quote	56.34%	10.33%

viii Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:
No change in the salaries of employees other than the managerial personnel and the managerial remuneration.

ix Comparison of the each remuneration of the Key Managerial Personnel against the performance of the company: No increase in remuneration of KMP

x The key parameters for any variable component of remuneration availed by the directors: NIL

xi The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year: 1:1.75

xii Affirmation that the remuneration is as per the remuneration policy of the company: Remuneration is as per the remuneration policy of the company.

Annexure IV

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	Nil (All contracts or arrangements or transactions with related parties were done at ordinary course of business and at arm's length basis).
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts / arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	date(s) of approval by the Board	
(g)	Amount paid as advances, if any:	
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

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	Nil
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts / arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	
(e)	date(s) of approval by the Board	
(f)	Amount paid as advances, if any:	

For **KANISHK STEEL INDUSTRIES LIMITED,**

Date: 30th May 2018
Place : Chennai

KANISHK GUPTA
Chairman & Managing Director



AnnexureV

INFORMATION UNDER SECTION 134 (3) (m) OF THE COMPANIES ACT,2013 READ WITH THE COMPANIES (ACCOUNTS) RULES,2014.

A. CONSERVATION OF ENERGY

i. The steps taken or impact on conservation of energy– NIL.

ii. The steps taken by the company for utilizing alternate sources of energy NIL

iii. The capital investment on energy conservation equipments– NIL

B. TECHNOLOGY ABSORPTION

i. the efforts made towards technology absorption;

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

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

a. the details of technology imported	NIL
b. the year of import	NIL
c. whether the technology been fully absorbed	NIL
d. if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	NIL

iv. the expenditure incurred on Research and Development.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows: NIL

Date: 30th May 2018 **KANISHK GUPTA.**
Place: Chennai Chairman & Managing Director.

AnnexureVI

CODE OF CONDUCT

As per Regulation 26(3) of SEBI (Listing Obligation & Disclosure Requirments) Regulations, 2015 all members of the Board & Senior Managment Personnel have affirmed compliance with the code of conduct for the year ended 31st March 2018.

Date: 30th May 2018 **KANISHK GUPTA.**
Place: Chennai Chairman & Managing Director.

Annexure VII

Form No.MGT - 9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March 2018

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

I. REGISTRATION AND OTHER DETAILS:

i) CIN : **L27109TN1995PLC067863**

ii) Registration Date: **1st March, 1989**

iii) Name of the Company : **KANISHK STEEL INDUSTRIES LIMITED**

iv) Category / Sub-Category of the Company: **Company Limited by Shares/ Non - Government Company**

v) Address of the registered office and contact details :

B-27 (M) SIPCOT INDUSTRIAL COMPLEX, GUMMIDIPOONDI

THIRUVALLUR DISTRICT, TAMILNADU - 601 201

vi) Whether listed company : Yes - Bombay Stock Exchange (BSE)

vii) Name, Address and Contact details of Registrar and Transfer Agent, if any:
Cameo Corporate Services Ltd
No.1, Club House Road, Chennai - 60002
Ph: 044 28460390
email : cameo@cameoindia.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main Products/ Services	NIC Code of the Product / service	% total turnover of the company
1	Manufacture of Iron & Steel	271	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. N0	NAME AND ADDRESSOF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
		NIL			



IV. SHAREHOLDING PATTERN (Equity Share Capital Break up as percentage of Total Equity)

(i) Category-wise Share holding -

Category code	Category of Shareholder	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	SHAREHOLDING OF PROMOTER AND PROMOTER GROUP									
1.	INDIAN									
a.	INDIVIDUALS/HINDU UNDIVIDED FAMILY	7845133	0	7845133	27.5886	7845133	0	7845133	27.5886	0.0000
b.	CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)	0	0	0	0.0000	0	0	0	0.0000	0.0000
c.	BODIES CORPORATE	7118350	1120000	8238350	28.9714	7118350	1120000	8238350	28.9714	0.0000
d.	FINANCIAL INSTITUTIONS/ BANKS	0	0	0	0.0000	0	0	0	0.0000	0.0000
e.	ANY OTHER									
	SUB - TOTAL (A)(1)	14963483	1120000	16083483	56.5601	14963483	1120000	16083483	56.5601	0.0000
2.	FOREIGN									
a.	INDIVIDUALS (NON-RESIDENT INDIVIDUALS/ FOREIGN INDIVIDUALS)	0	0	0	0.0000	0	0	0	0.0000	0.0000
b.	BODIES CORPORATE	0	2000000	2000000	7.0333	0	2000000	2000000	7.0333	0.0000
c.	INSTITUTIONS	0	0	0	0.0000	0	0	0	0.0000	0.0000
d.	QUALIFIED FOREIGN INVESTOR	0	0	0	0.0000	0	0	0	0.0000	0.0000
e.	ANY OTHER									
	DIRECTORS/RELATIVE NRI	2000000	0	2000000	7.0333	2000000	0	2000000	7.0333	0.0000
		2000000	0	2000000	7.0333	2000000	0	2000000	7.0333	0.0000
	SUB - TOTAL (A)(2)	2000000	2000000	4000000	14.0666	2000000	2000000	4000000	14.0666	0.0000
	TOTAL SHARE HOLDING OF PROMOTER AND PROMOTER GROUP (A) = (A)(1)+(A)(2)	16963483	3120000	20083483	70.6267	16963483	3120000	20083483	70.6267	0.0000
B.	PUBLIC SHAREHOLDING									
1.	INSTITUTIONS									
a.	MUTUAL FUNDS/UTI	0	0	0	0.0000	0	0	0	0.0000	0.0000

Category code	Category of Shareholder	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
b.	FINANCIAL INSTITUTIONS/ BANKS	0	0	0	0.0000	0	0	0	0.0000	0.0000
c.	CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)	0	0	0	0.0000	0	0	0	0.0000	0.0000
d.	VENTURE CAPITAL FUNDS	0	0	0	0.0000	0	0	0	0.0000	0.0000
e.	INSURANCE COMPANIES	0	0	0	0.0000	0	0	0	0.0000	0.0000
f.	FOREIGN INSTITUTIONAL INVESTORS	1611	0	1611	0.0056	0	0	0	0.0000	-0.0056
g.	FOREIGN VENTURE CAPITAL INVESTORS	0	0	0	0.0000	0	0	0	0.0000	0.0000
h.	QUALIFIED FOREIGN INVESTOR	0	0	0	0.0000	0	0	0	0.0000	0.0000
i.	ANY OTHER									
	Foreign Portfolio Investor (Corporate) Category II	0	0	0	0.0000	668	0	668	0.0023	0.0023
		0	0	0	0.0000	668	0	668	0.0023	0.0023
	SUB - TOTAL (B)(1)	1611	0	1611	0.0056	668	0	668	0.0023	-0.0033
2.	NON-INSTITUTIONS									
a.	BODIES CORPORATE	5132427	6900	5139327	18.0732	5116655	6900	5123555	18.0178	-0.0554
b.	INDIVIDUALS -									
	I INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL UPTO RS. 1 LAKH	872544	487558	1360102	4.7830	960364	0	1367471	5.15	0.0259
	II INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL IN EXCESS OF RS. 1 LAKH	1284593	19700	1304293	4.5867	1217274	19700	1217274	4.28	0.0359
c.	QUALIFIED FOREIGN INVESTOR	0	0	0	0.0000	0	0	0	0.0000	0.0000
d.	ANY OTHER									
	CLEARING MEMBERS	125	0	125	0.0004	250	0	250	0.0008	0.0004
	HINDU UNDIVIDED FAMILIES	423688	0	423688	1.4899	426784	0	426784	1.5008	0.0108
	NON RESIDENT INDIANS	49545	73900	123445	0.4341	45745	73600	119345	0.4196	-0.0144
		473358	73900	547258	1.9245	472779	73600	546379	1.9214	-0.0030
	SUB - TOTAL (B)(2)	7762922	588058	8350980	29.3675	7767072	584851	8351923	29.3708	0.0033



Category code	Category of Shareholder	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
	TOTAL PUBLIC SHAREHOLDING (B) = (B)(1)+(B)(2)	7764533	588058	8352591	29.3732	7767740	584851	8352591	29.3732	0.0000
	TOTAL (A)+(B)	24728016	3708058	28436074	100.0000	24731223	3704851	28436074	100.0000	0.0000
C.	SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED									
	Promoter and Promoter Group	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Public	0	0	0	0.0000	0	0	0	0.0000	0.0000
	TOTAL CUSTODIAN (C)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	GRAND TOTAL (A)+(B)+(C)	24728016	3708058	28436074	100.0000	24731223	3704851	28436074	100.0000	0.0000

(ii) Shareholding of Promoters

Sl No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			'% change in shareholding during the year
		No of shares	'% of total shares of the company	'% of shares pledged / encumbered to total shares	No of shares	'% of total shares of the company	'% of shares pledged / encumbered to total shares	
1	RAJESH KUMAR GUPTA	2370174	8.3350	0.0000	2370174	8.3350	0.0000	0.0000
2	TAMILNADU ENTERPRISES AND INVESTMENT PRIVATE LTD	2015497	7.0878	0.0000	2015497	7.0878	0.0000	0.0000
3	RADIANT SOLUTIONS PRIVATE LTD	2000000	7.0333	0.0000	2000000	7.0333	0.0000	0.0000
4	AMEENA BEGUM S .	2000000	7.0333	0.0000	2000000	7.0333	0.0000	0.0000
5	TAMILNADU PROPERTY DEVELOPERS LTD	2400000	8.4399	3.9386	2400000	8.4399	3.9386	0.0000

Sl No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			'% change in shareholding during the year
		No of shares	'% of total shares of the company	'% of shares pledged / encumbered to total shares	No of shares	'% of total shares of the company	'% of shares pledged / encumbered to total shares	
6	DHANVARSHA ENTERPRISES AND INVESTMENTS PVT. LIMITED	1259807	4.4303	0.0000	1259807	4.4303	0.0000	0.0000
7	GOODFAITH VINIMAY PRIVATE LIMITED	1001243	3.5210	0.0000	1001243	3.5210	0.0000	0.0000
8	ARVIND GUPTA	979017	3.4428	0.0000	1892	0.01	0.0000	(3.4327)
9	SUDHA GUPTA MRS	929840	3.2699	0.0000	0000	0000	0.0000	(3.2699)
10	RENU DEVI JALAN	800000	2.8133	0.0000	800000	2.8133	0.0000	0.0000
11	RAVI KUMAR GUPTA	748467	2.6321	0.0000	748467	2.6321	0.0000	0.0000
12	SRI HARI VALLABHAA ENTERPRISESAND INVESTMENTS PVT. LIMITED	687259	2.4168	0.0000	660759	2.3237	0.0000	(0.0932)
13	ABHISHEK SARAFF	589700	2.0737	0.0000	589700	2.0737	0.0000	0.0000
14	ASSAM MERCANTILE COMPANY LIMITED	525144	1.8467	0.0000	525144	1.8467	0.0000	0.0000
15	KANISHK GUPTA	417612	1.4685	0.0000	417612	1.4685	0.0000	0.1211
16	SATYA NARAIN GUPTA	377600	1.3278	0.0000	361600	1.27	0.0000	0.0578
17	INDIAN CORPORATE BUSINESS CENTRE LTD	349400	1.2287	0.0000	349400	1.2287	0.0000	0.0000
18	SHAILJA GUPTA	229005	0.81	0.0000	2229428	7.8401	0.0000	7.0301
19	ROOP CHAND BETALA	100000	0.3516	0.0000	100000	0.3516	0.0000	0.0000
20	RAVI GUPTA HUF	80800	0.2841	0.0000	80800	0.2841	0.0000	0.0000
21	SAMRIDHI GUPTA	74724	0.2627	0.0000	74724	0.2627	0.0000	0.0000



Sl No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			'% change in shareholding during the year
		No of shares	'% of total shares of the company	'% of shares pledged / encumbered to total shares	No of shares	'% of total shares of the company	'% of shares pledged / encumbered to total shares	
22	ARVIND GUPTA.HUF	57050	0.2006	0.0000	57050	0.2006	0.0000	(0.2006)
23	RAJESH GUPTA HUF	57050	0.2006	0.0000	0	0	0.0000	0.0000
24	AVANTIKA GUPTA	21608	0.0759	0.0000	0	0	0.0000	(0.0759)
25	NIVEDITA GUPTA	12194	0.04	0.0000	12194	0.04	0.0000	0.0000
26	SUBHASH CHANDRA SARAFF	292	0.0010	0.0000	292	0.0010	0.0000	0.0000

(iii) Change in Promoters' Shareholding

Sl No	Name of the Share holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of shares	'% of total shares of the company	No of shares	'% of total shares of the company
1	RAJESH KUMAR GUPTA				
	At the beginning of the year 01-Apr-2017	2370174	8.3350	2370174	8.3350
	At the end of the Year 31-Mar-2018	2370174	8.3350	2370174	8.3350
2	TAMILNADU ENTERPRISES AND INVESTMENT PRIVATE LTD				
	At the beginning of the year 01-Apr-2017	2015497	7.0878	2015497	7.0878
	At the end of the Year 31-Mar-2018	2015497	7.0878	2015497	7.0878
3	RADIANT SOLUTIONS PRIVATE LTD				
	At the beginning of the year 01-Apr-2016	2000000	7.0333	2000000	7.0333
	At the end of the Year 31-Mar-2018	2000000	7.0333	2000000	7.0333

Sl No	Name of the Share holder	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
4	AMEENA BEGUM S .				
	At the beginning of the year 01-Apr-2017	2000000	7.0333	2000000	7.0333
	At the end of the Year 31-Mar-2018	2000000	7.0333	2000000	7.0333
5	TAMILNADU PROPERTY DEVELOPERS LTD				
	At the beginning of the year 01-Apr-2017	2400000	5.58	2400000	5.58
	At the end of the Year 31-Mar-2018	2400000	5.58	2400000	5.58
6	DHANVARSHA ENTERPRISES AND INVESTMENTS PVT. LIMITED				
	At the beginning of the year 01-Apr-2017	1259807	4.4303	1259807	4.4303
	At the end of the Year 31-Mar-2018	1259807	4.4303	1259807	4.4303
7	GOODFAITH VINIMAY PRIVATE LIMITED				
	At the beginning of the year 01-Apr-2017	1001243	3.5210	1001243	3.5210
	At the end of the Year 31-Mar-2018	1001243	3.5210	1001243	3.5210
8	ARVIND GUPTA				
	At the beginning of the year 01-Apr-2017	979017	3.4428	979017	3.4428
	Sale on 15-Jan-2018	974217	3.4260	4800	0.0169
	Sale on 18-Jan-2018	2908	0.0102	1892	0.0067
	At the end of the Year 31-Mar-2018	1892	0.0067	1892	0.0067
9	SUDHA GUPTA				
	At the beginning of the year 01-Apr-2017	929840	3.2699	929840	3.2699
	Sale on 07-Feb-2018	929840	3.2699	0	0
	At the end of the Year 31-Mar-2018	0	0	0	0
10	RENU DEVI JALAN				
	At the beginning of the year 01-Apr-2017	800000	2.8133	800000	2.8133
	At the end of the Year 31-Mar-2018	800000	2.8133	800000	2.8133



Sl No	Name of the Share holder	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
11	RAVI KUMAR GUPTA				
	At the beginning of the year 01-Apr-2017	748467	2.6321	748467	2.6321
	At the end of the Year 31-Mar-2018	748467	2.6321	748467	2.6321
12	SRI HARI VALLABHAA ENTERPRISESAND INVESTMENTS PVT. LIMITED				
	At the beginning of the year 01-Apr-2017	687259	2.4168	687259	2.4168
	Sale on 20-Feb-2018	26500	0.0932	660759	2.3237
	At the end of the Year 31-Mar-2018	660759	2.3237	660759	2.3237
13	ABHISHEK SARAFF				
	At the beginning of the year 01-Apr-2017	589700	2.0737	589700	2.0737
	At the end of the Year 31-Mar-2018	589700	2.0737	589700	2.0737
14	ASSAM MERCANTILE COMPANY LIMITED				
	At the beginning of the year 01-Apr-2017	525144	1.8467	525144	1.8467
	At the end of the Year 31-Mar-2018	525144	1.8467	525144	1.8467
15	KANISHK GUPTA				
	At the beginning of the year 01-Apr-2017	417612	1.4685	417612	1.4685
	At the end of the Year 31-Mar-2018	417612	1.4685	417612	1.4685
16	SATYA NARAIN GUPTA				
	At the beginning of the year 01-Apr-2017	377600	1.3278	377600	1.3278
	Sale	16000	0.0563	361600	1.2715
	At the end of the Year 31-Mar-2018	361600	1.2715	361600	1.2715
17	INDIAN CORPORATE BUSINESS CENTRE LTD				
	At the beginning of the year 01-Apr-2017	349400	1.2287	349400	1.2287
	At the end of the Year 31-Mar-2018	349400	1.2287	349400	1.2287

Sl No	Name of the Share holder	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
18	SHAILJA GUPTA				
	At the beginning of the year 01-Apr-2017	229005	0.8053	229005	0.8053
	Purchase 15.01.2018	962517	3.3843	1191522	4.1902
	Purchase 18.01.2018	2908	0.0102	1194430	4.2004
	Purchase 07.02.2018	951448	3.3459	2145878	7.5463
	Purchase 20.02.2018	26500	0.0932	2172378	7.6395
	Purchase 16.03.2018	57050	0.2006	2229428	7.8401
	At the end of the Year 31-Mar-2018	2229428	7.8401	2229428	7.8401
19	ROOP CHAND BETALA				
	At the beginning of the year 01-Apr-2017	100000	0.3516	100000	0.3516
	At the end of the Year 31-Mar-2018	100000	0.3516	100000	0.3516
20	RAVI GUPTA HUF				
	At the beginning of the year 01-Apr-2017	80800	0.2841	80800	0.2841
	At the end of the Year 31-Mar-2018	80800	0.2841	80800	0.2841
21	SAMRIDHI GUPTA				
	At the beginning of the year 01-Apr-2017	74724	0.2627	74724	0.2627
	At the end of the Year 31-Mar-2018	74724	0.2627	74724	0.2627
22	ARVIND GUPTA.HUF				
	At the beginning of the year 01-Apr-2017	57050	0.2006	57050	0.2006
	Sale 16.03.2018	57050	0.2006	0.0000	0.0000
	At the end of the Year 31-Mar-2018	0.0000	0.0000	0.0000	0.0000
23	RAJESH KUAR GUPTA HUF				
	At the beginning of the year 01-Apr-2017	57050	0.2006	57050	0.2006
	At the end of the Year 31-Mar-2018	57050	0.2006	57050	0.2006
24	AVANTIKA GUPTA				
	At the beginning of the year 01-Apr-2017	21608	0.0759	21608	0.0759
	Sale on 07.02.2018	21608	0.0759	0.0000	0.0000
	At the end of the Year 31-Mar-2018	0.0000	0.0000	0.0000	0.0000



Sl No	Name of the Share holder	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
25	NIVEDITA GUPTA				
	At the beginning of the year 01-Apr-2017	12194	0.0428	12194	0.0428
	At the end of the Year 31-Mar-2018	12194	0.0428	12194	0.0428
26	SUBHASH CHANDRA SARAFF				
	At the beginning of the year 01-Apr-2017	292	0.0010	292	0.0010
	At the end of the Year 31-Mar-2018	292	0.0010	292	0.0010

(iv) Share holding Pattern of top ten Shareholders (other than Directors, promoters and Holders of GDRs and ADRs):

Sl No	Name of the Share holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of shares	'% of total shares of the company	No of shares	'% of total shares of the company
1	CHENNAI MATERIAL RECYCLING AND TRADING COMPANY PRIVATE LTD				
	At the beginning of the year 01-Apr-2017	2489584	8.7550	2489584	8.7550
	At the end of the Year 31-Mar-2018	2489584	8.7550	2489584	8.7550
2	GLOBE STOCKS AND SECURITIES LTD.				
	At the beginning of the year 01-Apr-2017	1305550	4.5911	1305550	4.5911
	At the end of the Year 31-Mar-2018	1305550	4.5911	1305550	4.5911

Sl No	Name of the Share holder	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
3	PRJ FINANCE PVT.LTD.				
	At the beginning of the year 01-Apr-2017	485000	1.7055	485000	1.7055
	At the end of the Year 31-Mar-2018	485000	1.7055	485000	1.7055
4	VINOD KUMAR GARG				
	At the beginning of the year 01-Apr-2017	284207	0.9994	284207	0.9994
	At the end of the Year 31-Mar-2018	284207	0.9994	284207	0.9994
5	SANGITA GARG				
	At the beginning of the year 01-Apr-2017	271664	0.9553	271664	0.9553
	At the end of the Year 31-Mar-2018	271664	0.9553	271664	0.9553
6	KARIKISH VYAPAAR PRIVATE LIMITED				
	At the beginning of the year 01-Apr-2017	249101	0.8760	249101	0.8760
	At the end of the Year 31-Mar-2018	249101	0.8760	249101	0.8760
7	VINOD KUMAR GARG				
	At the beginning of the year 01-Apr-2017	243629	0.8567	243629	0.8567
	At the end of the Year 31-Mar-2018	243629	0.8567	243629	0.8567
8	D M TRADING PVT LTD				
	At the beginning of the year 01-Apr-2017	231200	0.8130	231200	0.8130
	At the end of the Year 31-Mar-2018	231200	0.8130	231200	0.8130
9	SHAILESH OMPRAKASH JALAN				
	At the beginning of the year 01-Apr-2017	150410	0.5289	150410	0.5289
	At the end of the Year 31-Mar-2018	150410	0.5289	150410	0.5289
10	NIMESH MAHESHBHAI SHAH				
	At the beginning of the year 01-Apr-2017	140000	0.4923	140000	0.4923
	At the end of the Year 31-Mar-2018	140000	0.4923	140000	0.4923



(v) Share holding of Directors and Key Managerial Personnel:

Sl No	Name of the Share holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of shares	'% of total shares of the company	No of shares	'% of total shares of the company
1	KANISHK GUPTA	417612	1.4685	417612	1.4685

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year i) Principal Amount ii) Interest due but not paid iii) Interest accrued but notdue	-	-	-	-
Total (i+ii+iii)	-	**-**	**-**	-
Change in Indebtedness during the financial year • Addition • Reduction	- -	-	-	- -
Net Change	-	**-**	**-**	-
Indebtedness at the end of the financial year i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**-**	**-**	**-**	**-**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in Rs.)

Sl. no.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
		Mr.Kanishk Gupta	Mr.Vishal Keyal	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	12,00,000	9,00,000	21,00,000
	(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.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- as % of profit	-	-	-
	- Others, specify	-	-	-
5.	Others, please specify	-	-	-
	Total (A)	**12,00,000**	**9,00,000**	**21,00,000**
	Ceiling as per the Act	-	-	-

B. Remuneration to other directors: **(Amount in Rs.)**

Particulars of Remuneration	**Name of Directors**				**Total Amount**
	Mr.K.S. Venkata giri	**Mr.Pravin Kumar Agarwal**	**Mr.K. Selva kumar**	**Mrs. R. Mahes wari**	
Independent Directors	Yes	Yes	Yes	Yes	
• Fee for attending board / committee meetings	17,000	21,000	5,000	15,000	58,000
• Commission	-	-	-		-
Others, please specify	-	-	-		-
Total (1)	17,000	21,000	5,000	15,000	58,000
Other Non-Executive Directors • Fee for attending board / committee meetings • Commission • Others, please specify	-	-	-		-
Total (2)	-	-	-		-
Total (B)=(1+2)	17,000	21,000	5,000	15,000	58,000
Total Managerial Remuneration	-	-	-		-
Overall Ceiling as per the Act	-	-	-		-



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

(Amount in Rs.)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
			R. Balaji Ravigopal		
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	2,40,000	-	2,40,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	
	(c) Profits in lieu of salary under section 17(3) Income-taxAct, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - others, specify	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	-	2,40,000	-	2,40,000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

AnnexureVIII

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2018

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

To,

The Members,

M/s. KANISHK STEEL INDUSTRIES LIMITED,

1. We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. KANISHK STEEL INDUSTRIES LIMITED, (hereinafter called the company). Secretarial Audit was conducted based on records made available to us, in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion/understanding thereon.
2. Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and made available to us and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we, on strength of those records, and information so provided, hereby report that in our opinion and understandings, the Company, during the audit period covering the financial year ended on March 31, 2018, appears to have complied with the statutory provisions listed hereunder and also in our limited review, the Company has proper and required Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minutes' book, forms and returns filed and other records maintained by the Company and made available to us, for the financial year ended on March 31, 2018 according to the applicable provisions of:

i) The Companies Act, 2013 (the Act) and the rules made thereunder and the Companies Act, 1956 and the rules made thereunder as applicable;

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 to the applicable extent.

v) The following Regulations and Guidelines prescribed under the Securities and exchange Board of India Act, 1992 ('SEBI ACT') to the applicable extent:-

   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; not applicable as the company has not issued any ESOP during the year.

e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not applicable as the company has not issued any listed debt securities during the year.

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; Not applicable as the company has not been registered as Registrar to issue or share transfer agent.

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; Not applicable as the company has not delisted any of its securities and

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; Not applicable as the company has not bought back any shares during the year.

vi) The management of the company has represented to us that there is no specific law applicable to the company for the financial year 2017 - 2018.

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

i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) and revised with effect from 1st October, 2017.

ii) The Listing Agreement entered into by the Company with BSE Limited and The Securities and Exchange Board of India (Listing Obligations and Disclosure) Regulations, 2015.

During the period under review, the Company has complied in accordance with the requirements to be met with the applicable provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above to a required extent except few lapses relating to reappointment of Director retiring by rotation.

It is represented to us that the company has initiated measures, wherever required, to address issues raised by the statutory authorities and letters/notices received by the Company during the financial year under various enactments as applicable to the company.

We further report that, subject to the above lapses, the related documents that we have come across depict that:

The Board of Directors of the Company is constituted as applicable with proper balance of

Executive Directors and Non-Executive Directors and the changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

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

We further report that, based on our limited review of the compliance mechanism established by the Company, there appears adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, Mr.K.S.Venkatagiri has ceased to be director with effect from 30.01.2018 due to death and Mr.Rangaswamy Ramesh has been appointed as Additional Director in independent capacity with effect from 15.03.2018.

We further report that during the audit period the company has sought the approval of its members for the following major matters, other than transactions of special business at the Annual General Meeting:

- Approval of appointment of Mr.Kanishk Gupta as Chairman and Managing Director by change in designation.
- Fixation of remuneration of Cost Auditor M/s. Vivekanandan & Unni Associates, Cost Accountants.

We further report that our Audit was subjected only to verifying adequacy of systems and procedures that are in place for ensuring proper compliance by the Company and we are not responsible for any lapses in those compliances on the part of the Company.Place: Chennai

Place: Chennai
Date: 30th May 2018

For S Dhanapal & Associates
(A firm of Practicing Company Secretaries)

N. Ramanathan
(Partner)
FCS 6665
CP No. 11084

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



Annexure A

To
The Members,
KANISHK STEEL INDUSTRIES LIMITED,

Management's Responsibility

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

Auditor's Responsibility

b. Our responsibility was to express an opinion on the secretarial records, standards and procedures followed by the company with respect to secretarial compliances.

c. We believe that audit evidence and information obtained from company's management is adequate and appropriate for us to provide a basis for our opinion.

d. Where ever required, we have obtained Management representation about the compliance of laws, rules and regulations and happenings of events and policies, appraisal and processes etc.

Disclaimer

e. The Secretarial Audit is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management conducted the affairs of the Company.

Place: Chennai
Date: 30th May 2018

For S Dhanapal & Associates
(A firm of Practicing Company Secretaries)

N. Ramanathan
(Partner)
FCS 6665
CP No. 11084

Independent Auditors' Report

To the Members of **KANISHK STEEL INDUSTRIES LIMITED**

Report on the Ind AS financial statements

We have audited the accompanying Ind AS financial statements of Kanishk Steel Industries Limited ('the Company'), which comprise the Balance sheet as at 31st March 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement, the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Ind AS financial statements

The Company's Board of Directors are 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with Indian Accounting Standards (INDAS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015 as amended and other accounting principles generally accepted in India

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 judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS 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 Ind AS financial statements based on our audit.

In conducting our audit, we have taken into account the provisions of the Act, and the Rules made thereunder including 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 thereunderandthe order issued under section 143(11) of the Act.

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



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

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

Opinion

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

Other Matter

The comparative financial information of the company for the year ended 31st march 2017 and the transition date opening balance sheet as at 1st april 2016 included in these Ind AS financial statements are based on the statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by the predecessor auditor whose report for the years ended 31st March 2017 and 31st March 2016 dated 29th May 2017 and 30th May 2016, respectively, expressed a unmodified opinion on those standalone financial statements. Adjustments made to the previously issued said financial information prepared in accordance with the Companies (Accounting Standards) Rules, 2006 to comply with Ind AS have been audited by us.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks ofthe books and records of the company as we considered appropriate and according to the information and explatations given to us, we give in the "AnnexureA", a statement on the matters specified in the paragraph 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

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

c) The Balance sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement Of Changes In Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Ind AS financial statements ;

d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with relevant rule issued thereunder.

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

f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and

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

   i. The Company has disclosed the impact of pending litigations as at March 31, 2018 on its financial position in its Ind AS financial statements– ReferNote 37 of Additional information to the Ind AS financial statements;

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses under the applicable law or accounting standards;

   iii. There were no amounts required to be transferred, to the Investor Education and Protection Fund by the Company.

For Puja Rathi & Associates
Chartered Accountants
FRN 014457S

Place: Chennai
Date: 30-05-2018

Puja Rathi,FCA
Propreitor
Membership No.064246



Annexure A to the Independent Auditor's Report

(Referred to in paragraph 1 under the heading 'Report on Other Legal and Regulatory Requirements of our report of even date to the members of Kanishk Steel Industries Limited For the year ended 31st March 2018)

In respect of Fixed Assets

(i)	(a)	The Company has maintained proper records showing full particulars, including quantitative details and situation of Property Plant and Equipment.
	(b)	As explained to us, all the Property Plant and Equipment have been physically verified by the management at reasonable intervals during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification. In our opinion, this Physical verification is reasonable having regard to the size of the Company and the nature of its assets.
	(c)	According to the information and explanation given to us and on the basis of our examination of records of the company the title deeds of the immovable properties are held in the name of the company .
(ii)		As explained to us, the management has conducted physical verification of Inventories during the year at reasonable intervals. According to the information and explanation given to us no material discrepancy were noticed on physical verification.
(iii)		As per the information and explanation given to us and as per the records produced to us the Company has not granted any secured or unsecured loans to companies,firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Accordingly, the provisions of clause 3 (iii) (a) to (c)of the Order are not applicable to the Company and hence not commented upon.
(iv)		In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 with respect of loans and investments and providing guarantees and securities as applicable.
(v) (vi)		According to the information and explanation given to us, the Company has not accepted any deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the act and the Companies(Acceptance of Deposits) Rule,2014as amended would apply. Accordingly, paragraph 3(v) is not applicable to the company. The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Governmentunder sub-section (1) of Section 148 of the CompaniesAct, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) According tothe information and explanation given to us,in respect of statutory dues:

The Company has generally beenregular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess, Goods and Service Tax and other material statutory dues with the appropriate authorities. There wereno undisputed statutory dues as at 31st March 2018 for a period exceedingsix months from the date they become payable.

(b) According to the information and explanations given to us, there are no material undisputeddues of sales tax, income tax, customs duty, wealth tax, service tax, excise duty, vat, cess, GST and other material statutory dues as applicable, which have not been deposited with the appropriate authorities on account of any dispute. However, according to the information and explanations given to us, the following dues have not been deposited by the Company on account of disputes as at 31 March 2018 (also refer Note No. 37 of Additional information to the Ind AS financial statements).

Statute Name	Nature of dues	Amount in Rs.	Forum where dispute is pending
Central Excise Law(SCN No.2268/95 dated 25.07.1995)	Dispute relating to deemed Credit	Rs.2,34,094/-	Commissioner of Central Excise (Appeals) Chennai.
Central Excise Law	Dispute relating to re-fixation of Annual capacity of erstwhile OP Steels Limited	Rs.35,66,000 Plus equal amount of penalty	CESTAT, Chennai.
Central Excise Law (SCN No.2/06 dt 17.1.2006)	Dispute relating to differential duty on depot sales.	Rs.52,38,000 (total demand plus interest and penalty Rs.87,25,000/- and Rs.34,87,000/- already paid)	Honb'le High Court of Madras.
Central Excise Law	Dispute relating to re-fixation of Annual capacity	Rs.9,00,000 Plus equal amount of penalty plus interest thereon.	Honb'le High Court of Madras.



		Central Excise Law	Disputerelating to Central Excise duty	Rs.69,06,945 plus equal amount of penalty plus interest thereon + Rs.500000 fine (total demand Rs.19,325,930/- and Rs.1,36,45,721/-paid there-against)	CESTAT, Chennai
		TNVAT	Dispute relating to Input Tax Credit	Rs 2,56,35,950/- plus penalty of Rs.17,68,920/- plus interest thereon of Rs. 17,91,031/-	Commercial Tax Officer, Chennai / Honb'le High Court of Madras.
		Income tax Act ,1961	Income Tax	1,27,260	Assessing Officer
		Income tax Act ,1961	TDS	2,88,962	Assessing Officer
(viii)		In our opinion and according to the information and explanations given to us, as at the reporting date, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and dues to debenture holders. The Company has not taken any loans from the government.			
(ix)		The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or Term Loan during the year. Hence reporting under clause (ix) of the CARO, 2016 are not applicable.			
(x)		To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company by its officers oremployees has been noticed or reported during the year.			
(xi)		Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.			
(xii)		In our opinion and according to the information and explanation given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.			

(xiii)		In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 188 and 177 of the Companies Act, 2013,where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Ind AS financial.
(xiv)		Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
(xv)		Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company.
(xvi)		In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company.

For Puja Rathi & Associates
Chartered Accountants
FRN 014457S

Place: Chennai
Date: 30-05-2018

Puja Rathi,FCA
Propreitor
Membership No.064246



"Annexure B" to the Independent Auditor's Report

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

We have audited the internal financial controls over financial reporting of Kanishk Steel Industries Limited ("the Company") as of March 31, 2018 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
3. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Puja Rathi & Associates
Chartered Accountants
FRN 014457S

Place: Chennai
Date: 30-05-2018

Puja Rathi,FCA
Propreitor
Membership No.064246



KANISHK STEEL INDUSTRIES LIMITED
BALANCE SHEET AS ON 31st MARCH, 2018

PARTICULARS	Note No.	AS AT 31.03.2018 (Amount in Rs.)	AS AT 31-03-2017 (Amount in Rs.)	AS AT 01-04-2016 (Amount in Rs.)
ASSETS				
NON CURRENT ASSETS				
a. Property, Plant and Equipment	3	118,936,416	121,704,462	135,278,380
b. Capital Work in Progress	3	31,958,813	-	-
c. Financial Assets				
(i) Investments	4	25,948,665	31,661,755	40,846,701
(ii) Other Financial Assets	5	19,039,339	47,529,657	51,376,899
d. Other Non Current assets		-	-	-
Total Non Current Assets		**195,883,233**	**200,895,874**	**227,501,980**
CURRENT ASSETS				
a. Inventories	6	500,304,436	448,293,454	401,663,046
b. Financial Assets				
(i) Trade Receivables	7	555,477,867	499,729,845	701,653,407
(ii) Cash & Cash Equivalents	8	1,736,944	5,788,653	6,599,705
(iii) Bank Balances other than (ii) above	9	37,028,109	147,158,913	57,082,656
(iv) Loans	10	417,450	239,173	223,673
c. Other Current Assets	11	54,321,692	81,037,139	157,079,635
Total Current Assets		**1,149,286,497**	**1,182,247,177**	**1,324,302,122**
Total Assets		**1,345,169,730**	**1,383,143,051**	**1,551,804,102**
EQUITY AND LIABILITIES				
Equity				
a. Equity Share Capital	12	284,656,570	284,656,570	284,656,570
b. Other Equity	13	187,380,044	174,489,239	159,484,678
Total Equity		**472,036,614**	**459,145,809**	**444,141,248**

Liabilities				
Non - Current Liabilities				
a. Financial Liabilities				
(i) Borrowings	14	-	-	478,408
(ii) Deferred Tax Liabilities	15	28,549,504	30,143,217	39,256,785
b. Provisions	16	2,597,131	3,321,177	4,180,629
Total Non Current Liabilities		**31,146,635**	**33,464,394**	**43,915,822**
Current Liabilities				
a. Financial Liabilities				
(i) Borrowings	17	92,226,646	153,872,756	214,438,059
(ii) Trade Payables	18	545,093,280	482,395,666	535,449,097
(iii) Other Financial Liabilities	19	8,999,249	7,351,454	9,900,898
b. Other Liabilities	20	184,385,661	225,867,696	285,814,889
c. Provision	21	11,281,645	21,045,274	18,144,089
Total Current Liabilities		**841,986,481**	**890,532,846**	**1,063,747,032**
Total Liabilities		**873,133,116**	**923,997,240**	**1,107,662,854**
Total Equity and Liabilities		**1,345,169,730**	**1,383,143,048**	**1,551,804,102**

Significant Accounting Policies 2

Accompanying Notes are an integral part of the Financials Statements.

As per the report of even date annexed

For and on behalf of the Board of Directors

For **PUJA RATHI & ASSOCIATES**
CHARTERED ACCOUNTANTS
FRN 014457S

KANISHK GUPTA
Chairman & Managing Director

VISHAL KEYAL
whole-time Director

PUJA RATHI, FCA
Propreitor (Memb.No:064246)
Chennai, 30th May 2018

ASHOK BOHRA
Chief Financial Officer

R. BALAJI RAVI GOPAL
Company Secretary



KANISHK STEEL INDUSTRIES LIMITED
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH, 2018

PARTICULARS	NOTE No.	31.03.2018 (Amount in Rs.)	31-03-2017 (Amount in Rs.)
1. Revenue from Operations	**22**	2,373,819,561	2,519,747,504
2. Other Income	**23**	11,795,827	65,656,422
3. Total Income		**2,385,615,388**	**2,585,403,926**
4. Expenses			
a. Cost of Material Consumed	**24**	1,459,617,499	1,175,498,646
b. Purchases of Stock In Trade	**25**	452,055,374	732,246,630
c. Changes in Inventories of finished goods	**26**	(558,688)	(14,138,583)
d. Excise Duty	**27**	26,408,829	229,394,660
e. Employee Benefit Expenses	**28**	14,829,240	15,274,746
f. Finance Costs	**29**	23,893,255	31,547,066
g. Depreciation and Amortisation expenses	**3**	9,083,943	14,516,917
h. Other expenses	**30**	373,573,013	386,196,617
Total Expenses		**2,358,902,465**	**2,570,536,699**
5. Profit before exceptional items andtax (3- 4)		**26,712,923**	**14,867,227**
6. Exceptional Items		**-**	**-**
7. Profit before Tax (5 + 6)		**26,712,923**	**14,867,227**
8. Tax Expense		**-**	**-**
I. Current Tax		**10,919,423**	**10,084,886**
II. Deferred tax		**-**	**-**
			-
9. Profit for the year (7 - 8)		**15,793,500**	**4,782,341**

10. Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
- Remeasurement of the defined benefit plans		**-**	1,108,654
Less:Income tax effect		**-**	-
Total Comprehensive Income for the year		**728,047**	**1,108,654**
Total Comprehensive Income for the year, net of tax		**16,521,547**	**5,890,995**
11. Earnings Per Share (EPS) of Rs.10 each (not annualised)			
Basic and Diluted EPS (In Rs.)		**0.58**	**0.21**
Significant Accounting Policies	2		
Additional Information to Financial Statemets	31		
Accompanying Notes are an integral part of the Financials Statements.			

As per the report of even date annexed

For **PUJA RATHI & ASSOCIATES**
CHARTERED ACCOUNTANTS
FRN 014457S

PUJA RATHI, FCA
Propreitor (Memb.No:064246)
Chennai, 30th May 2018

For and on behalf of the Board of Directors

KANISHK GUPTA
Chairman & Managing Director

VISHAL KEYAL
whole-time Director

ASHOK BOHRA
Chief Financial Officer

R. BALAJI RAVI GOPAL
Company Secretary

Statement of Changes in other Equity (Amount in Rs.)

As at march 31, 2017								
Particulars	**Reserves and Surplus**						**Other Compreshensive Income**	**Total**
	Retained Earnings	**Capital Reserves**	**Capital Redemtion Reserve**	**Revaluation Reserve**	**Share Premium**	**General Reserves**	**Other Items**	
Balance as on April 1,2016	439,629,619	8,732,431	300,000	69,187,291	88,540,968	(442,725,002)	(4,180,629)	159,484,678
DTA					9,113,568			9,113,568
Transfer from/to Retained Earnings	5,278,115			(5,278,115)				-
Remeasurement of Employee Benefits							1,108,654	1,108,654
Profit for the year	4,782,340							4,782,340
Balance as at march 31, 2017	44,960,074	8,732,431	300,000	63,909,176	97,654,536	(442,725,002)	(3,071,975)	174,489,240

As atmarch 31, 2018								
Particulars	**Reserves and Surplus**						**Other Compreshensive Income**	**Total**
	Retained Earnings	**Capital Reserves**	**Capital Redemtion Reserve**	**Revaluation Reserve**	**Share Premium**	**General Reserves**	**Other Items**	
Balance as on April 1,2017	449,690,074	8,732,431	300,000	63,909,176	97,654,536	(442,725,002)	(3,071,975)	174,489,240
DTA					1,593,713			1,593,713
Transfer from/to Retained Earnings	5,159,523			(5,159,523)				-
Remeasurement of Employee Benefits							728,047	728,047
Profit for the year	15,793,500							15,793,500
Earlier Year Adjustments	(5,224,452)							(5,224,452)
Balance as atmarch 31,2018	465,418,645	8,732,431	300,000	58,749,653	99,248,249	(442,725,002)	(2,343,928)	187,380,048



KANISHK STEEL INDUSTRIES LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2018 (Amount in Rs.)

PARTICULARS	For The Year Ended 31.03.2018		For The Year Ended 31.03.2017	
A.CASH FLOW FROM OPERATING ACTIVITIES :				
Net Profit before Tax:		26,712,923		14,867,227
Adjustments for :				
Depreciation / Amortisation	9,083,939		14,516,917	
Rent received	(715,080)		(637,560)	
Profit / (loss) on Fair Valuation of investmentsthrough profit & loss acoount	4,249,644			
Profit / (Loss) on sale of Proprety, Plant and Equipment	(60,054)		-	
Interest Income	(3,188,312)		(5,685,974)	
Interest Expense	23,893,255	33,263,392	31,547,066	39,740,449
Operating Profit before working capital changes		**59,976,315**		**54,607,676**
Adjustments for :				
(Increase)/ Decrease in Trade Receivables	(55,748,022)		201,923,562	
(Increase)/ Decrease in Inventories	(52,010,982)		(46,630,408)	
(Increase)/ Decrease in Loans & Advances	(178,277)		(15,500)	
(Increase)/ Decrease in Other Current Assets	26,715,447		76,042,496	
Increase/ (Decrease) in Trade Payables, Other Financial and non financial liabilities and provisions	11,455,951		(112,434,312)	
		(69,765,882)		118,885,838
		(9,789,567)		**173,493,514**
Less: Taxes Paid		(16,143,880)		(7,500,811)
Net Cash Flow from opertating activities (A)		**(25,933,447)**		**165,992,703**
B.CASH FLOW FROM INVESTING ACTIVITIES :				
Purchase of Proprety, Plant and Equipment	(6,353,342)		(943,000)	
Sale of Proprety, Plant and Equipment	37,449		-	
(Increase) / Decrease in Other Financials Assets	28,490,318		3,847,242	
Interest Received	3,188,312		5,685,974	
(Increase) / Decrease in Bank balances considered as other than Cash & Cash equivalents	110,130,804		(90,076,257)	
Rent received	715,080		637,560	



Capital Work in progress	(31,958,813)		-	
(Purchase)/Sale of Investment	1,463,446		9,184,946	
Profit on sale of sale of assets	60,054			
Net Cash Flow from Investing activities (B)		**105,773,308**		**(71,663,535)**
C.CASH FLOW FROM FINANCING ACTIVITIES :				
Repayment of Long term borrowings	-		(478,408)	
Repayment of Short term borrowings	(61,646,110)		(60,565,303)	
Increase/ (Decrease) in Other Financial Liabilities	1,647,795		(2,549,444)	
Interest paid	(23,893,255)		(31,547,066)	
Net Cash Flow from Financing activities (C)		**(83,891,570)**		**(95,140,221)**
Net Increase in cash Equivalents (A)+(B)+(C)		**(4,051,709)**		**(811,052)**
Cash & Cash Equivalents (Opening Balance)	5,788,653		6,599,705	
Cash & Cash Equivalents (Closing Balance)	1,736,944		5,788,653	
Net Increase/(Decrease) in Cash & Cash Equivalents		**(4,051,709)**		**(811,052)**

Notes: The amendments to Ind AS 7 Cash flow statements requires the entities to provide disclosure that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet of liabilities arising from financing activities, to meet the disclosure requirements. This amendment has become effective from April 01, 2017 and the required disclosure is made below. There is no other impact on the financial statements due to this amendment.

(Amount in Rs.)

Particulars	As at 31.03.2017	Financing Cash flows	No cash	As at 31.03.2018
			Current/ Non-current Classification	
Borrowings Non-current	-	-	-	-
Other Financial Liabilities	225,867,696	41,482,035	-	184,385,661
Borrowings current	153,872,756	61,646,110		92,226,646

As per the report of even date annexed

For **PUJA RATHI & ASSOCIATES**
CHARTERED ACCOUNTANTS
FRN 014457S

PUJA RATHI, FCA
Propreitor (Memb.No:064246)
Chennai, 30th May 2018

For and on behalf of the Board of Directors

KANISHK GUPTA
Chairman & Managing Director

ASHOK BOHRA
Chief Financial Officer

VISHAL KEYAL
whole-time Director

R. BALAJI RAVI GOPAL
Company Secretary

Note 1

Notes to Financial Statements for the year ended 31st March, 2018

1. Company overview:

1a) Corporate Information

Kanishk Steel Industries Limited ("the Company"), is a Company incorporated under the provisions of Companies Act, 1956, in the year 1989, having its registered office at B27M, Sipcot Industrial Complex, GummidipoondiThiruvallur District-601201 It is engaged in the manufacture and supply of Iron and Steel Products. The Company's shares are listed on the Bombay Stock Exchange Limited and the shares are traded regularly.

2. Basis of Preparation of Financial Statements

2a) Statement of Compliance

In accordance with the notification dated 16th February 2015, issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) with effect from April 1, 2016.

The Financial Statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) read with Section 133 of the Companies Act, 2013 ("the Act").

The financial statement upto the year ended March 31, 2017, were prepared under the historical cost convention on accrual basis in accordance with the Generally Accepted Accounting Principles (Previous GAAP) applicable in India and the applicable Accounting Standards as prescribed under the provisions of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014.

Previous period figures in the Financial Statements have been restated in compliance to Ind AS. In accordance with Ind AS 101- "First Time adoption of Indian Accounting Standards" (Ind AS 101), the Company has presented a reconciliation of Shareholders' equity as given under Previous GAAP and Ind AS as at March 31, 2017, and April 1, 2016 and of the Net Profit as per Previous GAAP and Total Comprehensive Income under Ind AS for the year ended March 31, 2017 in Note No. 45.

These are the Company's first Ind AS Financial Statements. The date of transition to Ind AS is April 1, 2016. The mandatory exceptions and optional exemptions availed by the Company on First-time adoption have been detailed in Note 45(a).

2b) Recent Pronouncements

New Standards / Amendments to Existing Standard issued but not yet effective upto the date of issuance of the Company's Financial Statement are disclosed below:

On 28th March, 2018, the Ministry of Corporate Affairs (MCA) has notified Ind AS 115 - Revenue from Contracts with Customers and certain amendment to existing Ind AS. These amendments shall be applicable to the Company from 1st April 2018.

i. Ind AS 115-Revenue from Contracts with Customers Ind AS 115 supersedes Ind AS



11, Construction Contracts and Ind AS 18, Revenue. Ind AS 115 requires an entity to report information regarding nature, amount, timing and uncertainty of revenue and cash flows arising from contract with customers. The principle of Ind AS 115 is that an entity should recognise revenue that demonstrates the transfer of promised goods and services to the customers at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods and services.

Based on preliminary assessment performed by the Company, the impact of the application of the standard is not expected to be material.

ii. Amendment to Existing issued Ind AS

a) Ind AS 12 - Income Taxes

b) Ind AS 21 - The Effects of Changes in Foreign Exchange Rates

c) Ind AS 28 - Investment in Associates and Joint Ventures and

d) Ind AS 112 - Disclosure of Interests in Other Entities

The impact of the above standards on the financial statements, as assessed by the Company, is not expected to be material

2c) Significant Accounting Policies:

2c. i. Basis of Preparation

The Financial Statements have been prepared under the historical cost convention on the accrual basis except for certain financial instruments that are measured at fair values/ amortized costs at the end of each reporting period, as explained in the accounting policies provided herein after.

Historical cost convention is generally based on the fair value of the consideration given in exchange for goods and services.

As the operating cycle cannot be identified in normal course due to the special nature of industry, the same has been assumed to have duration of 12 months. Accordingly, all assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in Ind AS-1 'Presentation of Financial Statements' and Schedule III to the Companies Act, 2013.

The Financial Statements are presented in Indian Rupees.

Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

a. Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

b. Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.

c. Level 3 inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

2c. ii. Property, Plant and Equipment

Land and building held for use in the production or for administrative purposes are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

Property, plant and equipment are stated at cost of acquisition or deemed cost on the date of transition or construction and subsequent improvements thereto less accumulated depreciation and impairment losses, if any. Cost of acquisition includes inward freight, duties and taxes (net of Cenvat / VAT/input GST availed), dismantling cost and installation expenses incurred up to the installation of the assets. All costs, including borrowing costs incurred up to the date the asset is ready for its intended use, is capitalized along with respective asset.

Capital work in progress includes machinery to be installed, construction and erection materials and unallocated pre-operative expenditure consisting of costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

The cost of replacing part of an item of property, plant and equipment or subsequent expenditure on Property, Plant and Equipment arising on account of capital improvement or other factors are accounted for as separate components. The costs of the day-to-day servicing of property, plant and equipment are recognized in the income statement when incurred. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognized as of 1st April, 2016 (transition date) measured as per the previous GAAP and use that carryingvalue as its deemed cost as of the transition date.

Depreciation of these PPE commences when the assets are ready for their intended use. It is recognized based on the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives. Depreciation is calculated using the Straight line method on cost of items of property, plant and equipment less their estimated residual values over the estimated useful lives prescribed under Schedule II of the Act. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis. Certain Plant and Machinery have been considered



Continuous Process Plant on the basis of technical assessment. Based on above, the estimated useful lives of assets for the current period are as follows:

Category	Useful life(Years)
Factory Building	30
Plant & Machinery	8 / 20
Electrical installation	10
Furniture and fixtures	10
Vehicles	8
Crane	20
Office equipment	5

Leasehold land held under finance lease is depreciated over their expected lease terms. No depreciation is charged on Freehold land. Assets costing rupees five thousand or less are being depreciated fully in the year of addition/acquisition. Depreciation methods, useful lives and residual values are reviewed and adjusted as appropriate at reporting date.

2c. iii. Intangible Assets

Intangible assets are stated at cost of acquisition comprising of purchase price inclusive of import duties, if any, and other taxes less accumulated amortization and impairment losses. Depreciable amount of such assets, are allocated on systematic basis on the best estimates on Straight line method.

Cost of computer software packages including directly attributable cost, if any, acquired for internal use, is allocated / amortized over a period of 3 years (being estimated useful life thereof) on Straight line method.

2c. iv. De-recognition of Tangible and Intangible Assets:

An item of PPE is de-recognized upon disposal or when no future economic benefits are expected to arise from its use or disposal. Gain or loss arising on the disposal or retirement of an item of PPE is determined as the difference between the sale proceeds and the carrying amount of the assets is recognized in the Statement of Profit or Loss.

2c. v. Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to the ownership of an asset to the Company. All other leases are classified as operating leases.

Finance leases are capitalized at the inception of the lease at lower of its fair value and the present value of the minimum lease payments and a liability is recognized for an equivalent amount. Any initial direct cost of the lease is added to the amount recognized as an asset. Each Lease payment is apportioned between finance charge and reduction of the lease liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the outstanding amount of the liabilities.

Payments made under operating leases are recognized as expenses on a straight-line basis over the term of the lease or another systematic basis which is more representative of the time pattern of the benefits availed unless the lease arrangement are structured to increase

in line with expected general inflation. Contingent rentals, if any, arising under operating leases are recognized as an expense in the period in which they are incurred.

2c. vi. Impairment of Tangible and Intangible Assets

Tangible and Intangible assets are reviewed at each balance sheet date for impairment. In case events and circumstances indicate any impairment, recoverable amount of assets is determined. An impairment loss is recognized in the statement of profit and loss, whenever the carrying amount of assets either belonging to Cash Generating Unit (CGU) or otherwise exceeds recoverable amount. The recoverable amount is the greater of assets' fair value less cost to sell or its value in use. In assessing value in use, the estimated future cash flows from the use of the assets are discounted to their present value at appropriate rate.

Impairment losses recognized earlier may no longer exist or may have come down. Based on such assessment at each reporting period the impairment loss is reversed and recognized in the Statement of Profit and Loss. In such cases the carrying amount of theasset is increased to the lower of its recoverable amount and the carrying amount that havebeen determined, net of depreciation, had no impairment loss been recognized for the assets in prior years.

2c. vii. Financial Assets and Liabilities

Financial assets and financial liabilities are recognized when Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the Statement of Profit and Loss.

The financial assets and financial liabilities are classified as current if they are expected to be realized or settled within operating cycle of the company. If not, they are classified as non-current financial instruments.

The classification of financial instruments depends on the purpose for which those were acquired. Management determines the classification of its financial instruments at initial recognition.

a) Cash and Cash Equivalents :

   All highly liquid financial instruments, which are readily convertible into determinable amounts of cash and which are subject to an insignificant risk of change in value and are having original maturities of three months or less from the date of purchase, are considered as cash equivalents. Cash and cash equivalents includes balances with banks which are unrestricted for withdrawal and usage.

b) Financial Assets and Financial Liabilities measured at amortised cost :

   Financial Assets held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset



give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortized cost.

The above Financial Assets and Financial Liabilities subsequent to initial recognition are measured at amortized cost using Effective Interest Rate (EIR) method.

The effective interest rate is the rate that discounts estimated future cash payments or receipts (including all fees and points paid or received, transaction costs and other premiums or discounts) through the expected life of the Financial Asset or Financial Liability to the gross carrying amount of the financial asset or to the amortised cost of financial liability, or, where appropriate, a shorter period,to the net carrying amount on initial recognition.

c) Financial Asset at Fair Value through Other Comprehensive Income (FVTOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Subsequent to initial recognition, they are measured at fair value and changes therein are recognised directly in othercomprehensive income.

d) For the purpose of Para (ii) and (iii) above, principal is the fair value of the financial asset at initial recognition and interest consists of consideration for the time value of money and associated credit risk.

e) Financial Assets or Liabilities at Fair value through profit or loss.

Financial Instruments which does not meet the criteria of amortised cost or fair value through other comprehensive income are classified as Fair Value through Profit or loss. These are recognised at fair value and changes therein are recognized in the statement of profit and loss.

f) Derivative and Hedge Accounting

The company enters into derivative financial instruments such as foreign exchange forward, swap and option contracts to mitigate the risk of changes in foreign exchange rates in respect of financial instruments and forecasted cash flows denominated in certain foreign currencies. The Company uses hedging instruments which provide principles on the use of such financial derivatives consistent with the risk management strategy of the Company. The hedge instruments are designated and documented as hedges and effectiveness of hedge instruments to reduce the risk associated with the exposure being hedged is assessed and measured at inception and on an ongoing basis.

Any derivative that is either not designated as a hedge, or is so designated but is ineffective as per Ind AS 109 “Financial Instruments”, is categorized as a financial asset, at fair value through profit or loss. Transaction costs attributable are also recognized in Statement of profit and loss. Changes in the fair value of the derivative

hedging instrument designated as a fair value hedge are recognized in the Statement of profit and loss.

Changes in the fair value of the derivative hedging instrument designated as a cash flow hedge are recognized in other comprehensive income and presented within equity as cash flow hedging reserve to the extent that the hedge is effective.

If the hedging instrument no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, then hedge accounting is discontinued prospectively. Any gain or loss recognised in other comprehensive income and accumulated in equity till that time remains and thereafter to the extent hedge accounting being discontinued is recognised in Statement of profit and loss. When a forecasted transaction is no longer expected to occur, the cumulative gain or loss accumulated in equity is transferred to the Statement of profit and loss.

g) Impairment of financial assets

A financial asset is assessed for impairment at each balance sheet date. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

The company measures the loss allowance for a financial asset at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the company measures the loss allowance for that financial instrument at an amount equal to 12–month expected credit losses.

However, for trade receivables or contract assets that result in relation to revenue from contracts with customers, the company measures the loss allowance at an amount equal to lifetime expected credit losses.

h) De-recognition of financial instruments

The Company derecognizes a financial asset or a group of financial assets when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On de-recognition of a financial asset (except for equity instruments designated as FVTOCI), the difference between the asset's carrying amount and the sum of the consideration received and receivable are recognized in statement of profit and loss.

On de-recognition of assets measured at FVTOCI the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment.

Financial liabilities are derecognized if the Company's obligations specified in the contract expire or are discharged or cancelled. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in Statement of Profit and Loss.



2c. viii. Inventories

a. Inventories are valued at lower of the cost or net realisable value, Cost of Inventories is ascertained on 'Weighted average' basis. Materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

b. Cost in respect of raw materials and stores and spares includes expense incidental to procurement of the same. Cost in respect of finished goods and those under progress represents prime cost and includes appropriate portion of overheads and excise duty/ GST

c. Cost in respect of work in progress represents cost incurred upto the stage of completion.

d. By-products are valued at net realisable value.

2c. ix. Foreign Currency Transactions

Presentation currency:

Items included in the financial statements of entities are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). These financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the company.

Transactions and balances:

Transactions in foreign currencies are translated into the functional currency at the exchange rates prevailing on the date of the transactions. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of transaction. The loss or gain thereon and also on the exchange differences on settlement of the foreign currency transactions during the year are recognized as income or expense in the profit and loss account. Foreign exchange gain/loss to the extent considered as an adjustment to Interest Cost are considered as part of borrowing cost.

2c. x. Equity Share Capital

Ordinary shares are classified as equity. Par value of the equity shares is recorded as share capital and the amount received in excess of par value is classified as share premium.

Significant costs directly attributable to the issue of ordinary shares are recognized as a deduction from equity, net of any tax effects.

2c. xi. Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized at discounted amount (other than current) when there is a legal or constructive obligation as a result of past events, it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognized for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements.

2c. xii. Employee Benefits

Short term Employee benefits are accrued in the year services are rendered by the employees.

Provident & Family Pension Fund: In accordance with the provisions of the Employee Provident Funds and Miscellaneous Provisions Act, 1952, eligible employees of the company are entitled to receive benefits with respect to provident fund, a defined contribution plan, in which both the company and employee contribute monthly to Provident Fund Scheme by the Central Government at a determined rate and the Company's contribution is charged off to the Statement of Profit and Loss.

Gratuity: Contributions under the scheme for defined benefit under the Payment of Gratuity Act, 1972, is determined on the basis of actuarial valuation recognized as year's expenditure. Actuarial gain and losses arising from experience adjustments and changes in actuarial assumptions are recognized in other comprehensive income. Other costs recognized in the Statement of Profit or Loss.

2c. xiii. Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable,taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.

The specific recognition criteria described below must also be met before revenue is recognised.

a) Sale of Products

Revenue from Sale of goods is recognized at the fair value of consideration received or receivable when the significant risk and rewards of goods ownership of goods have been transferred and the amount of revenue can be measured reliably.

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts, service tax/ Goods and Service Tax and sales tax etc. Any retrospective revision in prices is accounted for in the year of such revision.

b) Interest, Dividend and Claims

Dividend income from investments is recognised when the shareholder's right to receive payment has been established provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest has been accounted using effective interest rate method. Insurance claims/ other claims are accounted as and when admitted/settled.



2c. xiv. Borrowing Cost

Borrowing cost comprises interest and other costs incurred in connection with the borrowing of the funds. All borrowing costs are recognized in the Statement of Profit and Loss using the effective interest method except to the extent attributable to qualifying fixed assets which are capitalized. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale.

In respect of foreign currency borrowings, where the interest rate of the borrowing is less than the commercial interest rate prevailing in the local currency borrowing, the resultant exchange loss on account of Foreign Exchange is included in the borrowing cost to the extent it does not exceed the difference between the cost of borrowing in functional currency when compared to the cost of borrowing in a foreign currency. In case where, unrealized exchange loss is treated as an adjustment to interest and subsequently there is a realized or unrealized gain in respect of the settlement or translation of the same borrowing, the gain to the extent of the loss previously recognized as an adjustment is also recognized as an adjustment to interest.

2c. xv. Government Grants

Government grants, including non-monetary grants at fair value, are not recognized until there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received.

Government grants whose primary condition is that the Company should purchase, construct or otherwise acquire non-current assets and non-monetary grants are recognized and disclosed as 'deferred income' as non-current liability in the Balance Sheet and transferred to the Statement of Profit and Loss on a systematic and rational basis over the useful lives of the related assets.

2c. xvi. Income Taxes

Income tax expense representing the sum of current tax expenses and the net charge of the deferred taxes is recognized in the income statement except to the extent that it relates to items recognized directly in equity or other comprehensive income, in which case it is recognized directly in equity or other comprehensive income.

Current income tax is provided on the taxable income and recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Taxable Income differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognized as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with asset will be realized.

2c. xvii. Earnings Per Share

Basic earnings per share are computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares, except where the results would be anti-dilutive.

2c. xviii. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief-operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Segment manager who allocates resources and assess the operating activities, financial results, forecasts, or plans for the segment.

2d) Critical accounting judgments, assumptions and key sources of estimation and uncertainty

The preparation of the financial statements in conformity with the measurement principle of Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Differences between the actual results and estimates are recognized in the year in which the results are known / materialized and, if material, their effects are disclosed in the notes to the financial statements.



Application of accounting policies that require significant areas of estimation, uncertainty and critical judgments and the use of assumptions in the financial statements have been disclosed below. The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year are discussed below:

2d. i. Depreciation / amortization and impairment on property, plant and equipment / intangible assets

Property, plant and equipment are depreciated on Straight line Method over the estimated useful lives (or lease term if shorter) in accordance with Schedule II of the Companies Act, 2013, taking into account the estimated residual value, wherever applicable. The Company reviews the estimated useful lives of the assets regularly in order to determine the amount of depreciation / amortization expense to be recorded during any reporting period. This reassessment may result in change in depreciation expense in future periods.

The company reviews its carrying value of its Tangible Assets whenever there is objective evidence that the assets are impaired. The required level of impairment losses to be made is estimated by reference to the estimated value in use or recoverable amount.

2d. ii. Impairment loss on trade receivables

The Company evaluates whether there is any objective evidence that trade receivables are impaired and determines the amount of impairment loss as a result of the inability of the debtors to make required payments. The Company bases the estimates on the ageing of the trade receivables balance, credit-worthiness of the trade receivables and historical write-off experience. If the financial conditions of the trade receivable were to deteriorate, actual write-offs would be higher than estimated.

2d. iii. Income taxes

Significant judgment is required in determination of taxability of certain income and deductibility of certain expenses during the estimation of the provision for income taxes.

2d. iv. Contingencies

Management judgment is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations/ against the Company as it is not possible to predict the outcome of pending matters with accuracy. Based on management best estimates the same does not qualify for recognition in the financial statements.

2d. v. Arrangements containing leases and classification of leases

The Company enters into service / hiring arrangements for various assets / services. Thedetermination of lease and classification of the service / hiring arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

2d. vi. Insurance Claim and Liquidated damages

Insurance claims are accounted as and when admitted/settled. Liquidated damages and penalties from the vendors are accounted for in accordance with the terms of agreement for loss of opportunity/profit of the company due to delay in completion if balances are available in the Supplier's Account. Subsequent changes in value if any in value are provided for.

2d. vii. Defined benefit obligation (DBO)

Critical estimate of the DBO involves a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate, anticipation of future salary increases etc. as estimated by Independent Actuary appointed for this purpose/ Management. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

Note 3
Property, Plant and Equipment

Details	Land	Lease Hold Land	Non Factory Building	Factory Buildings	Plant & Machinery	Electrical Installations	Office Equipment	Furnitureand Fixtures	Vehicles	CWIP	Crane	TOTAL
Year ended 31 March 2018												
Opening Gross Carrying Amount	-	1,500,897	301,200	22,128,181	83,833,009	1,870,049	224,150	806,268	7,134,856	-	18,422,770	136,221,380
Additions	6,283,138	-	-	-	-	-	-	-	70,204		-	6,353,342
Deletions				-	-	-	-	-	37,449	-	-	37,449
Closing Gross Carrying Amount as at 31 March 2018	**6,283,138**	**1,500,897**	**301,200**	**22,128,181**	**83,833,009**	**1,870,049**	**224,150**	**806,268**	**7,167,611**	**-**	**18,422,770**	**142,537,273**
Accumulated Depreciation and Impairment												-
Opening accumulated depreciation	-	20,560	-	1,027,430	9,991,087	514,761	-	335,092	1,086,925	-	1,541,061	14,516,916
Depreciation charged during the year	-	20,560	-	1,027,430	4,842,039	470,927	-	211,518	970,408		1,541,061	9,083,943
Deduction/Adjustment									-			-
IND AS Adjustment Entries (Accumulated Depreciation)												-
Closing Accumulated Depreciation and Impairment as at 31 March 2018	**-**	**41,120**	**-**	**2,054,860**	**14,833,126**	**985,688**	**-**	**546,610**	**2,057,333**	**-**	**3,082,122**	**23,600,859**
Net Carrying Amounts as at 31 Marchr 2018	**6,283,138**	**1,459,777**	**301,200**	**20,073,321**	**68,999,883**	**884,361**	**224,150**	**259,658**	**5,110,278**	**-**	**15,340,648**	**118,936,416**



Details		Lease Hold Land	Non Factory Buildings	Factory Buildings	Plant & Machinery	Electrical Installations	Office Equipment	Furnitureand Fixtures	Vehicles	CWIP	Crane	TOTAL
Year ended 31 March 2017												
Gross carrying amount												
Opening Gross Carrying Amount		1,500,897	301,200	22,128,181	83,015,009	1,870,049	224,150	806,268	7,009,856	-	18,422,770	135,278,380
Additions					818,000	-	-	-	125,000	-	-	943,000
Deletions												-
Closing Gross Carrying Amount as at 31 march 2017		**1,500,897**	**301,200**	**22,128,181**	**83,833,009**	**1,870,049**	**224,150**	**806,268**	**7,134,856**	**-**	**18,422,770**	**136,221,380**
Accumulated Depreciation and Impairment												
Opening accumulated depreciation				-		-			-		-	-
Depreciation charged during the year		20,560		1,027,430	9,991,087	514,761	-	335,092	1,086,925		1,541,061	14,516,916
IND AS Adjustment Entries (Depreciation P&L)												-
Deduction/Adjustment												
IND AS Adjustment Entries (Accumulated Depreciation)												
Closing Accumulated Depreciation and Impairment as at 31 March 2017		**20,560**	**-**	**1,027,430**	**9,991,087**	**514,761**	**-**	**335,092**	**1,086,925**	**-**	**1,541,061**	**14,516,916**
Net Carrying Amounts as at 31 March 2017		**1,480,337**	**301,200**	**21,100,751**	**73,841,922**	**1,355,288**	**224,150**	**471,176**	**6,047,929**	**-**	**16,881,709**	**121,704,462**



Note - 4
Investments

	PARTICULARS	AS AT 31.03.2018 (Amount in Rs.)	AS AT 31.03.2017 (Amount in Rs.)	AS AT 01.04.2016 (Amount in Rs.)
(Long Term Investments)				
a. Investmensts in Equity Instruments at FVTOCI - Unquoted				
9,100	OPG Energy Private Limited-'A' Class Shares	203,200	327,200	160,600
202,800	OPG Renewable Energy Private Limited Class A Shares (Previous Year: 202800 Shares of Rs.10 each)	2,028,000	2,028,000	2,028,000
323,375	OPG Business Centre Pvt Ltd Class A Shares (Previous Year: 323375 Shares of Rs.10 each)	3,233,750	3,233,750 -	3,233,750
38,700	Yukti Wind Power Private Limited,Class A Shares of Rs.10.16 each	393,192	393,192	393,192
1,375	Suryadev Alloys & Power Private Limited	-	-	209,688
7,744,460	OPGS Power Gujarat Private Limited,Class A Shares	-	214,446	774,446
1,398,820	OPG Energy Private Limited,Class C Shares (Previous Year:11398820Shares of Rs.10 each)	13,988,200	13,988,200	13,988,200
	Total Unquoted Investments	**19,846,342**	**20,184,788**	**20,787,876**
b.Investments in listed securities at FVTPL - Quoted				
78,750	Tulsyan Power LTD, Equity Shares of 10/- each	476,250	1,162,500	1,397,813
7,81,399	Gita Renewable Energy Limited (previous year:7,81,399 shares of 10 each)	5,626,073	10,314,467	18,661,013
	Total Quoted Investments	**6,102,323**	**11,476,967**	**20,058,825**
	Total Investments	**25,948,665**	**31,661,755**	**40,846,701**

PARTICULARS	AS AT 31-03-2018 (Amount in Rs.)	AS AT 31-03-2017 (Amount in Rs.)	AS AT 01-04-2016 (Amount in Rs.)
Note 5			
OTHER FINANCIAL ASSETS			
(Unsecured, Considered good)			
a.Security Deposits	11,539,339	40,029,657	43,876,899
b.Deposits with related party	7,500,000	7,500,000	7,500,000
Total	**19,039,339**	**47,529,657**	**51,376,899**
Note 6			
INVENTORIES			
(Valued at lower of Cost and Net Realisable Value)			
(as valued and certified by the manangement)			
a) Raw Materials	359,553,282	279,695,985	261,861,808
b) Finished Goods	134,763,850	134,205,162	120,066,579
c) Stores and Spares	5,987,304	34,392,307	19,734,659
Total	**500,304,436**	**448,293,454**	**401,663,046**
Note 7			
TRADE RECEIVABLES			
(Unsecured,)			
Considered Good	555,477,867	499,729,845	701,653,407
Total	**555,477,867**	**499,729,845**	**701,653,407**
Ageing of Trade Receivables			
Within Credit Period			
1 - 180 Days past due	453,160,210	311,329,893	514,672,351
More than 180 days past due	102,317,657	188,399,953	186,981,056
Total	**555,477,867**	**499,729,845**	**701,653,407**

Notes :
i) Trade Receivables are interest bearing @ 18% p.a and are generally on terms of 1 to 30 days
ii) Refer Note 21.1 for hypothecation of above receivables and there are no amount due from related parties
iii) Credit Concentration
iv) The fair value of Trade receivables is not materially different from the carrying value presented.



PARTICULARS	AS AT 31-03-2018 (Amount in Rs.)	AS AT 31-03-2017 (Amount in Rs.)	AS AT 01-04-2016 (Amount in Rs.)
Note 8			
CASH & CASH EQUIVALENTS			
a) Cash in Hand	1,463,967	322,761	6,031,845
b) Balances with Bank			
In Current Accounts	272,977	5,465,892	567,860
Total	**1,736,944**	**5,788,653**	**6,599,705**
Note 9			
Bank Balances (Other than Cash and Cash Equivalents)			
a) Deposits with Bank (having original maturity more than 3 months & less than 1 year)	37,028,109	147,158,913	57,082,656
Total	**37,028,109**	**147,158,913**	**57,082,656**
Note 10			
Loans			
(Unsecured, Considered Good)			
b) Advance - Others	417,450	239,173	223,673
Total	**417,450**	**239,173**	**223,673**
Note 11			
OTHER CURRENT ASSETS			
a. Supplier advance	31,665,768	47,377,307	117,132,446
b. Balance with Government authorities	22,655,924	14,308,434	12,980,010
c. Cenvat Balances	-	19,351,398	26,967,179
Total	**54,321,692**	**81,037,139**	**157,079,635**

Note 12

PARTICULARS	AS AT 31.03.2018 (Amount in Rs.)	AS AT 31.03.2017 (Amount in Rs.)	AS AT 01-04-2016 (Amount in Rs.)
3.SHARE CAPITAL			
I. Authorised Share Capital			
2,98,00,000 Equity Shares of Rs.10 each (Previous Year 2,98,00,000)	**298,000,000**	**298,000,000**	**298,000,000**
20,000 15% Cumulative Redeemable Preference Shares of Rs.100 each (Previous Year 20,000)	**2,000,000**	**2,000,000**	**2,000,000**
	300,000,000	**300,000,000**	**300,000,000**
II. Issued, subscribed and fully paid capital:			
2,84,36,074 Equity shares of Rs.10 each fully paid-up. (Previous Year 2,84,36,074)			
Opening Balance	**284,360,740**	**284,360,740**	**284,360,740**
Issued during the year	**-**	**-**	-
Cancelled during the year	**-**	**-**	-
Closing Balance	**284,360,740**	**284,360,740**	**284,360,740**
III. Issued, subscribed but not fully paid capital:	**-**		
Less: Calls Unpaid			
By Directors	**-**	**-**	-
By Others	**-**	**-**	-
Add: Forefeited Shares	**295,830**	**295,830**	**295,830**
Total	**284,656,570**	**284,656,570**	**284,656,570**



a) Movement of Shares

There is no movement of shares outstanding at the beginning and at the end of the reporting period.

b) Terms / rights attached to equity shares:

The company has only one class of equity shares havinga par value of Rs.10/- per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive the assets of the company, in proportion to the number of equity shares held by the shareholders afterdistribution of all preferential amounts.

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

Particulars	AS AT 31-03-2018		AS AT 31-03-2017	
	No of Shares	**%**	No of Shares	%
Chennai MaterialRecycling & Trading Co Pvt Ltd	**2,489,584**	**8.76**	2,489,584	8.76
Rajesh Kumar Gupta	**2,370,174**	**8.34**	2,370,174	8.34
Tamilnadu Property Developers LTD	**2,400,000**	**8.44**	2,400,000	8.44
Shailja Gupta	**2,229,428**	**7.84**	229,005	0.81
Tamilnadu Enterprises & Investments Pvt Ltd	**2,015,497**	**7.09**	2,015,497	7.09
Radiant solutions private ltd	**2,000,000**	**7.03**	2,000,000	7.03
Ameena Bagum	**2,000,000**	**7.03**	2,000,000	7.03

Note 13

PARTICULARS	AS AT 31.03.2018 (Amount in Rs.)	AS AT 31-03.2017 (Amount in Rs.)	AS AT 01-04-2016 (Amount in Rs.)
4. OTHER EQUITY			
I. Capital Reserve			
Opening Balance	8,732,431	8,732,431	8,732,431
Additions during the year	-	-	-
Utilisation during the year	-	-	-
Closing Balance	**8,732,431**	**8,732,431**	**8,732,431**
II. CapitalRedempiton Reserve			
Opening & Closing Balance	**300,000**	**300,000**	**300,000**
III. Securities Premium Reserve			
Opening Balance	92,969,593	88,540,968	87,776,972
Additions during the year	6,278,652	9,113,567	763,996
Utilisation during the year	-	-	
Closing Balance	**99,248,245**	**97,654,535**	**88,540,968**
IV. Revaluation Reserve			
Opening Balance	**63,909,176**	**69,187,291**	74,466,161
Additions during the year	**-**	**-**	
Utilisation during the year	**(5,159,523)**	**(5,278,115)**	5,278,870
Closing Balance	**58,749,653**	**63,909,176**	**69,187,291**
V. General Reserve			
Opening Balance	(442,725,002)	(442,725,002)	(442,725,002)
Additions during the year			
Closing Balance	**(442,725,002)**	**(442,725,002)**	**(442,725,002)**
VI. Surplus:			
Opening Balance	449,690,073	439,629,617	387,047,144
Profit for the year	15,793,500	4,782,341	47,303,603
Transfer of Revaluation Reserve	5,159,523	5,278,115	5,278,870
Earlier Year Adjustments	(5,224,452)		
Closing Balance	**465,418,645**	**449,690,073**	**439,629,617**



PARTICULARS	AS AT 31.03.2018 (Amount in Rs.)	AS AT 31-03.2017 (Amount in Rs.)	AS AT 01-04-2016 (Amount in Rs.)
VI. Other Compreshensive Income			
Opening Balance	(3,071,975)	(4,180,629)	
Additions during the year	728,047	1,108,654	(4,180,629)
Utilisation during the year			
Closing Balance	(2,343,928)	(3,071,975)	(4,180,629)
Total	**187,380,044**	**174,489,239**	**159,484,678**

Note 14

PARTICULARS	AS AT 31-03-2018 (Amount in Rs.)	AS AT 31-03-2017 (Amount in Rs.)	AS AT 01-04-2016 (Amount in Rs.)
5. BORROWINGS			
Secured from Banks			
Loan from bank	-	478,408	900,000
(Secured against assets purchased under HP Scheme)			
Less: Amount shown under current financial liabilities	**-**	478,408	**421,592**
Total	**-**	**-**	**478,408**

Terms of Repayment and rate of interest:
HP Loan of Rs. 9,00,000 is repayable in24 monthlyinstalments of Rs.42,665/- each and it carries an interest @ 4.74% p.a. for the previous year.

Nature of Security:
(Secured HP Loans from Bank / Financial Institutions are secured by the respective Vehicles and Machinery)

Particulars	AS AT 31.03.2018 (Amount in Rs.)	AS AT 31.03.2017 (Amount in Rs.)	AS AT 31.03.2016 (Amount in Rs.)
Note 15			
Deferred Tax Liabilities (net)			
Deferred Tax Liability			
Fixed Asset -Impact of Difference between tax depreciation and depreciation charged in the financial statement	28,549,504	30,143,217	39,256,785
GrossDeferred Tax Liability- Total	**28,549,504**	**30,143,217**	**39,256,785**
Note 16			
Provisions			
For Employee Benefits	2,597,131	3,321,177	4,180,629
Total	**2,597,131**	**3,321,177**	**4,180,629**
Note 17			
BORROWING			
Short Term From Banks			
Cash Credit:			
Corporation Bank	3,935,720	1,554,665	15,167,389
State Bank of India	88,290,926	152,318,091	199,270,670
Total	**92,226,646**	**153,872,756**	**214,438,059**
8.1 Nature of Security and rate of interest: (All the above loans are secured by equitable mortgageof land and building including Plant and Machinery and also by hypothecation of Raw Materials, Stock-in-Processand Finished Goods, Corporate guarantee byM/s.Tamilnadu property developers LtdAlso personal guarantee byCMD of the company)			



Particulars	AS AT 31.03.2018 (Amount in Rs.)	AS AT 31.03.2017 (Amount in Rs.)	AS AT 31.03.2016 (Amount in Rs.)
Note 18			
TRADE PAYABLES			
Micro, Small and Medium enterprises			
Other trade payables	545,093,280	482,395,666	535,449,097
Refer Note No.37 for amount due to Related Parties			
Total	**545,093,280**	**482,395,666**	**535,449,097**
Note 19			
OTHER FINANCIAL LIABILITIES			
a. Current maturities of long term borrowings (refer note No.3)	-	478,408	421,592
b. Outstanding Liability	3,231,754	4,045,237	7,663,213
c. Statutory Liabilities	5,767,495	2,827,809	1,816,093
Total	**8,999,249**	**7,351,454**	**9,900,898**
Note 20			
OTHER LIABILITIES			
a. Advances from Customers	184,385,661	225,867,696	285,814,889
Total	**184,385,661**	**225,867,696**	**285,814,889**
Note 21			
PROVISIONS			
a. Provision for Income Tax	10,919,423	10,084,886	10,424,739
b. Provision for others	362,222	10,960,388	7,719,350
Total	**11,281,645**	**21,045,274**	**18,144,089**

PARTICULARS	31.03.2018 (Amount in Rs.)	31-03-2017 (Amount in Rs.)
Note 22		
Revenue From Operations		
Revenue from Sale of Manufactured products	1,859,236,390	1,691,701,032
Revenue from Sale of Traded Products	514,583,171	828,046,472
Total	**2,373,819,561**	**2,519,747,504**
Note 23		
Other Income		
Rental Income	715,080	637,560
Sales commission	5,030,255	23,289,337
Insurance claim received	509,615	33,969,350
Net Gain on Foreign Currency Transalation	2,292,512	2,074,201
Profit On sale of Vehicles	60,054	-
Interest Income	3,188,312	5,685,974
Total	**11,795,827**	**65,656,422**
Note 24		
Cost of Materials Consumed		
Opening Stock	279,695,985	261,861,808
Add: Purchases	1,539,474,796	1,193,332,823
Less: Closing Stock	359,553,282	279,695,985
Total	**1,459,617,499**	**1,175,498,646**
(i) Details of Raw materials consumed		
Scrap	262,860,080	304,789,343
Billets/Ingots	1,129,578,075	840,795,711
Coal	27,304,986	17,162,679
Sponge Iron	39,874,358	12,750,913
Total	**1,459,617,499**	**1,175,498,646**



PARTICULARS	31.03.2018 (Amount in Rs.)	31-03-2017 (Amount in Rs.)
(ii) Details of Raw Material Inventory		
Scrap	119,565,636	111,422,288
Billets/Ingots	236,476,656	164,409,576
Coal	1,580,260	1,474,225
Sponge Iron	1,930,729	2,389,895
Total	**359,553,281**	**279,695,985**
Note 25		
Purchases of Stock in Trade		
Scrap	334,052,566	378,560,118
Billets/Ingots	73,545,045	16,692,586
Rolled & Steel and allied Products	44,457,763	336,993,926
Total	**452,055,374**	**732,246,630**
Note 26		
Changes in Inventories of Finished Goods		
Closing Stock of Finished Goods	134,763,850	134,205,162
Opening Stock of Finished Goods	134,205,162	120,066,579
	(558,688)	**(14,138,583)**
Total		
Note 27		
Excise Duty		
Excise Duty	**26,408,829**	229,394,660
Total	**26,408,829**	**229,394,660**
Note 28		
EMPLOYEE BENEFITS EXPENSES		
Salaries, Wages and Bonus	12,747,131	12,193,861
Contribution to Provident & other funds	2,059,744	3,054,703
Staff and labour Welfare Expenses	22,365	26,182
Total	**14,829,240**	**15,274,746**

PARTICULARS	31.03.2018 (Amount in Rs.)	31-03-2017 (Amount in Rs.)
Note 29		
FINANCE COSTS		
Interest paid to Banks	23,604,131	31,261,207
Interest -Others	289,124	285,859
Total	**23,893,255**	**31,547,066**
Note 30		
OTHER EXPENSES		
a. Material & Manufacturing expenses		
Stores and Spares consumed	111,603,119	38,593,401
Power and Fuel	138,838,355	190,245,637
Freight Charges	17,293,872	9,883,754
Carriage inward	305,874	-
Customs Duty& Licence	21,018,406	75,542,860
Clearing and Forwarding Charges	22,140,916	25,129,648
b. Repairs & Maintenance		
Machinery Maintenanace	10,665,723	4,211,170
Repairs to Building	507,500	587,782
Electrical Maintenance	7,007,514	3,121,333
Vehicle Maintenance	86,669	105,458
c. Administrative Expenses		
Advertisement	27,450	55,910
Bank Charges	21,395,858	20,328,208
Directors' Remuneration	2,100,000	1,535,850
Donation	21,000	-
Insurance	968,489	105,038
Listing Fees	494,500	459,412
Rebate & Discount	167,882	390,437
Sales Tax Expenses	270,709	177,646
Membership and subscription	108,300	79,050



PARTICULARS	31.03.2018 (Amount in Rs.)	31-03-2017 (Amount in Rs.)
Payment to Auditors		
- As Audit Fees	118,000	115,000
- As Certification Fees	80,100	142,058
- As Tax Audit Fees	59,000	57,500
Postage	130,680	172,182
Printing and Stationery	300,662	280,743
Professional & Consultancy	2,080,825	1,002,051
Rates & Taxes	1,162,428	2,087,851
Rent & Amenities	160,500	189,900
Directors Sitting Fees	58,000	87,000
Service Tax / GSTPaid	3,069,414	136,888
Share Transfer Charges	15,000	84,235
Telephone Charges	542,839	609,275
Travelling Expenses-Directors	295,459	30,369
Loss on sale of shares	-	3,556,800
Travelling & Conveyance	193,617	54,712
Pur/windmill Expenses	43,800	-
Loss on M 2 M	4,249,644	1,269,358
d. Selling and Distribution Expenses		
Finished Goods Expenses	3,653,317	3,202,938
Carriage Outwards	845,708	977,580
Sales Promotion Expenditure	616,882	313,906
Sales commission	875,000	1,273,675
Total	**373,573,013**	**386,196,616**

31. FINANCIAL INSTRUMENTS

The Carrying and Fair value of financial instrument by categories were as follows:

Particulars	31.03.2018	31.03.2017	01.04.2016
Assets			
Amortised cost:			
Trade receivables	555,477,867	499,729,845	701,653,407
Cash and cash equivalents	1,736,944	5,788,653	6,599,705
Bank Balances	37,028,109	147,158,913	57,082,656
Loans	417,450	239,173	223,673
Security Deposits	19,039,339	47,529,657	51,376,899
Fair Value through Profit and Loss Account (Designateduponinitialrecognition–NIL) (Mandatoryrequired to be fair value):			
Investment in Quoted Equity Instruments	6,102,323	11,476,967	20,058,825
Total	**619,802,032**	**711,923,208**	**836,995,165**
Liabilities			
Amortised cost:			
Loans and borrowings	92,226,646	153,872,756	214,916,467
Trade payables	545,093,280	482,395,666	535,449,097
Other Non Current Financial Liabilities	8,999,249	7,351,454	9,900,898
Other Financial Liabilities other than Borrowings and derivative	-	-	-
Total	**646,319,175**	**643,619,876**	**760,266,462**

Fair Valuation Techniques

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The following methods and assumptions were used to estimate the fair values:

a) The fair value of cash and cash equivalents, trade receivables, trade payables, current financial liabilities and borrowings approximate their carrying amount largely due to the short-term nature of these instruments. The Board considers that the carrying amounts of financial assets and financial liabilities recognized in the financial statement approximate their fair value.

b) Long-term debt has been contracted at floating rates of interest, which are reset at short intervals. Fair value of variable interest rate borrowings approximates their carrying value of such long-term debt approximates fair value subject to adjustments made for transaction cost.

c) The fair value of derivative financial instruments is determined based on observable



market inputs including currency spot and forward rates, yield curves, currency volatility etc. These derivatives are estimated by using the pricing models, where the inputs to those models are based on readily observable market parameters basis contractual terms, period to maturity, and maturity parameters such as foreign exchange rates and volatility. These models do not contain a high level of subjectivity as the valuation techniques used do not require significant judgement, and inputs thereto are readily observable from actively quoted market prices. Management has evaluated the credit and a non-performance risk associated with the counterparties and believes them to be insignificant and not requiring any credit adjustments.

Fair value hierarchy

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

Particulars	As of 31st March 2018 (-)	Fair value measurements at reporting date using		
		Level 1	Level 2	Level 3
Assets:				
Investments in Quoted Equity Instruments	61,02,323 (11,476,967) [20,058,825]	61,02,323 (11,476,967) [20,058,825]		

Figures in round brackets ( ) indicate figures as on 31st March 2017 and in brackets [ ] indicate figures as of 1st April, 2016

During the year ended March 31, 2018 and March 31, 2017, there were no transfers between Level 1 and Level 2 fair value measurements. There is no transaction / balance under level 3.

The fair value of liquid mutual funds is based on quoted price.

Derivative financial instruments are valued based on quoted prices for similar assets and liabilities in active markets or inputs that are directly or indirectly observable in the marketplace. The inputs used under level II market valuation technique for forward contracts are Forward foreign currency exchange rates and Interest rates to discount future cash flow

Derivatives assets and liabilities:

The Company follows established risk management policies, including the use of derivatives to hedge its exposure to foreign currency fluctuations on foreign currency assets / liabilities. The counter party in these derivative instruments is a bank and the Company considers the risks of non-performance by the counterparty as non-material. The following table presents the aggregate contracted principal amounts of the Company's derivative contracts outstanding:

(a) Category wise outstanding derivatives contracts entered for hedging as on 31st March 2018: Nil

(b) Unhedged Foreign Currency exposures as on March 31, 2018 are as follows: -

Nature	Currency	Amount in Foreign Currency	
		As of 31- 03-18	As of 31-03-17

Trade Payables (Including acceptances)	USD	**19,46,824**	**17,86,215**

The foreign exchange forward and option contracts mature within twelve months. The table below analyses the derivative financial instruments into relevant maturity groupings based on the remaining period as of the balance sheet date:

Particulars	March 31, 2018	March 31, 2017
Not later than one month	-	-
Later than one month and not later than three months	-	-
Later than three months and not later than one year	-	-

Financial Risk Factors

The company's activities expose it to a variety of financial risks – Market risk, Credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimise potential adverse effects on its financial performance. The primary market risk to the company is foreign exchange risk. The company uses derivative financial instruments to mitigate foreign exchange related risk exposures. The company's exposure to credit risk is influenced mainly by the individual characteristic of each customer and the concentration of risk from the top few customers. The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The risks are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and approves policies for managing each of these risks, which are summarized below:

i. Market Risk

Market risk is the risk or uncertainty arising from possible market price movements resulting in fluctuation of the fair value of future cash flows of a financial instrument. The major components of Market risks areprice risk, interest rate risk and foreign currency exchange risk.

Financial instruments affected by market risk includes borrowings, investments and derivative financial instruments.

ii Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's foreign currency denominated borrowing.

The Company evaluates exchange rate exposure arising from these transactions and enters into foreign currency derivative instruments to mitigate such exposure. The Company follows established risk management policies, including the use of derivatives like foreign exchange forward / option contracts to hedge forecasted cash flows denominated in foreign currency.

As per the hedging policy of the Company, all foreign currency exposures that are due in the next 12 months are either hedged or based on the technical assessment of foreign currency movement against the INR and the premium charged for the hedging, the same might be left un-hedged so as to avail maximum financial benefit to the company. The carrying amount of the Non-Derivative financial instruments in foreign currency as of the end of the reporting period are as follows:

As at March 31, 2018 (*)	
Particulars	**USD**
Vendors	-

(*) Figures in round brackets ( ) indicate figures as on 31st March 2017 and in brackets [ ] indicate figures as of 1st April, 2016

The company is principally exposed to foreign currency risk against USD. Sensitivity of profit or loss arises mainly from USD denominated receivables and payables are as follows:

Sensitivity at year end	2017-18	2016-17
Payable	-	-
Weakening of INR by 5%	-	-
Strengthening of INR by 5%	-	-

Summary of exchange difference accounted in Statement of Profit and Loss

Fluctuation	2017-18	2016-17
Net (gain)/losses on Currency fluctuation shown as Other Income: Net foreign exchange	22,92,512	20,74,201

iii) Commodity price risk

The company uses scrap metals which exposes it to be price risk on account of procurement of commodities. The management monitors commodities / raw materials whose prices are volatile and suitable steps are taken accordingly to minimise the risk on the same. The company enter into contract for procurement of material, most of the transactions are short term fixed price contract and a few transactions are long term fixed price contracts.

iv) Interest rate risk

Interest rate risk primarily arises from floating rate borrowing with banks and financial institutions. As of March 31, 2018, substantially all of the Company borrowings were subject to floating interest rates, which are reset at short intervals.

v) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables).To manage this, the management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. The Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends and ageing of accounts receivable. Individual risk limits are set accordingly. Further the company obtains necessary security including letter of credits and / or bank guarantee to mitigate its credit risk.

The Company establishes an allowance for impairment that represents its estimate of incurred losses in respect of trade and other receivables. Receivables from customers are reviewed/ evaluated periodically by the management and appropriate provisions are made to the extent recovery there against has been considered to be remote.

The carrying amount of respective financial assets recognised in the financial statements, (net of impairment losses) represents the Company's maximum exposure to credit risk.

The concentration of credit risk is limited due to the customer base being backed by the government

order and unrelated. Of the trade receivables balance at the end of the year, Rs.16,15,07,971.81 is due from BHEL, the Company's largest customer. The customer accounted for more than 29.08% and 16.15% of the accounts receivable as at March 31, 2018 and 2017, respectively and more than 23.64% and 15.87% of revenues for the year ended March 31, 2018 and 2017, respectively.

Financial assets that are neither past due nor impaired

Cash and cash equivalents, investment and deposits with banks are neither past due nor impaired. Cash and cash equivalents with banks are held with reputed and credit worthy banking institutions

vi) Counter-party risk

Counterparty risk encompasses settlement risk on derivative and money market contracts and credit risk on demand and time deposits. Settlement and credit risk is reduced by the policy of entering transactions with counterparties that are usually banks or financial institutions with acceptable credit ratings. Exposure to these risks are closely monitored and maintained within predetermined parameters. There are limits on credit exposure to any financial institution. The limits are regularly assessed and determined based upon credit analysis including financial statements and capital adequacy ratio reviews. In addition, net settlement agreements are contracted with significant counterparties.

vii) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. The Company monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Company's operations and to mitigate the effects of fluctuations in cash flows.

The company relies on mix of borrowings, capital infusion and excess operating cash flows to meet its need for funds.The current committed limits are sufficient to meet its short and medium-term requirements. The company ensures that it does not breach any financial covenants stipulated by the lender. In the event of breach of covenants the Company may be liable to pay additional interest. The Company also ensures that it has sufficient cash on demand to meet expected operational expenses. As of March 31, 2018, the cash and cash equivalents are held with major banks.

Capital Management:

The primary objective of the Company's capital management is to ensure that it maintains a healthy capital ratio in order to support its business and maximise shareholder value. The Company's objective when managing capital is to safeguard their ability to continue as a going concern so that they can continue to provide returns for shareholders and benefits for other stake holders. The Company focused on keeping strong total equity base to ensure independence, security, as well as a high financial flexibility for potential future borrowings, if required without impacting the risk profile of the Company.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that



it meets financial covenants attached to the interest-bearing and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would thereby permit the banks/financial institutions to immediately call loans and borrowings. The Company has complied with these covenants and there have been no breaches in the financial covenants of any interest-bearing loans and borrowings in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31st March 2018 and 31st March 2017.

The Company's audit committee reviews the capital structure of the Company on periodic basis. As part of this review, the committee considers the cost of capital and the risks associated with the same.

The company also monitors capital using gearing ratio which is net debt divided by total capital. The gearing ratios as at 31st March, 2018, 31st March, 2017 and 1st April, 2016 are as follows

(Amount in Rs.)

Particulars	**As at 31st March 2018**	As at 31st March 2017	As at 1st April 2016
Borrowings	92,226,646	153,872,756	214,916,467
Less Cash and Cash Equivalents	1,736,944	5,788,653	6,599,705
Net Debt	90,489,701	148,084,103	208,316,762
Total Capital	472,036,615	459,145,809	444,141,248
Gearing Ratio	0.19	0.32	0.47

The company also manages its capital to meet financial covenants, if any attached to the borrowings. Non-compliances may result in levy of higher rate of interest on Loans charged by the lenders. At present the company has generally been complying with the financial covenants of the borrowings during the reported period.

32.Contingent Liabilities not provided for: (Amount in INR)

Particulars	**2017-18**	2016-17
a) Guarantees given by banks on behalf of the Company.	1,58,99,520	1,58,99,520
b) Bills discounted with banks	-	-
c) Outstanding Letter of Credits	1,71,58,785	1,75,56,113
d) Various demands raised which in the opinion of the management are not tenable and are pending with various forums/ authorities		
• Central Excise Law	3,37,30,024	3,37,30,024
• TNVAT	2,91,95,901	2,91,95,901
• Income Tax / TDS	4,16,222	-

33. Commitments not provided for: Nil

34. Disclosure of Trade Payables under current/Non-Current liabilities is based on the information available with the company regarding the status of the suppliers as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" (the Act). There are no delays in payment made to such suppliers and there is no overdue amount

outstanding as at the Balance Sheet date. Based on the above the relevant disclosure u/s 22 of Act are as follows:

Particulars	Rs. in lakhs
Principal amount outstanding at the end of the year	Nil
Interest amount due at the end of the year	Nil
Interest Paid to suppliers	Nil

35. The disclosures required under Ind AS 19 "Employee Benefits", the disclosures as defined are given below :

Defined Contribution Plans:

Contribution to Defined Contribution Plans (Provident Fund) recognized as expense for the year 2017-18 is Rs.

Particulars	Gratuity (Unfunded)	
	31.03.2018	31.03.2017
Change in benefit obligations:		
Balance as at the beginning of the year	36,38,287	41,80,629
Service Cost	2,04,054	2,52,765
Interest Cost	2,40,828	3,13,547
Benefits Paid	(3,95,796)	-
Actuarial (Gain)/Loss	(7,28,047)	(11,08,654)
Balance as at the closing of the year	29,59,353	36,38,287
Fair Value of Assets:	-	-
Balance as at the beginning of the year	-	-
Expected Return of Plan Assets	-	-
Actuarial (Gain)/Loss	-	-
Contributions	-	-
Benefits Paid	-	-
Balance as at the closing of the year	-	-
Expenses recognized during the year in Income statement		
Current Service Cost	2,04,054	2,52,765
Interest on Obligations	2,40,828	3,13,547
Expected Return on Plan Assets	-	-
Past Service Cost	-	-
Losses /(Gains) on curtailments & Settlement	-	-
Expenses recognized in P & L	5,66,312	4,44,882
Expenses recognized during the year in the statement ofother comprehensive income:		
Actuarial (Gains) / Losses arising from		



Plan Experience	(6,03,188)	(11,14,859)
Financial Changes	(1,24,859)	6,205
Demographic Changes	-	-
Total	(7,28,047)	(11,08,654)
Amounts recognised in the Balance Sheet		
Present Value of Funded Obligations		
Fair Value of Plan Assets		
Present Value of Unfunded obligations	29,59,353	36,38,287
Unrecognised Past Service Cost	-	-
- Net Liability	29,59,353	36,38,287
Amounts in the Balance Sheet		
-Liabilities	29,59,353	36,38,287
-Assets	-	-
- Net Liability	29,59,353	36,38,287
Assumptions:		
Discount Rate	7.60%	7.00%
Annual Increase in Salary Costs	6%	6%
Sensitivity Analysis:	Decrease	Increase
Liability increase in discount rate by 1%	8.60%	8.00%
Liability decrease in discount rate by 1%	6.60%	6.00%
Liability increase in Salary escalation by 1%	7%	7%
Liability decrease in Salary escalation by 1%	-5%	-5%

36. Segment Reporting:

The Company's activities during the year revolve around Steel and Steel Products. Considering the nature of Company's business and operations, as well as based on reviews of operating results by the chief operating decision maker to make decisions about resource allocation and performance measurement, there is only one reportable segment in accordance with the requirements of Ind AS - 108 – ''Operating Segments'', prescribed under Companies (Indian Accounting Standards) Rules,2016.

37. RELATED PARTIES DISCLOSURES

Related party disclosure as identified by the management in accordance with the Indian Accounting Standard (Ind AS) 24 on "Related Party Disclosures" are as follows:

a) Key Management Personnel & their relatives (KMP):

Mr. Kanishk Gupta, Chairman & Managing Director

Mr. Vishal Keyal, Whole time Director & CFO

Mr.R. Balaji Ravi Gopal, Company Secretary

Other related parties:

1. Gita Renewable Energy Limited.
2. OPG Renewable Energy Private Limited.
3. OPG Business Centre Private Limited.
4. Indian Corporate Business Centre Limited.
5. Kanishk Metal Recycling Private Limited.
6. OM Power Sakthi India Private Limited
7. OPG Energy Private Limited

Related Party Transactions: (in Rs.)

Particulars	KMP	Other Companies
Purchase of Power		7,60,08,605
Purchase of goods		32,74,47,060
Reimbursement of expenses		2,78,117
Services Received		62,04,004
Remuneration Paid	21,00,000	

Notes:

a)Remuneration to Key Management Personnel is Rs.21,00,000/-
b)Sitting Fees to Directors is Rs.58000/-
c)Related Party relationship is as identified by the Company and relied upon by the Auditors.

38. Earnings Per Share (EPS):

Particulars	For the year ended 31.03.2018	For the year ended 31.03.2017
Net profit/(loss) after taxes as per Statement of Profit and Loss	1,65,21,547	58,90,995
Less: Adjustments for the purpose of diluted earnings per share	-	-
Net profit for diluted earnings per share	1,65,21,547	58,90,995
Weighted average number of equity shares for basic EPS and diluted EPS (Face value Rs.10/- per share) i) for Basic EPS ii) for Diluted EPS	2,84,36,074	2,84,36,074
Earnings Per Share: Basic and Diluted EPS (in Rs.)	0.58	0.21

39. FIRST TIME ADOPTION OF IND AS

In terms of Ind AS 101, “First-Time Adoption of Indian Accounting Standards” the required reconciliation of equity, other comprehensive income and cash flows with respect to the figures reported under the previous GAAP are as under:

(i) Reconciliation of equity as at 31st March, 2017 and 1st April, 2016

PARTICULARS	Notes	As at March 31 2017 (End of last period Presented under previous GAAP)			As at April 01 2016 (End of last period Presented under previous GAAP)		
		Previous GAAP	Effect of Transition to Indas	As per Ind AS Balance Sheet	Previous GAAP	Effect of Transition to Indas	As per Ind AS Balance Sheet
ASSETS							
NON CURRENT ASSETS							
a. Property, Plant and Equipment	39.b. i	135,865,971	(14,161,509)	121,704,462	153,681,892	(18,403,512)	135,278,380
b. Capital Work in Progress				-			-
c. Financial Assets							
(i) Investments	39.b. ii	43,410,758	(11,749,003)	31,661,755	51,326,346	(10,479,645)	40,846,701
(ii) Other Financial Assets		47,529,657	-	47,529,657	51,376,899		51,376,899
d. Other Non Current assets		-		-			-
Total Non Current Assets		**226,806,386**	**(25,910,512)**	**200,895,874**	**256,385,137**	**(28,883,157)**	**227,501,980**
CURRENT ASSETS							
a. Inventories		448,293,454	-	448,293,454	401,663,046		401,663,046
b. Financial Assets							
(i) Trade Receivables		499,729,845	-	499,729,845	701,653,407		701,653,407
(ii) Cash & Cash Equivalents		5,788,653	-	5,788,653	6,599,705		6,599,705
(iii) Bank Balances other than (ii) above		147,158,913	-	147,158,913	57,082,656		57,082,656
(iv) Loans		239,173	-	239,173	223,673		223,673
(v) Other Financial Assets		-	-	-			-
c. Other Current Assets		81,037,139	-	81,037,139	157,079,635		157,079,635
Total Current Assets		**1,182,247,177**	**-**	**1,182,247,177**	**1,324,302,122**	**-**	**1,324,302,122**
Total Assets		**1,409,053,563**	**(25,910,512)**	**1,383,143,051**	**1,580,687,259**	**(28,883,157)**	**1,551,804,102**
EQUITY AND LIABILITIES							

Equity							
a. Equity Share Capital		284,656,570	-	284,656,570	284,656,570		284,656,570
b. Other Equity		195,714,808	(21,225,570)	174,489,239	188,367,835	(28,883,157)	159,484,678
Total Equity		**480,371,378**	**(21,225,570)**	**459,145,809**	**473,024,405**	**(28,883,157)**	**444,141,248**
Liabilities							
Non - Current Liabilities							
a. Financial Liabilities							
(i) Borrowings		-	-	-	478,408		478,408
(ii) Deferred Tax Liabilities	39.b. v	34,828,159	(4,684,942)	30,143,217	39,256,785		39,256,785
b. Provisions	39.b. iii	3,321,177	-	3,321,177	4,180,629		4,180,629
Total Non Current Liabilities		**38,149,336**	**(4,684,942)**	**33,464,394**	**43,915,822**	**-**	**43,915,822**
Current Liabilities							
a. Financial Liabilities							
(i) Borrowings		153,872,756	-	153,872,756	214,438,059		214,438,059
(ii) Trade Payables		482,395,666	-	482,395,666	535,449,097		535,449,097
(iii) Other Financial Liabilities		7,351,454	-	7,351,454	9,900,898		9,900,898
b. Other Liabilities		225,867,696	-	225,867,696	285,814,889		285,814,889
c. Provision		21,045,274	-	21,045,274	18,144,089		18,144,089
Total Current Liabilities		**890,532,846**	**-**	**890,532,846**	**1,063,747,032**	**-**	**1,063,747,032**
Total Liabilities		**928,682,182**	**(4,684,942)**	**923,997,240**	**1,107,662,854**	**-**	**1,107,662,854**
Total Equity and Liabilities		**1,409,053,560**	**(25,910,512)**	**1,383,143,048**	**1,580,687,259**	**(28,883,157)**	**1,551,804,102**



ii. Reconciliation of total equity as given above

Particulars	Notes	31st Mar'2017	1st Apr'2016
Total Equity (Shareholders fund) as per Previous GAAP		480,371,378	473024404.5
Effect on fair Valuation of Investments		(11,749,003.20)	(10,479,644.95)
Adjustments to Plant Property & Equipment		(14,161,508.82)	(18,403,512.00)
Deffered Tax on above Adjustments		4,684,942.37	-
Total Equity (Shareholders fund) as per IND AS		459,145,809	444,141,248

iii. Reconcilation of Statement of Profit and Loss for the year ended 31st March, 2017

PARTICULARS	NOTES	Year ended March 31, 2017		
		As per IGAAP	IND AS Adjustments	As per IND AS
1. Revenue from Operations		2,519,747,504	-	2,519,747,504
2. Other Income		65,656,422	-	65,656,422
3. Total Income		**2,585,403,926**	**-**	**2,585,403,926**
4. Expenses				
a. Cost of Material Consumed		1,175,498,646	-	1,175,498,646
b. Purchases of Stock In Trade		732,246,630	-	732,246,630
c. Changes in Inventories of finished goods		(14,138,583)	-	(14,138,583)
d. Excise Duty		229,394,660	-	229,394,660
e. Employee Benefit Expenses	**39.b.iii**	14,166,092	1,108,654	15,274,746
f. Finance Costs		31,547,066	-	31,547,066
g. Depreciation and Amortisation expenses	**39.b.i**	18,758,920	(4,242,003)	14,516,917
h. Other expenses	**39.b.ii**	384,927,258	1,269,358	386,196,617
Total Expenses		**2,572,400,690**	**(1,863,991)**	**2,570,536,699**
5. Profit before exceptional items andtax (3- 4)		**13,003,236**	**-**	**14,867,227**
6. Exceptional Items		**-**	**-**	**-**
7. Profit before Tax (5 + 6)		**13,003,236**	**-**	**14,867,227**
8. Tax Expense				**-**
I. Current Tax		10,084,886		**10,084,886**
II. Deferred tax		-		**-**
9. Profit for the year (7 - 8)		**2,918,350**	**-**	**4,782,341**
10. Other Comprehensive Income				
Items that will not be reclassified to profit or loss				
- Remeasurement of the defined benefit plans	**39.b.iii**	**-**	1,108,654	1,108,654
Less:Income tax effect		**-**	-	-
Total Comprehensive Income for the year		**-**	**1,108,654**	**1,108,654**
Total Comprehensive Income for the year, net of tax		**2,918,350**	**1,108,654**	**5,890,995**

iv. Reconciliation of Total Comprehensive Income for the Year Ended 31st March 2017

Particulars	Note No.	2016-17
Net Profit under previous GAAP		2,918,350
Acturial (gains)/loss on employe defined benefit plans recognised in other comprehensive income		(1,108,654)
Adjustments under Property, Plant, Equipment		4,242,003
Fair Valuation of current Investments		(1,269,358)
Acturial (gains)/loss on employe defined benefit plans		1,108,654
Total Comprehensive Income Under IND AS		**5,890,995**

v. Reconcilation of Statement of Cash flow for the year ended 31st March, 2017

Particulars	Previous GAAP	Effect of transition Ind AS	IndAS
Net cash flows from operating activities	163,281,742	2,710,961	165,992,703
Net cash flows from investing activities	12,888,263	(84,551,798)	(71,663,535)
Net cash flows from financing activities	(86,904,802)	(8,235,419)	(95,140,221)
Net increase / (decrease) in cash and cash equivalents	89,265,205	(90,076,257)	(811,052)
Cash and cash equivalents at the beginning of the period	63,682,361	(57,082,656)	6,599,705
Cash and cash equivalents at the end of the period	152,947,566	(147,158,913)	5,788,653

MANDATORY EXCEPTIONS AND OPTIONAL EXEMPTIONS

These financial statements are covered by Ind AS 101, "First Time Adoption of Indian Accounting Standards", as they are the Company's first Ind AS financial statements for the year ended March 31, 2018.

Overall principle:

The Company has adopted Ind AS with effect from 1st April 2016 with comparatives being restated. The figures for the previous period have been restated, regrouped and reclassified wherever required to comply with the requirement of Ind AS and Schedule III by recognizing all assets and liabilities whose recognition is required by Ind AS, not recognizing items of assets or liabilities which are not permitted by Ind AS. The accounting policies that the Company used in its opening Ind-AS Balance Sheet may have differed from those that it used for its previous GAAP. Accordingly the impact of transition has been provided in the Opening Reserves as at 1st April 2016. However, this principle is subject to certain mandatory exceptions and certain optional exemptions availed by the Company as detailed below.



a) Exemptions from retrospective application

i. Fair value as deemed cost exemption

The Company has elected to measure items of property, plant and equipment at its carrying value at the transition date.

ii. De-recognition of financial assets and financial liabilities

The Company has applied the de-recognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after April 1, 2016 (the transition date).

iii. Impairment of financial assets

Ind AS 109 "Financial Instruments" requires the impairment to be carried out retrospectively; however, as permitted by Ind AS 101, the Company, has used reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial instruments were initially recognized in order to compare it with the credit risk at the transition date. Further, the Company has not undertaken an exhaustive search for information when determining, at the date of transition to Ind AS, whether there have been significant increases in credit risk since initial recognition, as permitted by Ind AS 101.

b) Explanatory Notes to reconciliation between Previous GAAP and Ind AS:

i. Property, Plant & Equipment:

The company has ascertained major components of Plant & Machinery and reviewed its useful Life in terms of Ind AS as on the date of transition. Accordingly an amount of Rs.1,84,03,512/- has been adjusted as on transition date and this has resulted in reduction in depreciation to the extent of Rs.42,42,003 for the year ended 31-03-2017.

ii. Investment in Other Equity

The company has ascertained major components of Plant & Machinery and reviewed its useful Life in terms of Ind AS as on the date of transition. Accordingly an amount of Rs.1,84,03,512/- has been adjusted as on transition date and this has resulted in reduction in depreciation to the extent of Rs.42,42,003 for the year ended 31-03-2017.

iii. Defined benefit liabilities

Both under previous GAAP and Ind AS, the Company recognizes costs related to its post-employment defined benefit plan on an actuarial basis. Under previous GAAP, the entire cost, including actuarial gains

and losses, are charged to Statement of Profit and Loss. Under Ind AS, re-measurements [comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets excluding amounts included in net interest on the net defined benefit liability] are recognized immediately in the balance sheet with a corresponding debit or credit to equity through Other Comprehensive Income (OCI).

Under Ind AS, the entity is permitted to transfer amounts recognized in the Other Comprehensive Income within equity. The Company has taken recourse of the said provision and has transferred all re-measurement costs recognized relating prior to the transition date from Retained earnings as on the date of transition as permitted under Ind AS.

Thus, the employee benefit cost is reduced by Rs.41,80,629 on transition date and Rs.11,08,654 for the year 2016-17 and re-measurement losses on defined benefit plans has been recognized in the Other ComprehensiveIncome, net of tax.

iv. Taxation

The Company has accounted for current and deferred tax on various adjustments between previous GAAP and Ind AS at the tax rate at which they are expected to be reversed.

v. Other Adjustments:

TThe company has accounted for Deferred Tax Liability of Rs. 3,48,28,160 under the previous GAAP. However, the same was reviewed and Rs.46,84,942 is reversed from reserves on 31-03-2017

Previous GAAP figures have been reclassified /regrouped wherever necessary to confirm with financial statements prepared under Ind AS.

40. These financial statements were approved for issue by the Board of Directors of the Company on 30th May 2018 and are subject to approval by the shareholders in the ensuing annual general meeting.

As per the report of even date annexed

For **PUJA RATHI & ASSOCIATES**
CHARTERED ACCOUNTANTS
FRN 014457S

PUJA RATHI, FCA
Propreitor (Memb.No:064246)
Chennai, 30th May 2018

For and on behalf of the Board of Directors

KANISHK GUPTA
Chairman & Managing Director

VISHAL KEYAL
whole-time Director

ASHOK BOHRA
Chief Financial Officer

R. BALAJI RAVI GOPAL
Company Secretary





KANISHK STEEL INDUSTRIES LIMITED

Registered Office : B-27(M), SIPCOT Industrial Complex,
Gummidipoondi, Thiruvallur District, Tamilnadu – 601 201
CIN : L27109TN1995PLC067863

FORM NO. MGT - 11

PROXY FORM

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

Name of the Member (s)	:
Registered Address	:
E-mail Id	:
Folio No/ Client Id	:
DP ID	:

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

1. Name :
   Address :
   E-mail Id :
   Signature :

or failing him

2. Name :
   Address :
   E-mail Id :
   Signature :

or failing him

3. Name :
   Address :
   E-mail Id :
   Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 28th Annual General Meeting of the Company, to be held on Saturday, the September 29, 2018 at 3.00 p.m. at B-27(M), SIPCOT Industrial Complex, Gummidipoondi, Thiruvallur District, Tamilnadu – 601201 and at any adjournment thereof in respect of such resolutions as are indicated below:

1.	Adoption of Financial Statements
2.	Ratification of appointment Mr.P.Ramesh as Independent Director
3.	Approval of change in designation of Mr.Vishal Keyal from whole-time director to Chairman and Managing Director
4.	Approval of appointment of Mr.Ashok Bohra as whole-time director
5.	Approval of remuneration to Cost Auditor
6.	Determination of fees for delivery of any document through a particular mode ofdelivery to a member

Signed this ..... day of ..... 2018.

Affix Revenue Stamp of Re.1/

(Signature of Member)

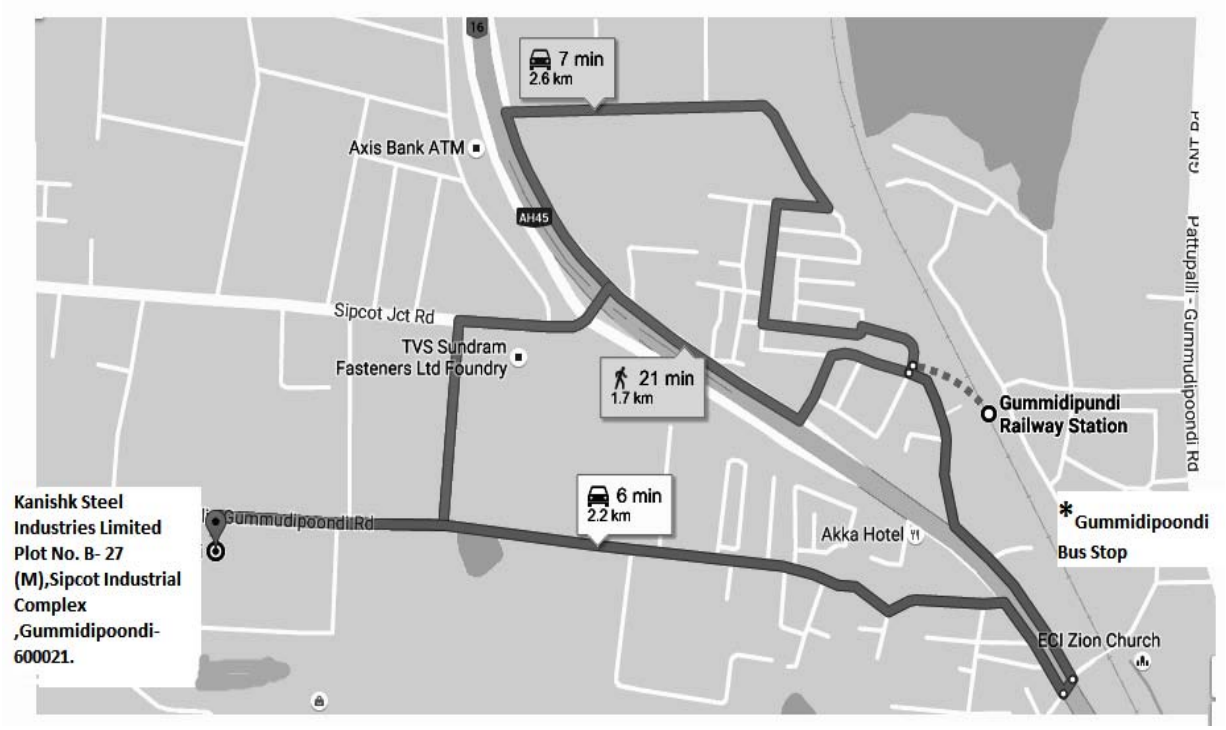
Signature of Proxy holder(s)

Note :

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

RouteMap to AGM Venue

B-27 (M), SIPCOT Industrial Complex, Gummidipoondi,
Thiruvallur District - 601201,Tamilnadu



Distance from Gummidipoondi Railway Station - 2.2 km



KANISHK STEEL INDUSTRIES LIMITED

Registered Office : B-27(M), SIPCOT Industrial Complex,
Gummidipoondi, Thiruvallur District, Tamilnadu – 601 201
CIN : L27109TN1995PLC067863

FORM NO. MGT-12

POLLING PAPER

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

28th ANNUAL GENERAL MEETING

Date : 29.09.2018 (Saturday)
Time : 3.00 P.M
Place : B-27 (M), SIPCOT Industrial Complex, Gummidipoondi, Thiruvallur District,Tamilnadu- 601201

BALLOT PAPER

1. Name of the First Named Shareholder (In block letters) :
2. Postal address :
3. Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form) :
4. Class of Share :

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

Sl. No:	Item No.	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
1	Adoption of Financial Statements			
2	Ratification of appointment Mr.P.Ramesh as Independent Director.			
3	Approval of change in designation of Mr.Vishal Keyal from whole-time director to Chairman and Managing Director.			
4	Approval of appointment of Mr.Ashok Bohra as whole-time director.			
5	Approval of remuneration to Cost Auditor			
6	Determination of fees for delivery of any document through a particular mode of delivery to a member			

Place:

Date:

(Signature of Shareholder)



KANISHK STEEL INDUSTRIES LIMITED

Registered Office : B-27(M), SIPCOT Industrial Complex,
Gummidipoondi, Thiruvallur District, Tamilnadu – 601 201
CIN : L27109TN1995PLC067863

To,
The members of **KANISHK STEEL INDUSTRIES LIMITED**.

Sub: Notice to shareholders of the Company holding shares in physical form to convert their holdings into Demat form.

This is to inform you that the recent amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide Gazette notification dated June 8, 2018 has mandated all listed companies, after 5th December, 2018, except in case of transmission or transposition of securities, to approve transfer of securities in dematerialized form only. Hence the shareholders of the Company, holding shares in physical form are requested to convert their shares in to dematerialized form before 5th December, 2018 to avoid any inconvenience at a later date.

In view of the above, shareholders are requested to avail services of Depository Participant having registration with SEBI to open a Demat account. You may also visit website of depositories viz., NSDL or CDSL for further understanding about the demat procedure:

NSDL website: https://nsdl.co.in/faqs/faq.php Contact details: Toll Free Number : 1800 222 990 Tel : (022) 2499 4200	**CDSL website:**https://www.cdslindia.com/investors/open-demat.aspx Contact details: Toll Free Number : 1800-22-5533

For any assistance / clarification in this regard, shareholders may contact the company on below mentioned address:

KANISHK STEEL INDUSTRIES LIMITED.
Old No. : 4, New No. : 7
Thiru-Vi-Ka 3rd Street
Royapettah High Road,
Mylapore, Chennai - 600 004
email: company.secretary@kanishksteels.in
Website : www.kanishksteels.in



KANISHK STEEL INDUSTRIES LIMITED

Registered Office : B-27(M), SIPCOT Industrial Complex,
Gummidipoondi, Thiruvallur District, Tamilnadu – 601 201
CIN : L27109TN1995PLC067863

Date:13th August 2018

To,

The members of **KANISHK STEEL INDUSTRIES LIMITED**.

Dear Shareholder,

Sub: Updation of PAN, Bank Details & email ID

This has reference to the shares held by you in physical mode in the above referred company, We draw your attention to the circular issued by Securities and Exchange Board of India (SEBI) No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20/04/2018. As per the said circular, all the listed companies are to send a communication to all its shareholders, who are holding shares in physical form and obtain copy of the PAN of and Bank account details of the first / sole shareholder of the company.

SEBI aims to streamline and strengthen the procedures and processes with regard to handling and maintenance of records, transfer of securities and payment of dividend/interest/redemption by the RTAs, Issuer Companies and Bankers to Issue.

To enable us to update the PAN and Bank account details, we request you to kindly submit the following documents:

- Copy of self-attested PAN card of the shareholders including joint holders, if any as per theAnnexure enclosed (Refer Part A)
- Bank a/c details of the first/sole shareholder, as per the Bank Mandate enclosed as Annexure (Refer Part B)
- Original cancelled cheque leaf with the name of the first/sole shareholder printed on it or copy of bank passbook showing name & account details of the account holder attested by the bank

On receipt of the above documents, we will update the same in our records.

In case of dividend declaration by the company if any, all dividends including past unpaid dividends, if any, will be directly credited to the bank account furnished by you. It is not out of place to mention here that under section 124 (6) of the Companies Act 2013, if dividends remain unpaid / unclaimed for a period of seven consecutive years then the underlying shares are also liable to be transferred to the a/c of IEPF authority.

Hence, we request you to kindly submit the documents sought above within 21 days from the date of this letter.

We also request you to kindly arrange to send us the first/sole shareholders email Id for sending future communications as per theAnnexure enclosed (Refer Part C)

Thanking you,

For KANISHK STEEL INDUSTRIES LIMITED,

-Sd

VISHAL KEYAL

Chairman and Managing Director

Encl : As above

Annexure to the letter dated 13th August 2018

KANISHK STEEL INDUSTRIES LIMITED

PAN MANDATE FORM – (PART A)

NAME OF THE COMPANY	FOLIO NO.							

First /Sole Shareholder Name		PAN1										
First Jt. Holder Name		PAN2										
Second Jt. Holder Name		PAN3										
Third Jt. Holder Name		PAN4										

(SELF-ATTESTED COPIES OF PAN CARD ENCLOSED HEREWITH)

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ECS MANDATE FORM– (PART B)

Name of the Bank																
Branch Name & Address																
Bank A/c Type (SB A/c / Current A/c)																
Bank A/c No.																
Bankers MICR ECS code No																
Bankers IFSC Code																

(ORINGIAL CANCELLED CHEQUE LEAF WITH THE NAME OF SHAREHOLDER PRINTED THERIN ATTACHED HEREWITH)

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EMAIL REGISTRATION FORM– (PART C)

Email ID									
Telephone No. / Mobile No.									

I hereby convey my consent to receive all communications, Annual Report / Notice of the Meetings and from the company through Email rather than hard copy

SIGNATURE OF THE FIRST/SOLE SHAREHOLDER: _____



If undelivered, please return to :

Kanishk Steel Industries Limited
Old No. : 4, New No. : 7, Thiru-Vi-Ka 3rd Street
Royapettah High Road, Mylapore
Chennai - 600 004