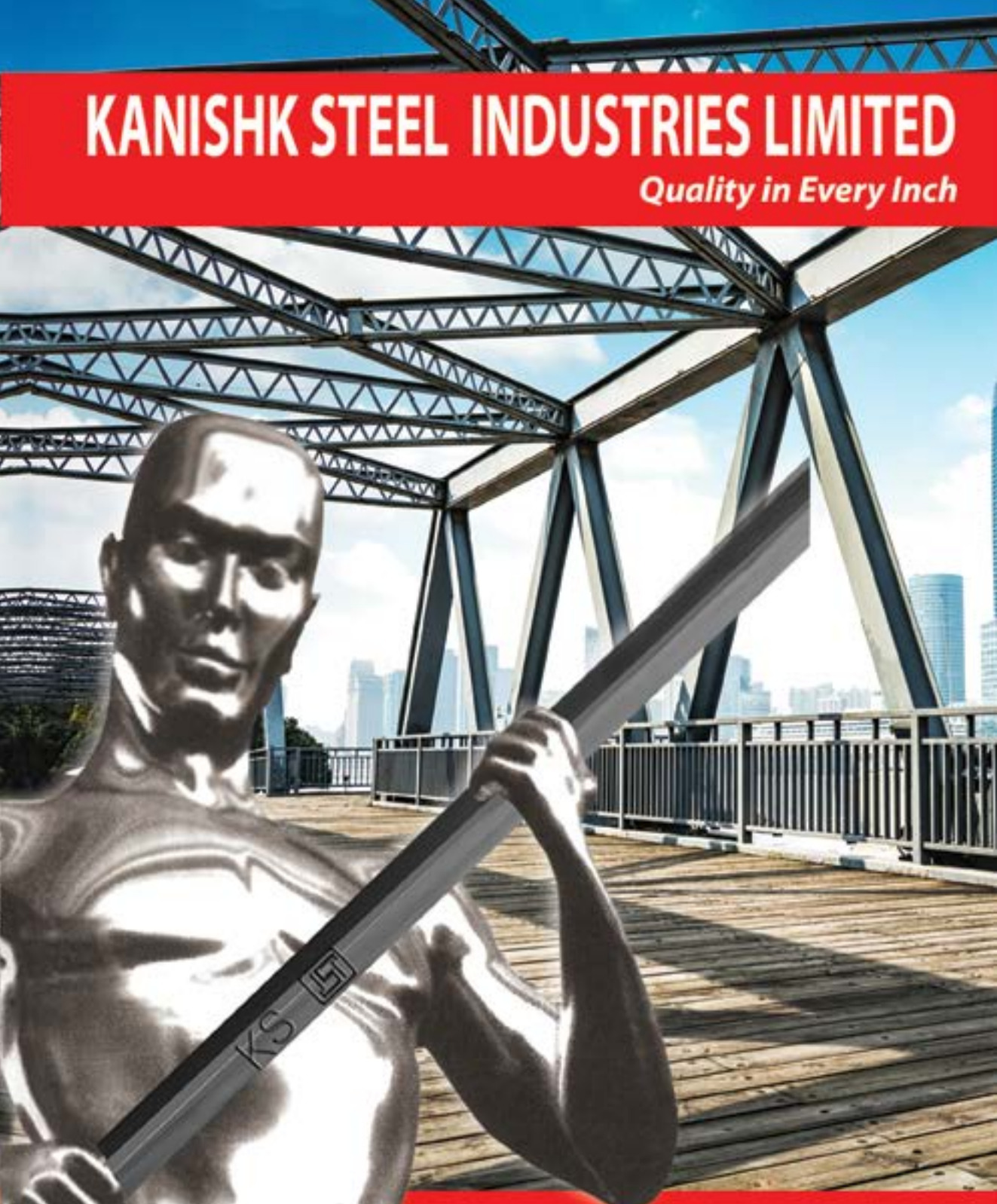
KANISHK STEEL INDUSTRIES LIMITED

Quality in Every Inch



29th Annual Report 2018-19

KANISHK STEEL INDUSTRIES LIMITED

CIN:L27109TN1995PLC067863

BOARD OF DIRECTORS

(as on 31st March 2019)

Mr. Vishal Keyal	Chairman & Managing Director
Mr. Ashok Bohra	Whole-time Director & Chief Financial Officer
Dr. Pravin Kumar Aggarwal	Director
Mr.R. Ramesh	Director
Mrs. Sheril Theodore	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

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NOTICE

NOTICE is hereby given that the TWENTY-NINTH ANNUAL GENERAL MEETING of Kanishk Steel Industries Limited ("the Company") will be held on Monday, 30th September 2019 at 3.00 p.m. at the Registered Office situate 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 2019 and the reports of the Board of Directors and Auditors thereon.

2. Re-appointment of retiring Director

To appoint a Director in the place of Mr.Vishal Keyal (DIN : 00092651) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Appointment of Mrs. Sheril Theodore as Independent Director.

To consider and, if thought fit, to pass with or without modification(s), 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), Mrs. Sheril Theodore (DIN: 08355226), who was appointed on 11th February, 2019 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 period of five commencing from conclusion of the this AGM till conclusion of the 34th AGM to be held.

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 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 2019-20 is hereby approved."

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

Date: 14-05-2019
Place: Chennai

VISHAL KEYAL,
Chairman and Managing Director.



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

Item No:3

Mrs. Sheril Theodore (DIN: 08355226) was co-opted as an additional Independent director on 11th February, 2019 and being eligible, seeks appointment at the Annual General Meeting.

The Company has received a notice from a member under Section 160 of the Act, 2013, proposing the candidature of Mrs. Sheril Theodore 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.3.

Mrs. Sheril Theodore is not related to any other Director and Key Managerial Personnel of the Company.

Except Mrs. Sheril Theodore, 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.3.

Item No:4

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 cost auditing.

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 2019-20, 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.4.

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

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

Date: 14-05-2019
Place: Chennai

VISHAL KEYAL,
Chairman and Managing Director.

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.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 was working as Whole-time Director since 2010, and as the Chief Financial Officer (CFO) since 2015. His duties and responsibilities are wide and varied and 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 more significant. The Company continues to benefit from his association, experience and rich performance. He 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.
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 • YUNAAY LOGIGO PRIVATE LIMITED • DHANVARSHA ENTERPRISES & INVESTMENTSPRIVATE LIMITED • INDIAN CORPORATE BUSINESS CENTRE LIMITED
Chairman/Member of the Committees of the Boards of other Companies	:	One

Mrs. Sheril Theodore

Age	:	52 years
Qualifications & Experience	:	B.com.
Terms and Conditions of appointment or reappointment	:	Mrs. Sheril Theodore is proposed to be appointed as an Independent director. Her tenure will be five years and she will not be liable to retire by rotation.
No. of shares held	:	NIL
Relationship with Directors, Managers & KMP	:	Not related to any director.
Number of Board Meetings attended during FY	:	N.A.
Other directorship	:	NIL
Chairman/Member of the Committees of the Boards of other Companies	:	NIL



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 2019 to 30th September 2019 (both days inclusive).
9. The Notice of the AGM along with the 29th Annual Report for the financial year ended 2018-19 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 29th Annual Report for the financial year ended 2018-19 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.in for 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 of M/s.M.K.Madhavan & Associates, 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

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting by electronic means and the **business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).**



The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link https://www.evoting.nsdl.com or https://www.kanishksteels.in.com.

The e-voting period commences on 27th September 2019(10:00 am) and ends on 29th September 2019 (5:00 pm). During this period shareholders' of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September 2019. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 23rd September 2019, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or company.secretary@kanishksteels.in .

The facility for voting through ballot paper / Poling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

The procedure to login to e-Voting website consists of two steps as detailed hereunder:

Step 1 : Log-in to NSDL e-Voting system

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details will be as per details given below :
   a) **For Members who hold shares in demat account with NSDL**: 8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******).
   b) **For Members who hold shares in demat account with CDSL:** 16 Digit Beneficiary ID (For example if your Beneficiary ID is 12********** then your user ID is 12**********).
   c) **For Members holding shares in Physical Form:** EVEN Number followed by Folio Number registered with the company (For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***).
5. Your password details are given below:
   a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
   b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
   c. How to retrieve your 'initial password'?
      i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a. Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b. "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.



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

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

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail mkm@mkmadhavan.com to with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website

will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

Please note the following:

A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

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 AGM through ballot paper.

The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

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

Other information:

- Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
- It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of https://www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.



DIRECTORS' REPORT

Dear Members,

Your directors have pleasure in presenting the 29th Annual Report together with the financial statements for the year ended 31st March 2019.

FINANCIAL SUMMARY:

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

(Amount in Rs.)

Particulars	Year Ended 31.03.2019	Year Ended 31.03.2018
Sales	**3,30,28,68,811**	2,37,38,19,561
Profit after Interest & Depreciation	**7,20,90,678**	2,67,12,923
Provision for Tax	**2,93,59,908**	1,09,19,423
Profit after Tax	**4,27,30,770**	1,57,93,500
Add: Taxation Adjustments of Previous Years	**-**	-
Add: Balance of Profit brought from previous year	**-**	-
Profit available for Appropriation	**4,27,30,770**	1,57,93,500
APPROPRIATIONS		
Equity Dividend Proposed (Final)	**-**	-
Dividend Distribution Tax (Final)	**-**	-
Transfer to General Reserve	**-**	-
Balance Carried Forward	**-**	-

COMPANY'S PERFORMANCE:

Your Company is engaged in manufacture and supply of Iron & Steel products. The financial year 2018-19 was better 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.3,30,28,68,811/- as against Rs.2,37,38,19,561/- for the previous year. The profit after tax of was Rs.4,27,30,770/- as against Rs.1,57,93,500/- 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, associate, and joint venture companies and therefore, preparation and presentation of Consolidated Financial Statements does not arise for the year ended 31st March 2019.

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

The Company have no subsidiaries, joint ventures or associate companies. During the year no companies have become or ceased to be the subsidiaries, joint ventures or associates of the Company.

RESERVES:

Your Company has not transferred the profit to the General Reserve for the financial year ended 31st March 2019.

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-II.B, which forms an integral part of this Report.

DIRECTORS AND KMP:

At the Board meeting held on 04.04.2018, Mr.R.Ramesh was appointed as an additional director in the category of Independent for the period from 15.03.2019 to 30.09.2022.

At the Board meeting held on 30.05.2018,

Mr.Vishal Keyal resigned and Mr.Ashok Bohra was appointed as CFO with effect from 30.05.2018. Mr.Ashok Bohra was appointed as Whole-time Director with effect from 01.06.2018. Mr.Kanishk



Gupta resigned and Mr.Vishal Keyal was appointed as the Chairman and Managing Director with effect from 01.06.2018.

At the Board meeting held on 11.02.2019, Mrs.R.Maheswari resigned and Mrs.Sheril Theodore was appointed as an Independent director with effect from 11.02.2019. Mrs.Sheril Theodore, additional Independent Director holds her office up to the ensuing annual general meeting and being eligible, seeks appointment as director. The Board recommends for her appointment.

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 2019 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 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 27th Annual General Meeting held on 30th September 2017 for a period of five years and they will continue to hold office for the remaining period.

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 and Management Accountants, as the Cost Auditors for the financial year 2019-20 to carry out the cost audit of Company's records and fixed a remuneration of Rs.70,000/- subject to members' approval.

LOANS, GUARANTEES OR INVESTMENTS BY THE COMPANY:

Details of investments, loans and guarantees covered under the provisions of section 186 of the Companies Act, 2013 read with the rules made thereunder are provided 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 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 2018-19 which conflicted 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 2019 and the date of the Report i.e., 14th May 2019.

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.M K Madhavan & Associates, Company Secretaries, Chennai to undertake the Secretarial Audit of the Company for the Financial Year 2018-19.

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 was 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 2018-19.

CEO/CFO CERTIFICATION:

Mr. Vishal Keyal, Chairman and Managing Director & CEO and Mr. Ashok Bohra, Chief Financial Officer have 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: 14th May 2019
Place: Chennai

VISHAL KEYAL
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. World Steel Association has projected Indian steel demand to grow by 7.1% in 2019. Per capita finished steel consumption in 2018 was 224.5 kg for world and for India was 70.9 kg in 2018.

Government has released the National Steel Policy 2017, which has laid down the broad roadmap for encouraging long term growth for the Indian steel industry, both on demand and supply sides, by 2030-31. The Government has also announced a policy for providing preference to domestically manufactured Iron & Steel products in Government procurement.*(Source: Ministry of Steel.)*

Kanishk Steel is a largest steel manufacturer in South India since 1989. The manufacturing unit is situate at Gummidipoondi in the state of Tamil Nadu and the unit comprises furnace unit and rolling mill producing various front-line rolled steel products. The brand name KANISHK STEELS remain deserved for its quality, price, and delivery in Indian Steel Market. The company has been consistent in focused improvements in quality of its products during the year and be moving ahead with the right market strategy. The opportunities and threats are briefly provided below:

The factors like fluctuating volatile raw materials prices, regional demand & supply imbalances, and INR Value against global currencies, high cost of power may hamper the steel industry's production level. Cheap import of steels products from neighboring countries make the market highly competitive. This may improve 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 2019, 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 with the 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 Puja Rathi & Associates,
Chartered Accountants,
FRN 014457S

Place: Chennai
Date: 14-05-2019

Puja Rathi,FCA
Propreitor
Membership No.064246



Annexure-II.B

REPORT ON CORPORATE GOVERNANCE

(For the Financial Year 2018-19)

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[1]	Chairman and Managing Director; Executive Director	Promoter Director
		Non-independent
Mr. Vishal Keyal[2]	Chairman and Managing Director; Executive Director	Non-independent
Mr. Ashok Bohora[3]	Whole-time Director; Executive Director	Non-independent
Dr. Pravin Kumar Aggarwal	Non-Executive Director	Independent Director
Mr. R.Ramesh	Non-Executive Director	Independent Director
Mrs.R. Maheswari[4]	Non-Executive Director	Independent Director
Mrs.Sheril Theodore[5]	Non-Executive Director	Independent Director

[1] Upto 01.06.2018 (Resigned).

[2] From 01.06.2018 (Appointed by change of designation from Whole-time Director to Chairman Managing Director).

[3] From 01.06.2018 (Appointed)

[4] Upto 11.02.2019 (Resigned)

[5] From 11.02.2019 (Appointed)

The Board has a regular executive chairman who is non-promoter 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.

Independent Directors are not liable to retire by rotation. All directors other than 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 (Listing Obligation & 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[1]	-	-	-
Mr. Vishal Keyal[2]	1	1	-
Mr. Ashok Bohora[3]	-	-	-
Dr. Pravin Kumar Aggarwal	-	-	-
Mr.R. Ramesh	1	-	-
Mrs.R. Maheswari[4]	1	-	-
Mrs. Sheril Theodore[5]			

#only in public companies

[1] Upto 01.06.2018 (Resigned).

[2] From 01.06.2018 (Appointed by change of designation from Whole-time Director to Chairman Managing Director).

[3] From 30.05.2018 (Appointed)

[4] Upto 11.02.2019 (Resigned)

[5] From 11.02.2019 (Appointed)

During the year 2018-19, the Board met five times i.e., on held on 04.04.2018, 30.05.2018, 13.08.2018, 14.11.2018 and 11.02.2019 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 29.09.2018. The attendance records of all Directors are as under:



Name of the Directors	Board Meetings		Last AGM
	Held	Attended	Attendance
Mr. Kanishk Gupta	2	2	Not Applicable
Mr. Vishal Keyal	5	5	Present
Dr. Pravin Kumar Aggarwal	5	5	Present
Mrs.R. Maheswari	4	4	Present
Mr.R. Ramesh	5	5	Present
Mrs.Sheril Theodore	-	-	Not Applicable

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 (Listing Obligations & Disclosure Requirements) Regulations, 2015, with not less than two-third of Independent directors.

Audit committee meetings were held on 30.05.2018, 13.08.2018, 14.11.2018 and 11.02.2019 during the financial year 2018-19 and attendance of members is provided hereunder:

Name of the members	Independent/ Non Independent	Position	Audit Committee Meetings	
			Held	Attended
Mr.R.Ramesh	Independent Director	Chairman	4	4
Dr. Pravin Kumar Aggarwal	Independent Director	Member	4	4
Mr. Vishal Keyal	Non Independent Director	Member	4	4

B. Nomination cum Remuneration Committee:

The Company has a Nomination cum Remuneration Committee of the Board in conformity with the Act and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. All member directors of the committee are independent directors. The committee meeting was held on 04.04.2018 and 11.02.2019 during the financial year 2018-19 and attendance of members is provided hereunder:

Name of the members	Independent / Non Independent	Position	Remuneration Committee Meetings	
			Held	Attended
Mr.R. Ramesh	Independent Director	Chairman	1	1
Dr. Pravin Kumar Aggarwal	Independent Director	Member	2	2
Mrs.R. Maheswari	Independent Director	Member	2	2
Mrs. Sheril Theodore	Independent Director	Member	-	-

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 2018-19, the remuneration paid to executive directors is as follows:

Director	Remuneration in Rs.	Perks in Rs.	Total in Rs.
Mr. Vishal Keyal	8,25,000	Nil	8,25,000
Mr. Kanishk Gupta	2,00,000	Nil	2,00,000
Mr. Ashok Bohra	13,50,000	Nil	13,50,000

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.
Dr. Pravin Kumar Aggarwal	15,000	4,000	2,000	21,000
Ms.R.Maheswari	12,000	-	2,000	14,000
Mr.R.Ramesh	15,000	4,000	1,000	20,000
Total	42,000	8,000	5,000	55,000

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 30.05.2018, 13.08.2018, 15.10.2018, 02.11.2018,15.11.2018, 26.11.2018, 07.12.2018, 20.12.2018, 08.03.2018, 22.03.2019, 29.03.2019 and 30.03.2019 during the financial year 2018-19 and attendance of members is provided hereunder:

Director	Executive/ Non Executive	Position	Committee Meetings	
			Held	Attended
Dr. Pravin Kumar Aggarwal	Non-Executive Director	Chairman	12	12
Mr. Kanishk Gupta	Executive Director	Member	-	-
Mr. Vishal Keyal	Executive Director	Member	12	12
Mr. Ashok Bohra	Executive Director	Member	11	11



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 31.03.2019
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
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
2017-18	29.09.2018	3.00 P.M	B27(M), SIPCOT Industrial Complex, Gumidipoondi, Thiruvallur District, Tamil Nadu – 601 201

II. Details of Special resolutions passed

Year	Special Business
2015-16	NIL
2016-17	• Appointment by change of designation of Mr. Kanishk Gupta from Director to Chairman and Managing Director • Remuneration to Cost Auditor
2017-18	• Ratification of appointment of Mr P.Ramesh as Independent Director • Approval of change in designation of Mr.Vishal Keyal from Whole-time Director to Chairman and Managing Director • Approval of appointment of Mr.Ashok Bohra as Whole-time Director • Approval of remuneration of cost auditor • Determination of fees for delivery of any document through a particular mode of delivery to a member

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 2019 to 30th September 2019 (both days inclusive).
Date, time and venue of Annual General Meeting	: 30th September 2019 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 2019-Latest by 14th August 2019 30th Sept. 2019-Latest by 14th Nov. 2019 31st Dec 2019-Latest by 14th of Feb 2020 31st Mar 2020 - Latest by 30th May 2020
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 2018-19 is furnished below:

Month	Open price	High price	Low price	Close price	No. of Shares held	No. of trades
Apr-18	10.35	12.10	9.10	12.05	103,766	99
May-18	12.55	12.55	11.95	12.00	88	6
Jun-18	11.40	12.80	10.95	12.80	17,895	37
Jul-18	13.35	13.35	12.00	12.00	13,954	12
Aug-18	12.00	12.70	10.45	10.93	63,233	112
Sep-18	10.45	11.45	9.12	9.36	38,231	111
Oct-18	9.00	9.00	7.51	8.59	12,647	55
Nov-18	9.00	10.00	7.67	8.45	44,802	181
Dec-18	8.40	9.95	7.93	9.90	11,326	69
Jan-19	10.00	10.39	9.15	9.75	2,951	32
Feb-19	9.75	9.75	7.00	7.01	12,182	32
Mar-19	7.10	9.29	7.10	8.36	52,751	68

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 31.03.2019 is 4002 shares and shares pending for transfer as on 31.03.2019 is **nil**.

Registrar and Transfer Agents is Cameo Corporate Services Limited

DISTRIBUTION OF HOLDINGS - NSDL & CDSL & PHYSICAL

Share or Debenture holding			Share / Debenture holders		Share Debenture amount	
Rs.			Number	% of total	Rs.	% of total
10	-	5000	4645	89.4990	7285270	2.5619
5001	-	10000	252	4.8554	2057530	0.7235
10001	-	20000	113	2.1772	1664120	0.5852
20001	-	30000	44	0.8477	1120980	0.3942
30001	-	40000	22	0.4238	796650	0.2801
40001	-	50000	24	0.4624	1149840	0.4043
50001	-	100000	29	0.5587	2065630	0.7264
100001	-	And Above	61	1.1753	268220720	94.3241
Total :			5190	100.0000	284360740	100.0000

Share holding pattern as on 31st March 2019

Category		No. of Shares Held	Percentage of Share holding
A	Shareholding of Promoter & Promoter Group		
1	Indian		
	- Individuals / Hindu Undivided Family	7868083	27.67
	- Bodies Corporate	8211850	28.88
	Sub Total [A] [1]	**16079933**	**56.54**
2	Foreign		
	- Bodies Corporate	5063775	17.81
	- 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]	**20079933**	**70.61**
B	Public Shareholding.		
1	Institutions	-	-
	Foreign Institutional Investor	-	-
	Sub Total[B] [1]	**-**	**-**
2	Non-Institutions		
a.	Bodies Corporate	5063775	17.81
b.	Individuals		
	I. Individual shareholders holding nominal share capital upto Rs. 1 Lakh	1397936	4.92
	II Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	1350418	4.75
c.	Any Other		
	Clearing Members	845	0.01
	HUF	424183	1.50
	NRI	118984	0.42
	Sub Total[B] [2]	**544012**	**1.91**
	Total Public Shareholding [B] [1]+[B] [2]	**8356141**	**29.39**
	TOTAL(A+B)	**28436074**	**100.00**



Category		No. of Shares Held	Percentage of Share holding
(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**	**100.00**

	No of Holders	No of Shares	%
NSDL:	1566	11868124	41.7361
CDSL:	780	13999499	49.2314
Physical:	2844	2568451	9.3023

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 90.99% (as on 31.03.2019) 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: 14th May 2019
Place: Chennai

VISHAL KEYAL
Chairman & Managing Director

Annexure-III

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. Vishal Keyal: 8:1; Mr. Ashok Bohra: 14:1

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: 126 (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

	31.03.2019	31.03.2018
Market capitalisation (Rs.)	237,725,579	294,313,366
PE Ratio	5.69	17.84
% increase in market quote	(19.23%)	56.34%

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: No employee was in receipt of remuneration in excess of remuneration of any director.

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
(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: 14th May 2019
Place : Chennai

VISHAL KEYAL
Chairman & Managing Director

Annexure-V

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: (Rs. in Crore)

	FY 2018-19	FY 2017-18
Purchase of goods	49.10	39.63

Date: 14th May 2019
Place: Chennai

VISHAL KEYAL
Chairman & Managing Director.

Annexure-VI

CODE OF CONDUCT

As per Regulation 26(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 all members of the Board & Senior Management Personnel have affirmed compliance with the code of conduct for the year ended 31st March 2019.

Date: 14th May 2019
Place: Chennai

VISHAL KEYAL
Chairman & Managing Director.

Annexure-VII

Form No.MGT - 9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March 2019

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

I. REGISTRATION AND OTHER DETAILS:

i) CIN : **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	2410	86.82
2	Trading of Iron and Steel	4669	18.82

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No	NAME AND ADDRESS OF 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	7827191	0	7827191	27.5255	7868083	0	7868083	27.6693	0.1438
b.	CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)	0	0	0	0.0000	0	0	0	0.0000	0.0000
c.	BODIES CORPORATE	7091850	1120000	8211850	28.8782	8211850	0	8211850	28.8782	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)	**14919041**	**1120000**	**16039041**	**56.4038**	**16079933**	**0**	**16079933**	**56.5476**	**0.1438**
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)	**16919041**	**3120000**	**20039041**	**70.4704**	**18079933**	**2000000**	**20079933**	**70.6142**	**0.1438**
B.	**PUBLIC SHAREHOLDING**									
1.	INSTITUTIONS									



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.	MUTUAL FUNDS/UTI	0	0	0	0.0000	0	0	0	0.0000	0.0000
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
e.	INSURANCE COMPANIES	0	0	0	0.0000	0	0	0	0.0000	0.0000
f.	FOREIGN INSTITUTIONAL INVESTORS	0	0	0	0.0000	0	0	0	0.0000	0.0000
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									
	SUB - TOTAL (B)(1)	**0**	**0**	**0**	**0.0000**	**0**	**0**	**0**	**0.0000**	**0.0000**
2.	NON-INSTITUTIONS									
a.	BODIES CORPORATE	5096269	6900	5103169	17.9461	5057375	6400	5063775	17.8075	-0.1385
b.	INDIVIDUALS -									
	I INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL UPTO RS. 1 LAKH	925906	482551	1408457	4.9530	927385	470551	1397936	4.9160	-0.0369
	II INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL IN EXCESS OF RS. 1 LAKH	1272665	19700	1292365	4.5448	1330718	19700	1350418	4.7489	0.2041
c.	QUALIFIED FOREIGN INVESTOR	0	0	0	0.0000	0	0	0	0.0000	0.0000
d.	ANY OTHER									
	CLEARING MEMBERS	200	0	200	0.0007	845	0	845	0.0029	0.0022
	HINDU UNDIVIDED FAMILIES	473858	0	473858	1.6663	424183	0	424183	1.4917	-0.1746
	NON RESIDENT INDIANS	46184	72800	118984	0.4184	47184	71800	118984	0.4184	0.0000
	Retirement Benefit Scheme	**520242**	**72800**	**593042**	**2.0855**	**472212**	**71800**	**544012**	**1.9131**	**-0.1724**
	SUB - TOTAL (B)(2)	**7815082**	**581951**	**8397033**	**29.5295**	**7787690**	**568451**	**8356141**	**29.3857**	**-0.1438**

Cate gory 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)	**7815082**	**581951**	**8397033**	**29.5295**	**7787690**	**568451**	**8356141**	**29.3857**	**-0.1438**
	TOTAL (A)+(B)	**24734123**	**3701951**	**28436074**	**100.0000**	**25867623**	**2568451**	**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)	**24734123**	**3701951**	**28436074**	**100.0000**	**25867623**	**2568451**	**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	No of shares	'% of total shares of the company	
1	TAMILNADU PROPERTY DEVELOPERS LTD	2400000	8.4400	2400000	8.4400	0.0000
2	RAJESH KUMAR GUPTA	2370174	8.3350	3157641	8.4722	2.7692
3	TAMILNADU ENTERPRISES AND INVESTMENT PRIVATE LTD	2015497	7.0878	2015497	7.0878	0.0000
4	SHAILJA GUPTA	2229578	7.8407	2304302	8.1034	0.2628
5	RADIANT SOLUTIONS PRIVATE LTD	2000000	7.0333	2000000	7.0333	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	No of shares	'% of total shares of the company	
6	AMEENA BEGUM S .	2000000	7.0333	2000000	7.0333	0.0000
7	DHANVARSHA ENTERPRISES & INVESTMENTS PRIVATE LIMITED	1259807	4.4303	1259807	4.4303	0.0000
8	GOODFAITH VINIMAY PRIVATE LIMITED	1001243	3.5210	1001243	3.5210	0.0000
9	RENU DEVI JALAN	800000	2.8133	800000	2.8133	0.0000
10	RAVI KUMAR GUPTA	748467	2.6321	0	0.0000	-2.6321
11	SRI HARI VALLABHAA ENTERPRISES & INVESTMENTS PVT LTD	660759	2.3237	660759	2.3237	0.0000
12	ABHISHEK SARAFF	589700	2.0738	589700	2.0738	0.0000
13	ASSAM MERCANTILE CO LTD	525144	1.8467	525144	1.8467	0.0000
14	KANISHK GUPTA	417612	1.4686	417612	1.4686	0.0000
15	INDIAN CORPORATE BUSINESS CENTRE LTD	349400	1.2287	349400	1.2287	0.0000
16	SATYA NARAIN GUPTA JT1 : LAXMI DEVI GUPTA JT2 : RAMESH KUMAR GUPTA	346600	1.2188	346600	1.2188	0.0000
17	ROOP CHAND BETALA JT1 : RATNA BETALA	100000	0.3516	100000	0.3516	0.0000
18	RAVI GUPTA HUF	80800	0.2841	80800	0.2841	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	No of shares	'% of total shares of the company	
19	SAMRIDDHI GUPTA .	74724	0.2628	0	0.0000	-0.2628
20	RAJESH KUMAR GUPTA HUF	57050	0.2006	57050	0.2006	0.0000
21	NIVEDITA GUPTA	12194	0.0429	12194	0.0429	0.0000
22	ARVIND GUPTA .	1892	0.0067	1892	0.0067	0.0000
23	SUBHASH CHANDRA SARAFF	292	0.0010	292	0.0010	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	TAMILNADU PROPERTY DEVELOPERS LTD				
	At the beginning of the year 01-Apr-2018	2400000	8.4400	2400000	8.4400
	At the end of the Year 31-Mar-2019	2400000	8.4400	2400000	8.4400
2	RAJESH KUMAR GUPTA				
	At the beginning of the year 01-Apr-2018	2370174	8.3351	2370174	8.3351
	Purchase 18-May-2018	748467	2.6321	3118641	10.9672
	Purchase 15-Mar-2019	39000	0.1371	3157641	11.10435
	At the end of the Year 31-Mar-2019	3157641	11.10435	3157641	11.10435



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	SHAILJA GUPTA				
	At the beginning of the year 01-Apr-2018	2229578	7.8407	2229578	7.8407
	Purchase 12-Apr-2018	74724	0.2627	2304302	8.1034
	At the end of the Year 31-Mar-2019	2304302	8.1034	2304302	8.1034
4	TAMILNADU ENTERPRISES AND INVESTMENT PRIVATE LTD				
	At the beginning of the year 01-Apr-2018	2015497	7.0878	2015497	7.0878
	At the end of the Year 31-Mar-2019	2015497	7.0878	2015497	7.0878
5	RADIANT SOLUTIONS PRIVATE LTD				
	At the beginning of the year 01-Apr-2018	2000000	7.0333	2000000	7.0333
	At the end of the Year 31-Mar-2019	2000000	7.0333	2000000	7.0333
6	AMEENA BEGUM S				
	At the beginning of the year 01-Apr-2018	2000000	7.0333	2000000	7.0333
	At the end of the Year 31-Mar-2019	2000000	7.0333	2000000	7.0333
7	DHANVARSHA ENTERPRISES & INVESTMENTS PRIVATE LIMITED				
	At the beginning of the year 01-Apr-2018	1259807	4.4303	1259807	4.4303
	At the end of the Year 31-Mar-2019	1259807	4.4303	1259807	4.4303

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
8	GOODFAITH VINIMAY PRIVATE LIMITED				
	At the beginning of the year 01-Apr-2018	1001243	3.5210	1001243	3.5210
	At the end of the Year 31-Mar-2019	1001243	3.5210	1001243	3.5210
9	RENU DEVI JALAN				
	At the beginning of the year 01-Apr-2018	800000	2.8133	800000	2.8133
	At the end of the Year 31-Mar-2019	800000	2.8133	800000	2.8133
10	RAVI KUMAR GUPTA .				
	At the beginning of the year 01-Apr-2018	748467	2.6321	748467	2.6321
	Sale 18-May-2018	-748467	2.6321	0	0.0000
	At the end of the Year 31-Mar-2019	0	0.0000	0	0.0000
11	SRI HARI VALLABHAA ENTERPRISES & INVESTMENTS PVT LTD				
	At the beginning of the year 01-Apr-2018	660759	2.3236	660759	2.3236
	At the end of the Year 31-Mar-2019	660759	2.3236	660759	2.3236
12	ABHISHEK SARAFF				
	At the beginning of the year 01-Apr-2018	589700	2.0737	589700	2.0737
	At the end of the Year 31-Mar-2019	589700	2.0737	589700	2.0737



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
13	ASSAM MERCANTILE CO LTD				
	At the beginning of the year 01-Apr-2018	525144	1.8467	525144	1.8467
	At the end of the Year 31-Mar-2019	525144	1.8467	525144	1.8467
14	KANISHK GUPTA				
	At the beginning of the year 01-Apr-2018	417612	1.4685	417612	1.4685
	At the end of the Year 31-Mar-2019	417612	1.4685	417612	1.4685
15	INDIAN CORPORATE BUSINESS CENTRE LTD				
	At the beginning of the year 01-Apr-2018	349400	1.2287	349400	1.2287
	At the end of the Year 31-Mar-2019	349400	1.2287	349400	1.2287
16	SATYA NARAIN GUPTA JT1 : LAXMI DEVI GUPTA JT2 : RAMESH KUMAR GUPTA				
	At the beginning of the year 01-Apr-2018	346600	1.2188	346600	1.2188
	At the end of the Year 31-Mar-2019	346600	1.2188	346600	1.2188
17	ROOP CHAND BETALA JT1 : RATNA BETALA				
	At the beginning of the year 01-Apr-2018	100000	0.3516	100000	0.3516
	At the end of the Year 31-Mar-2019	100000	0.3516	100000	0.3516

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	RAVI GUPTA HUF				
	At the beginning of the year 01-Apr-2018	80800	0.2841	80800	0.2841
	At the end of the Year 31-Mar-2019	80800	0.2841	80800	0.2841
19	SAMRIDDHI GUPTA .				
	At the beginning of the year 01-Apr-2018	74724	0.2627	74724	0.2627
	Sale 12-Apr-2018	-74724	0.2627	0	0.0000
	At the end of the Year 31-Mar-2019	0	0.0000	0	0.0000
20	RAJESH KUMAR GUPTA HUF				
	At the beginning of the year 01-Apr-2018	57050	0.2006	57050	0.2006
	At the end of the Year 31-Mar-2019	57050	0.2006	57050	0.2006
21	NIVEDITA GUPTA				
	At the beginning of the year 01-Apr-2018	12194	0.0429	12194	0.0429
	At the end of the Year 31-Mar-2019	12194	0.0429	12194	0.0429
22	ARVIND GUPTA .				
	At the beginning of the year 01-Apr-2018	1892	0.0066	1892	0.0066
	At the end of the Year 31-Mar-2019	1892	0.0066	1892	0.0066
23	SUBHASH CHANDRA SARAFF				
	At the beginning of the year 01-Apr-2018	292	0.0010	292	0.0010
	At the end of the Year 31-Mar-2019	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-2018	2489584	8.7550	2489584	8.7550
	At the end of the Year 30-Mar-2019	2489584	8.7550	2489584	8.7550
2	GLOBE STOCKS AND SECURITIES LTD.				
	At the beginning of the year 01-Apr-2018	1305550	4.5911	1305550	4.5911
	Sale 07-Sep-2018	-700745	2.4642	604805	2.1268
	At the end of the Year 30-Mar-2019	604805	2.1268	604805	2.1268
3	PRJ FINANCE PVT.LTD.				
	At the beginning of the year 01-Apr-2018	485000	1.7055	485000	1.7055
	At the end of the Year 30-Mar-2019	485000	1.7055	485000	1.7055
4	VINOD KUMAR GARG				
	At the beginning of the year 01-Apr-2018	284207	0.9994	284207	0.9994
	At the end of the Year 30-Mar-2019	284207	0.9994	284207	0.9994
5	SANGITA GARG				
	At the beginning of the year 01-Apr-2018	271664	0.9553	271664	0.9553
	At the end of the Year 30-Mar-2019	271664	0.9553	271664	0.9553

6	KARIKISH VYAPAAR PRIVATE LIMITED				
	At the beginning of the year 01-Apr-2018	249101	0.8760	249101	0.8760
	At the end of the Year 30-Mar-2019	249101	0.8760	249101	0.8760
7	VINOD KUMAR GARG				
	At the beginning of the year 01-Apr-2018	243629	0.8567	243629	0.8567
	At the end of the Year 30-Mar-2019	243629	0.8567	243629	0.8567
8	D M TRADING PVT LTD				
	At the beginning of the year 01-Apr-2018	231200	0.8130	231200	0.8130
	At the end of the Year 30-Mar-2019	231200	0.8130	231200	0.8130
9	SHAILESH OMPRAKASH JALAN				
	At the beginning of the year 01-Apr-2018	150410	0.5289	150410	0.5289
	At the end of the Year 30-Mar-2019	150410	0.5289	150410	0.5289
10	NIMESH MAHESHBHAI SHAH				
	At the beginning of the year 01-Apr-2018	140000	0.4923	140000	0.4923
	At the end of the Year 30-Mar-2019	140000	0.4923	140000	0.4923
	NEW TOP 10 AS ON (30-Mar-2019)				
11	ROTOFLEX PACKAGING (P) LTD				
	At the beginning of the year 01-Apr-2018	0	0.0000	0	0.0000
	Purchase 07-Sep-2018	700745	2.4642	700745	2.4642
	At the end of the Year 30-Mar-2019	700745	2.4642	700745	2.4642



(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	1.4686	417612	1.4686

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	Mr.Ashok Bohara	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2,00,000	8,25,000	13,50,000	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)	**2,00,000**	**8,25,000**	**13,50,000**	**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.R. Ramesh	**Mr.Pravin Kumar Agarwal**	**Mrs. R. Mahes wari**	
Independent Directors	Yes	Yes	Yes	
• Fee for attending board / committee meetings	20,000	21,000	14,000	55,000
• Commission	-	-		-
Others, please specify	-	-		-
Total (1)	20,000	21,000	14,000	55,000
Other Non-Executive Directors • Fee for attending board / committee meetings • Commission • Others, please specify	-	-		-
Total (2)	-	-		-
Total (B)=(1+2)	20,000	21,000	14,000	55,000
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	-	-	-	-	-

Annexure-VIII

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2019

[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 of

M/s KANISHK STEEL INDUSTRIES LIMITED,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by 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.

1. 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 31st March 2019, 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 31st March 2019 according to the applicable provisions of:

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

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

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

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

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



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

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 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 granted any Options to its employees during the financial year under review;

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 debt securities during the financial year under review;

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 is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- Not applicable as the Company has not delisted/ propose to delist its shares from any stock exchange during the financial year under review;

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - Not applicable as the Company has not bought back/ propose to buyback any of its securities during the financial year under review.

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);

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

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

Adequate notice, agenda and detailed note are given to all directors to schedule the board meetings 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. During the period, under review, all decisions were carried unanimously, and the directors' views have been captured and recorded as part of the minutes.

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

We further report that, during the audit period, the Company has obtained necessary approvals from its members.

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
Date: 14th May 2019

For M K MADHAVAN & ASSOCIATES
Company Secretaries,

M K MADHAVAN
Proprietor
Membership No.:F8408
C.P.No.: 16796

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

Annexure-A

To

The Members,

KANISHK STEEL INDUSTRIES LIMITED,

Sub.: Secretarial Audit of KANISHK STEEL INDUSTRIES LIMITED for the financial year ended 31st March 2019.

This letter forms integral part of our secretarial audit report dated 14th May 2019

1. Management's Responsibility:

It is the responsibility to maintain secretarial record by the Company and devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the system are adequate and operate effectively.

2. Auditor's Responsibility:

Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

a. The Compliance of the provisions of corporate and other applicable laws, rules and regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.

b. We believe that audit evidence and information obtained from the Company's management is reasonably adequate and appropriate to provide a reasonable basis for our opinion.

c. We have not verified the correctness and appropriateness of financial records and books of accounts and other such information/records of the Company, which were outside our agreed scope.

d. We have obtained necessary Management representations about the compliance of laws, rules and regulations and other relevant corporate actions, etc.,

3. Disclaimer:

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 has conducted the affairs of the Company.

Place: Chennai
Date: 14th May 2019

For M K MADHAVAN & ASSOCIATES
Company Secretaries,

M K MADHAVAN
Proprietor
Membership No.:F8408
C.P.No.: 16796

Independent Auditors' Report

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

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of Kanishk Steel Industries Limited ("the Company"), which comprise the balance sheet as at 31st March 2019, the statement of Profit and Loss, including Other Comprehensive Income, the statement of cash flows and the statement of changes in equity for the year ended on that date, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs of the Company as at 31st March 2019, and its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements for the financial year ended March 31, 2019. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.



We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone Ind AS financial statements section of our report, including in relation to these matters. Accordingly our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone Ind AS financial statements

Key Audit Matters	How the matter was addressed in our audit
Accuracy and completeness of disclosure of related party transactions and compliance with the provisions of Companies Act 2013 and SEBI (LODR) Regulations 2015, as amended We identified the accuracy and completeness of disclosure of related party transactions as set out in respective notes to the standalone Ind AS financial statements as a key audit matter due to: • The significance of transactions with related parties during the year ended March 31,2019. • Related Party Transactions are subject to the compliance requirement under the Companies Act 2013 and SEBI (LODR) 2015.	Our procedures in relation to disclosure of related party transactions included: Obtaining an understanding of the Company's policies and procedures in respect of capturing of related party transactions and how management ensures all transactions and balances with related parties have been disclosed in the standalone Ind AS financial statements. Obtaining an understanding of the Company's policies and procedures in respect of evaluating arms-length pricing and approval process by the audit committee and the board of directors. Agreeing the amounts disclosed to underlying documentation and reading relevant agreements, evaluation of arms-length, on a sample basis, as part of our evaluation of the disclosure. Assessing management evaluation of compliance with the provisions of Section 177 and Section 188 of the Companies Act 2013 and SEBI (LODR) 2015. Evaluating the disclosures through reading of statutory information, books and records and other documents obtained during the course of our audit.

Evaluation of uncertain tax positions: The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes. Refer Notes no. 34 to the standalone Financial Statements	Obtained details of completed tax assessments and demands during the year ended March 31, 2019 from management. We involved tax experts to challenge the management's underlying assumptions in estimating the tax provision and the possible outcome of the disputes. Tax experts also considered legal precedence and other rulings in evaluating management's position on these uncertain tax positions. Additionally, we considered the effect of new information in respect of uncertain tax positions as at April 1, 2018 to evaluate whether any change was required to management's position on these uncertainties.
Property, Plant and Equipment: There are areas where Management judgments' impact the carrying value of property, plant and equipment, intangible assets and their respective depreciation and amortization amounts. These include the decision to capitalize or expense costs; the annual asset life review; the timeliness of the capitalization of assets and the use of Management assumptions and estimates for the determination or the measurement and recognition criteria for assets retired from active use. Due to the materiality in the context of the balance sheet of the Company and the level of judgments and estimates required, we consider this to be a key audit matter.	We assessed the controls in place, evaluated the appropriateness of capitalization process, performed tests of details on costs capitalized, the timeliness of the capitalization of assets and the de-recognition criteria for assets retired from active use. In performing these procedures, we reviewed the judgments made by management including the nature of underlying costs capitalized; determination of realizable value of the assets retired from active use; the appropriateness of asset live applied in the calculation of depreciation; useful lives of assets as per the technical assessment of the management and external technical experts. We have observed that there are no material changes.



Defined Benefit Obligation: The valuation of the retirement benefit schemes in the Company is determined with reference to various actuarial assumptions including discount rate, future salary increases, rate of inflation, mortality rates and attrition rates. Due to the size of these schemes, small changes in these assumptions can have a material impact on the estimated defined benefit obligation	We have examined the key controls over the process involving member data, formulation of assumptions and the financial reporting process in arriving at the provision for retirement benefits. We tested the controls for determining the actuarial assumptions and the approval of those assumptions by senior management. We found these key controls were designed, implemented and operated effectively, and therefore determined that we could place reliance on these key controls for the purposes of our audit. We tested the employee data used in calculating the obligation and where material, we also considered the treatment of curtailments, settlements, past service costs, re-measurements, benefits paid, and any other amendments made to obligations during the year. From the evidence obtained, we found the data and assumptions used by management in the actuarial valuations for retirement benefit obligations to be appropriate

Other Information:

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a

true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of standalone Ind AS financial statements:

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act,



we are also responsible for explaining our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Valuate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements for the financial year ended March 31, 2019 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

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, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.

(d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the company with reference these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our report as per "Annexure B" to this report;

g) In our opinion, the managerial remuneration for the year ended March 31, 2019 has been paid/ provided by the company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

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

(i) The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer Note 34 to the standalone 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 has been no delay in transferring 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: 14-05-2019

Puja Rathi,FCA
Propreitor
Membership No.064246



Annexure A to the Independent Auditor's Report of even date to the members of Kanishk Steel Industries Limited, on the standalone Ind AS financial statements for the year ended 31st March 2019

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property Plant and Equipment.

(b) All property, plant and equipment have not been physically verified by the management during the year, but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanation given to us and the records examined by us and based on examination of the registered sale deed / transfer deed/ conveyance deed provided to us, we report that title deed of free hold land are held in the name of the company as at the balance sheet date. In respect of immovable property of land that have been taken on lease and disclosed as property plant and equipment in the financial statements, the lease agreements are in the name of the company where the company is lessee in the agreement.

(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) 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, 2014 as amended would apply. Accordingly, paragraph 3(v) is not applicable to the company.

(vi) 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 Government under sub-section (1) of Section 148 of the Companies Act, 2013 related to the manufacture of its products, are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of the same with a view to determine whether they are accurate or complete.

(vii) (a) According to the information and explanation given to us, in respect of statutory dues, the Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, duty of customs, goods and service tax, cess and other material statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no material undisputed dues 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 2019 (also refer Note No. 34 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	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	Dispute relating 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	Rs.4,59,50,474/- (Rs.14181756/- paid there against)	Assessing Officer
Income Tax Act ,1961	TDS	Rs. 2,88,966	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 repayment of loans or borrowings to any financial institution or a bank or Government or 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 or on the Company by its officers or employees has been noticed or reported during the period covered by our audit.

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

(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. Accordingly, provisions of clause 3(xiv) of the Order are not applicable.

(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 covered under section 192 of the Act. 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: 14-05-2019

Puja Rathi,FCA
Propreitor
Membership No.064246



Annexure B to the Independent Auditor's Report of even date to the members of Kanishk Steel Industries Limited, on the standalone Ind AS financial statements for the year ended 31st March 2019

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

We have audited the internal financial controls over financial reporting (IFCoFR) of Kanishk Steel Industries Limited (the "Company") as of that date in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended 31st March 2019.

Management's Responsibility for Internal Financial Controls

The Company's Board of Directors 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 (the "Guidance Note") 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 the Company's business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's IFCoFR with reference to these standalone Ind AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and Standards on Auditing, as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of IFCoFR and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate IFCoFR with reference to these standalone financial statements 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 IFCoFR with reference to these standalone financial statements and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, with reference to these standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's IFCoFR with reference to these standalone financial statements.

Meaning of Internal Financial Controls over Financial Reporting with reference to these standalone financial statements

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

Inherent Limitations of Internal Financial Controls over Financial Reporting with reference to these standalone financial statements

Because of the inherent limitations of IFCoFR with reference to these standalone financial statements, 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 IFCoFR with reference to these standalone Ind AS financial statements to future periods are subject to the risk that IFCoFR with reference to these standalone financial statements 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, adequate internal financial controls over financial reporting with reference to these standalone financial statements and such internal financial controls over financial reporting with reference to these standalone financial statements were operating effectively as at 31st March 2019, 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 issued by the ICAI.

For Puja Rathi & Associates
Chartered Accountants
FRN 014457S

Place: Chennai
Date: 14-05-2019

Puja Rathi,FCA
Propreitor
Membership No.064246



KANISHK STEEL INDUSTRIES LIMITED
BALANCE SHEET AS ON 31st MARCH, 2019

PARTICULARS	Note No.	As at 31st March 2019 (Amount in Rs.)	As at 31st March 2018 (Amount in Rs.)
ASSETS			
1. NON CURRENT ASSETS			
a. Property, Plant and Equipment	6	11,07,46,028	11,89,36,416
b. Capital Work in Progress		3,55,93,813	3,19,58,813
c. Financial Assets			
Investments	7	2,30,47,623	2,59,48,665
Other Financial Assets	8	2,48,40,741	1,90,39,339
d. Other Non-Current assets			
Total Non-Current Assets		**19,42,28,205**	**19,58,83,233**
2. CURRENT ASSETS			
a. Inventories	9	48,32,03,400	50,03,04,436
b. Financial Assets			
(i) Trade Receivables	10	30,62,78,856	55,54,77,867
(ii) Cash & Cash Equivalents	11	25,98,437	17,36,944
(iii) Bank Balances other than (ii) above	12	4,35,79,484	3,70,28,109
(iv) Loans	13	13,60,94,900	4,17,450
c. Other Current Assets	14	11,82,09,929	5,43,21,692
Total Current Assets		**1,08,99,65,006**	**1,14,92,86,497**
Total Assets		**1,28,41,93,211**	**1,34,51,69,730**
EQUITY AND LIABILITIES			
1. Equity			
a. Equity Share Capital	15	28,46,56,570	28,46,56,570
b. Other Equity	16	22,87,61,707	18,73,80,045
Total Equity		**51,34,18,277**	**47,20,36,615**
2. Liabilities			
Non - Current Liabilities			
a. Financial Liabilities			
(i) Borrowings		-	

b. Deferred Tax Liabilities	17	2,90,86,022	2,85,49,504
c. Provisions	18	41,88,903	25,97,131
Total Non-Current Liabilities		**3,32,74,925**	**3,11,46,635**
Current Liabilities			
a. Financial Liabilities			
(i) Borrowings	19	18,61,26,332	9,22,26,646
(ii) Trade Payables	20	39,69,93,275	54,50,93,280
(iii) Other Financial Liabilities	21	1,80,48,161	89,99,249
b. Other Liabilities	22	9,55,63,452	18,43,85,661
c. Provision	23	4,07,68,789	1,12,81,645
Total Current Liabilities		**73,75,00,009**	**84,19,86,481**
Total Liabilities		**77,07,74,934**	**87,31,33,116**
Total Equity and Liabilities		**1,28,41,93,211**	**1,34,51,69,730**

Significant Accounting Policies

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

VISHAL KEYAL
Chairman & Managing Director

ASHOK BOHRA
Whole-time Director & CFO

PUJA RATHI, FCA
Propreitor (Memb.No:064246)
Chennai, 14th May 2019

R. BALAJI RAVIGOPAL
Company Secretary



KANISHK STEEL INDUSTRIES LIMITED
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH, 2019

PARTICULARS	Note No.	As at 31st March 2019	As at 31st March 2018
		(Amount in Rs.)	(Amount in Rs.)
1. Revenue from Operations	24	3,30,28,68,811	2,37,38,19,561
2. Other Income	25	2,10,58,979	1,17,95,827
3. Total Income		**3,32,39,27,790**	**2,38,56,15,388**
4. Expenses			
a. Cost of Material Consumed	26	2,38,53,11,612	1,45,96,17,499
b. Purchases of Stock In Trade		42,06,76,518	45,20,55,374
c. Changes in Inventories of finished goods	27	76,22,123	(558,688)
d. Excise Duty	28	-	2,64,08,829
e. Employee Benefit Expenses	29	1,51,84,879	1,48,29,240
f. Finance Costs	30	2,48,36,550	2,38,93,255
g. Depreciation and Amortisation expenses	6	86,90,422	90,83,943
h. Other expenses	31	38,95,15,008	37,35,73,013
Total Expenses		**3,25,18,37,112**	**2,35,89,02,465**
5. Profit before exceptional items and tax (3 - 4)		**7,20,90,678**	**2,67,12,923**
6. Exceptional Items		-	-
7. Profit before Tax (5 + 6)		**7,20,90,678**	**2,67,12,923**
I. Current Tax		2,93,59,908	**1,09,19,423**
II. Deferred tax		-	-
9. Profit for the year (7 - 8)		**4,27,30,770**	**1,57,93,500**
10. Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
- Re-measurement of the defined benefit plans		-	-
Less: Income tax effect		-	-
Total Comprehensive Income for the year		**(8,12,585)**	**7,28,047**

Total Comprehensive Income for the year, net of tax		**4,19,18,185**	**1,65,21,547**
11. Earnings Per Share (EPS) of Rs.10 each (not annualized)			
Basic and Diluted EPS (In Rs.)		**1.47**	**0.58**

Significant Accounting Policies 5

Additional Information to Financial Statements

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

VISHAL KEYAL
Chairman & Managing Director

ASHOK BOHRA
Whole-time Director & CFO

PUJA RATHI, FCA
Propreitor (Memb.No:064246)
Chennai, 14th May 2019

R. BALAJI RAVIGOPAL
Company Secretary

Statement of Changes in other Equity

Other Equity as on 31st March 2019:

(Amount in Rs.)

Particulars	Capital Reserve	Capital Redemption Reserve	Securities Premium Reserve	Revaluation Reserve	General Reserve	Retained Earnings	Other Comprehensive Income	Total
Balance as at 31st March 2018	8,732,431	300,000	99,248,249	58,749,653	(442,725,002)	465,418,645	(2,343,928)	187,380,047
Deferred Tax			(536,519)					(536,519)
Transfer from/to retained earnings				4,705,108)		4,705,108		-
Remeasurement of Employee Benefits							(812,585)	(812,585)
Profit for the year						42,730,770		42,730,770
Balance as at 31st March 2019	**8,732,431**	**300,000**	**98,711,730**	**54,044,545**	**(442,725,002)**	**512,854,524**	**(3,156,513)**	**228,761,714**

Other Equity as on 31st March 2018:

Particulars	Capital Reserve	Capital Redemption Reserve	Securities Premium Reserve	Revaluation Reserve	General Reserve	Retained Earnings	Other Comprehensive Income	Total
Balance as at 31st March 2017	8,732,431	300,000	97,654,536	63,909,176	(442,725,002)	449,690,074	(3,071,975)	174,489,239
Deferred Tax			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 at 31st March 2018	**8,732,431**	**300,000**	**99,248,249**	**58,749,653**	**(442,725,002)**	**465,418,645**	**(2,343,928)**	**187,380,047**

KANISHK STEEL INDUSTRIES LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2018

(Amount in Rs.)

PARTICULARS	For The Year Ended 31st March 2019		For The Year Ended 31st March 2018	
A. CASH FLOW FROM OPERATING ACTIVITIES :				
Net Profit before Tax:		7,20,90,678		2,67,12,923
Adjustments for :				
Depreciation / Amortisation	86,90,385		90,83,940	
Rent received	(7,42,176)		(7,15,080)	
Profit / (loss) on Fair Valuation of investments through profit & loss acoount	16,09,682		42,49,644	
Profit / (Loss) on sale of Property, Plant and Equipment	-		(60,054)	
Profit / (Loss) on sale of Shares	(12,08,478)			
Interest Income	(33,83,190)		(31,88,312)	
Interest Expense	2,48,36,550	2,98,02,773	2,38,93,255	3,32,63,393
Operating Profit before working capital changes		**10,18,93,451**		**5,99,76,316**
Adjustments for :				
(Increase)/ Decrease in Trade Receivables	24,91,99,011		(5,57,48,022)	
(Increase)/ Decrease in Inventories	1,71,01,036		(5,20,10,982)	
(Increase)/ Decrease in Loans & Advances	(13,56,77,450)		(1,78,277)	
(Increase)/ Decrease in Other Current Assets	(6,38,88,237)		2,67,15,447	
Increase/ (Decrease) in Trade Payables, Other Financial and non-financial liabilities and provisions	(20,66,55,883)		1,14,55,951	
		(13,99,21,524)		(6,97,65,882)
		(3,80,28,072)		**(97,89,566)**
Less: Taxes Paid		(2,93,59,908)		(1,61,43,880)
Net Cash Flow from operating activities (A)		**(6,73,87,981)**		**(2,59,33,446)**
B.CASH FLOW FROM INVESTING ACTIVITIES :				
Purchase of Property, Plant and Equipment	(5,00,000)		(63,53,342)	



Sale of Proprety, Plant and Equipment	-		37,449	
(Increase) / Decrease in Other Financials Assets	(58,01,402)		2,84,90,318	
Interest Received	33,83,190		31,88,312	
(Increase) / Decrease in Bank balances considered as other than Cash & Cash equivalents	(65,51,376)		11,01,30,804	
Rent received	7,42,176		7,15,080	
Capital Work in progress	(36,35,000)		(3,19,58,813)	
(Purchase)/Sale of Investment	24,99,838		14,63,446	
Profit on sale of sale of assets	-		60,054	
Net Cash Flow from Investing activities (B)		**(98,62,574)**		**10,57,73,308**
C.CASH FLOW FROM FINANCING ACTIVITIES :				
Repayment of Long term borrowings	-		-	
Repayment of Short term borrowings	9,38,99,686		(6,16,46,110)	
Increase/ (Decrease) in Other Financial Liabilities	90,48,912		16,47,795	
Interest paid	(2,48,36,550)		(2,38,93,255)	
Net Cash Flow from Financing activities (C)		**7,81,12,048**		**(8,38,91,570)**
Net Increase in cash Equivalents (A)+(B)+(C)		**8,61,493**		**(40,51,708)**
Cash & Cash Equivalents (Opening Balance)	17,36,944		57,88,652	
Cash & Cash Equivalents (Closing Balance)	25,98,437		17,36,944	
Net Increase/(Decrease) in Cash & Cash Equivalents		**8,61,493**		**(40,51,708)**

Notes: Ind AS7 Cash Flow Statements requires the entities to provide disclosure that enable users of financial statements to evaluate the changes in liabilities arising from financing activities, including both charges arising from cash flows and non – cash changes, suggesting inclusion of 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.

Particulars	As at 31.03.2018	Financing Cash Flows	No cash	As at 31.03.2019
			Current/ Non-current Classification	
Borrowings Non-current				
Other Financial Liabilities	18,43,85,661	9,41,31,358	-	9,02,54,302
Borrowings current	9,22,26,646	(9,52,76,300)	-	18,75,02,947

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

VISHAL KEYAL
Chairman & Managing Director

ASHOK BOHRA
Whole-time Director & CFO

PUJA RATHI, FCA
Propreitor (Memb.No:064246)
Chennai, 14th May 2019

R. BALAJI RAVIGOPAL
Company Secretary



Note 1

Notes to Financial Statements for the year ended 31st March, 2019

1 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, Gummidipoondi, Thiruvallur 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 Statement of Compliance

These financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time.

These financial statements are approved for issue by the Board of Directors on 14th May, 2019.

3 Basis of Preparation and presentation of Financial Statements

The standalone financial statements are prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in accounting policies below.

The standalone financial statements are presented in Indian Rupees (), except otherwise stated.

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

New Standards / Amendments to Existing Standard issued but not yet effective upto the date of issuance of the company's financial statement is disclosed below.

On 30th March, 2019, the Ministry of Corporate Affairs (MCA) has notified Ind AS 116–Leases and certain amendment to existing Ind AS. These amendments shall be applicable to the Company from 1st April 2019.

(a) Ind AS 116 - Leases

Ind AS 116replaces Ind AS 17, Leases. It sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. Lessor accounting under Ind AS 116 is substantially unchanged from today's accounting under Ind AS 17. Ind AS 116 requires lessees and lessors to make more extensive disclosures than under Ind AS 17.

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

(b) Amendment to Existing issued Ind AS

i Ind AS 12 - Income Taxes

The amendment relating to income tax consequences of dividend clarify that an entity shall recognise the income tax consequences of dividends in statement of profit and loss, other comprehensive income or equity according to where the entity originally recognized those past transactions or events. The Company does not expect any impact from this pronouncement.

ii Ind AS 109–Prepayment Features with Negative Compensation

The amendments relate to the existing requirements in Ind AS 109 regarding termination rights in order to allow measurement at amortized cost (or, depending on the business model, at fair value through other comprehensive income) even in the case of negative compensation payments. The Company does not expect this amendment to have any impact on its Standalone Financial Statements

iii Ind AS 19–Plan Amendment, Curtailment or Settlement

The amendments clarify that if a plan amendment, curtailment or settlement occurs, it is mandatory that the current service cost and the net interest for the period after the re-measurement are determined using the assumptions used for the re measurement. In addition, amendments have been included to clarify the effect of a plan amendment, curtailment or settlement on the requirements regarding the asset ceiling. The Company does not expect this amendment to have any significant impact on its Standalone Financial Statements.

iv Ind AS 23–Borrowing Costs

The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The Company does not expect any impact from this amendment.

v Ind AS 28 – Long Term Interests in Associates and Joint Ventures

The amendments clarify that an entity applies Ind AS 109 Financial Instruments, to long-term interests in an associate or joint venture that form part of the net investment in the associate or joint venture but to which the equity method is not applied. The Company does not currently have any such long-term interests in associates and joint ventures.

vi Ind AS 103– Business Combinations and Ind AS 111– Joint Arrangements

The amendments to Ind AS 103 relating to re-measurement clarify that when an entity obtains control of a business that is a joint operation, it re-measures previously held interests in that business. The amendments to Ind AS 111 clarify that when an entity obtains joint control of a business that is a joint operation, the entity does not re-measure previously held interests in that business. The Company will apply the pronouncement if and when it obtains control / joint control of a business that is a joint operation.



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

5. Significant Accounting Policies:

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financials statements, unless otherwise indicated.

a. Use of estimates and critical accounting judgments

In the preparation of the financial statements, the Company makes judgments, estimates and assumptions about the carrying value of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected.

Key source of estimation of uncertainty at the date of the financial statements, which may cause material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment, useful lives of property, plant and equipment and intangible assets, valuation of deferred tax assets, provisions and contingent liabilities, fair value measurements of financial instruments and retirement benefit obligations as discussed below.

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 the asset is increased to the lower of its recoverable amount and the carrying amount that have been determined, net of depreciation, had no impairment loss been recognized for the assets in prior years.

Useful lives of property, plant and equipment and intangible assets

The Company reviews the useful life of property, plant and equipment and intangible assets at the end of each reporting period. This reassessment may result in change in depreciation and amortization expense in future periods.

Provisions and contingent liabilities

A provision is recognized when the Company has a present obligation as result of a past event and it is probable that the outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognized in the financial statements.

Retirement benefit obligations

The Company's retirement benefit obligations are subject to number of judgments including discount rates, inflation and salary growth. Significant judgments are required when setting these criteria and a change in these assumptions would have a significant impact on the amount recorded in the Company's balance sheet and the statement of profit and loss. The Company sets these judgments based on previous experience and third party actuarial advice.

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 level depending on the ability to observe inputs employed in their measurement which are described as follows:

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

ii. 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.

iii. 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.

b. Property, plant and equipment

An item of property, plant and equipment is recognized as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognized in the statement of profit and loss as incurred. When a replacement occurs, the carrying value of the replaced part is de-recognized. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items. Property, plant and equipment is stated at cost or deemed cost applied on transition to Ind AS, less accumulated depreciation and impairment. Cost includes all direct costs and expenditures



incurred to bring the asset to its working condition and location for its intended use. Trial run expenses (net of revenue) are capitalized. Borrowing costs incurred during the period of construction is capitalized as part of cost of qualifying asset. The gain or loss arising on disposal of an item of property, plant and equipment is determined as the difference between sale proceeds and carrying value of such item, and is recognized in the statement of profit and loss.

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.

c. Intangible assets

Patents, trademarks and software costs are included in the balance sheet as intangible assets when it is probable that associated future economic benefits would flow to the Company. In this case they are measured initially at purchase cost and then amortized on a straight-line basis over their estimated useful lives. All other costs on patents, trademarks and software are expensed in the statement of profit and loss as and when incurred.

Expenditure on research activities is recognized as an expense in the period in which it is incurred. Costs incurred on individual development projects are recognized as intangible assets from the date when all of the following conditions are met:

a. Completion of the development is technically feasible.

b. It is the intention to complete the intangible asset and use or sell it.

c. Ability to use or sell the intangible asset.

d. It is clear that the intangible asset will generate probable future economic benefits.

e. Adequate technical, financial and other resources to complete the development and to use or sell the intangible asset are available.

f. It is possible to reliably measure the expenditure attributable to the intangible asset during its development.

Recognition of costs as an asset is ceased when the project is complete and available for its intended use, or if these criteria are no longer applicable.

Where development activities do not meet the conditions for recognition as an asset, any associated expenditure is treated as an expense in the period in which it is incurred.

Subsequent to initial recognition, intangible assets with definite useful lives are reported at cost or deemed cost applied on transition to Ind AS, less accumulated amortization and accumulated impairment losses.

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.

d. Depreciation and amortization of property, plant and equipment and intangible assets

Depreciation or amortization is provided so as to write off, on a straight-line basis, the cost/deemed cost of property, plant and equipment and intangible assets, including those held under finance leases to their residual value. These charges are commenced from the dates the assets are available for their intended use and are spread over their estimated useful economic lives or, in the case of leased assets, over the lease period, if shorter. The estimated useful lives of assets, residual values and depreciation method are reviewed regularly and, when necessary, revised.

Depreciation on assets under construction commences only when the assets are ready for their intended use. The estimated useful lives for main categories of property, plant and equipment and intangible assets are:

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

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.

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.

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 of are reported at the lower of the carrying value or the fair value less cost to sell.

Assets values up to 5,000 are fully depreciated in the year of acquisition.

e. Impairment

At each balance sheet date, the Company reviews the carrying value of its property, plant and equipment and intangible assets to determine whether there is any indication that the carrying value of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to



determine the extent of impairment loss, if any. Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. An impairment loss is recognized in the statement of profit and loss as and when the carrying value of an asset exceeds its recoverable amount.

Where an impairment loss subsequently reverses, the carrying value of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount so that the increased carrying value does not exceed the carrying value that would have been determined had no impairment loss been recognized or the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognized in the statement of profit and loss immediately.

f. Leases

The Company determines whether an arrangement contains a lease by assessing whether the fulfillment of a transaction is dependent on the use of a specific asset and whether the transaction conveys the right to use that asset to the Company in return for payment. Where this occurs, the arrangement is deemed to include a lease and is accounted for either as finance or an operating lease.

Leases are classified as finance leases where the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Company as lessee

(i) Operating lease – Rentals payable under operating leases are charged to the statement of profit and loss on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed. Contingent rentals arising under operating leases are recognized as an expense in the period in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognized as a liability. The aggregate benefit of incentives is recognized as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

(ii) Finance lease – Finance leases are capitalized at the commencement of lease, at the lower of fair value of the asset or the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease

obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized in the statement of profit and loss over the period of the lease.

The Company as lessor

(i) Operating lease – Rental income from operating leases is recognized in the statement of profit and loss on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset is diminished. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying value of the leased asset and recognized on a straight-line basis over the lease term.

(ii) Finance lease – When assets are leased out under a finance lease, the present value of minimum lease payments is recognized as a receivable. The difference between the gross receivable and the present value of receivable is recognized as unearned finance income. Lease income is recognized over the term of the lease using the net investment method before tax, which reflects a constant periodic rate of return.

g. Financial instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets and 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 and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognized in the statement of profit and loss.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

i) Financial assets

Cash and bank balances

Cash and bank balances consist of:

a) Cash and cash equivalents - which include cash on hand, deposits held at call with banks and other short-term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have original maturities of less than one year. These balances with banks are unrestricted for withdrawal and usage.



b) Other bank balances - which include balances and deposits with banks that are restricted for withdrawal and usage.

Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business model 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.

Financial assets measured at fair value

Financial assets are measured at fair value through other comprehensive income if such financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell such 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.

The Company in respect of equity investments (other than in subsidiaries, associates and joint ventures) which are not held for trading has made an irrevocable election to present in other comprehensive income subsequent changes in the fair value of such equity instruments. Such an election is made by the Company on an instrument by instrument basis at the time of initial recognition of such equity investments. These investments are held for medium or long-term strategic purpose. The Company has chosen to designate these investments in equity instruments as fair value through other comprehensive income as the management believes this provides a more meaningful presentation for medium or long-term strategic investments, than reflecting changes in fair value immediately in the statement of profit and loss.

Financial assets not measured at amortized cost or at fair value through other comprehensive income are carried at fair value through profit and loss.

Interest income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and effective interest rate applicable.

Dividend income

Dividend income from investments is recognized when the right to receive payment has been established.

Impairment of financial assets

Loss allowance for expected credit losses is recognized for financial assets measured at amortized cost and fair value through other comprehensive income.

The Company recognizes lifetime expected credit losses for all trade receivables that do not constitute a financing transaction. For financial assets (apart from trade receivables that do not constitute of financing transaction) whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognized.

Loss allowance equal to the lifetime expected credit losses is recognized if the credit risk of the financial asset has significantly increased since initial recognition.

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.

De-recognition of financial assets

The Company de-recognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity.

If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay.

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a borrowing for the proceeds received.

ii) Financial liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortized cost, using the effective interest rate method where the time value of money is significant.

Interest bearing bank loans, overdrafts and issued debt are initially measured at fair value and are subsequently measured at amortized cost using the effective interest rate method.

Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognized over the term of the borrowings in the statement of profit and loss.

De-recognition of financial liabilities

The Company de-recognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.



Derivative financial instruments and hedge accounting:

In the ordinary course of business, the Company uses certain derivative financial instruments to reduce business risks which arise from its exposure to foreign exchange and interest rate fluctuations. The instruments are confined principally to forward foreign exchange contracts, cross currency swaps, interest rate swaps and collars. The instruments are employed as hedges of transactions included in the financial statements or for highly probable forecast transactions/firm contractual commitments. These derivatives contracts do not generally extend beyond six months, except for certain currency swaps and interest rate derivatives.

Derivatives are initially accounted for and measured at fair value on the date the derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period.

The Company adopts hedge accounting for forward foreign exchange and interest rate contracts wherever possible. At inception of each hedge, there is a formal, documented designation of the hedging relationship. This documentation includes, inter alia, items such as identification of the hedged item and transaction and nature of the risk being hedged. At inception, each hedge is expected to be highly effective in achieving an offset of changes in fair value or cash flows attributable to the hedged risk. The effectiveness of hedge instruments to reduce the risk associated with the exposure being hedged is assessed and measured at the inception and on an ongoing basis. The ineffective portion of designated hedges is recognized immediately in the statement of profit and loss.

When hedge accounting is applied:

- for fair value hedges of recognized assets and liabilities, changes in fair value of the hedged assets and liabilities attributable to the risk being hedged, are recognized in the statement of profit and loss and compensate for the effective portion of symmetrical changes in the fair value of the derivatives.
- for cash flow hedges, the effective portion of the change in the fair value of the derivative is recognized directly in other comprehensive income and the ineffective portion is recognized in the statement of profit and loss. If the cash flow hedge of a firm commitment or forecasted transaction results in the recognition of a non-financial asset or liability, then, at the time the asset or liability is recognized, the associated gains or losses on the derivative that had previously been recognized in equity are included in the initial measurement of the asset or liability. For hedges that do not result in the recognition of a non-financial asset or a liability, amounts deferred in equity are recognized in the statement of profit and loss in the same period in which the hedged item affects the statement of profit and loss.

In cases where hedge accounting is not applied, changes in the fair value of derivatives are recognized in the statement of profit and loss as and when they arise.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. At that time, any cumulative gain or loss on the hedging instrument recognized in equity is retained in equity until the forecasted transaction occurs. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognized in equity is transferred to the statement of profit and loss for the period.

h. Employee benefits

Defined contribution plans

Contributions under defined contribution plans are recognized as expense for the period in which the employee has rendered the service. Payments made to state managed retirement benefit schemes are dealt with as payments to defined contribution schemes where the Company's obligations under the schemes are equivalent to those arising in a defined contribution retirement benefit scheme.

Defined benefit plans

For defined benefit retirement schemes, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuation being carried out at each year-end balance sheet date. Re-measurement gains and losses of the net defined benefit liability/ (asset) are recognized immediately in other comprehensive income. The service cost and net interest on the net defined benefit liability/ (asset) are recognized as an expense within employee costs.

Past service cost is recognized as an expense when the plan amendment or curtailment occurs or when any related restructuring costs or termination benefits are recognized whichever is earlier.

The retirement benefit obligations recognized in the balance sheet represents the present value of the defined benefit obligations as reduced by the fair value of plan assets.

i. Inventories

Inventories are stated at the lower of cost and net realizable value. Cost is ascertained on a weighted average basis. Costs comprise direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Net realizable value is the price at which the inventories can be realized in the normal course of business after allowing for the cost of conversion from their existing state to a finished condition and for the cost of marketing, selling and distribution.

j. Provisions

Provisions are recognized in the balance sheet when the Company has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resources embodying economic benefits which can be reliably estimated. Each provision is based on the best estimate of the expenditure required to settle the present obligation at the balance sheet date. Where the time value of money is material, provisions are measured on a discounted basis.



Constructive obligation is an obligation that derives from an entity's actions where:

(a) by an established pattern of past practice, published policies or a sufficiently specific current statement, the entity has indicated to other parties that it will accept certain responsibilities and;

(b) as a result, the entity has created a valid expectation on the part of those other parties that it will discharge such responsibilities.

k. Onerous contracts

A provision for onerous contracts is recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognizes any impairment loss on the assets associated with that contract.

l. Government grants

Government grants are recognized at its fair value, where there is a reasonable assurance that such grants will be received and compliance with the conditions attached therewith have been met.

Government grants related to expenditure on property, plant and equipment are credited to the statement of profit and loss over the useful lives of qualifying assets or other systematic basis representative of the pattern of fulfillment of obligations associated with the grant received. Grants received less amounts credited to the statement of profit and loss at the reporting date are included in the balance sheet as deferred income.

m. Non-current assets held for sale and discontinued operations

Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying value and fair value less costs to sell.

Assets and disposal groups are classified as held for sale if their carrying value will be recovered through a sale transaction rather than through continuing use. This condition is only met when the sale is highly probable and the asset, or disposal group, is available for immediate sale in its present condition and is marketed for sale at a price that is reasonable in relation to its current fair value. The Company must also be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Where a disposal group represents a separate major line of business or geographical area of operations, or is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations, then it is treated as a discontinued operation. The post-tax profit or loss of the discontinued operation together with the gain or loss recognized on its disposal are disclosed as a single amount in the statement of profit and loss, with all prior periods being presented on this basis.

n. Income taxes

Tax expense for the period comprises current and deferred tax. The tax currently payable is based on taxable profit for the period. Taxable profit differs from net profit as reported in the statement of profit and loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying value of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences. In contrast, deferred tax assets are only recognized to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilized.

The carrying value 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 asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realized based on the tax rates and tax laws that have been enacted or substantially 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 value of its assets and liabilities.

Deferred tax assets and liabilities are offset to the extent that they relate to taxes levied by the same tax authority and there are legally enforceable rights to set off current tax assets and current tax liabilities within that jurisdiction.

Current and deferred tax are recognized as an expense or income in the statement of profit and loss, except when they relate to items credited or debited either in other comprehensive income or directly in equity, in which case the tax is also recognized in other comprehensive income or directly in equity.

Deferred tax assets include Minimum Alternate 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. MAT is recognized as deferred tax assets in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realized.

o. Revenue Recognition

The Company manufactures and sells Iron and Steel Products.



Sale of products

Revenue from sale of products is recognized when control of the products has transferred, being when the products are delivered to the customer. Delivery occurs when the products have been shipped or delivered to the specific location as the case may be, the risks of loss has been transferred, and either the customer has accepted the products in accordance with the sales contract, or the Company has objective evidence that all criteria for acceptance have been satisfied. Sale of products include related ancillary services, if any.

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.

p. Foreign currency transactions and translations

The financial statements of the Company are presented in Indian Rupees (), which is the functional currency of the Company and the presentation currency for the financial statements.

In preparing the financial statements, transactions in currencies other than the Company's functional currency are recorded at the rates of exchange prevailing on the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are re-translated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are re-translated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not translated.

Exchange differences arising on translation of long-term foreign currency monetary items recognized in the financial statements before the beginning of the first Ind AS financial reporting period in respect of which the Company has elected to recognize such exchange differences in equity or as part of cost of assets as allowed under Ind AS 101-"First-time adoption of Indian Accounting Standards" are added/deducted to/ from the cost of assets as the case may be. Such exchange differences recognized in equity or as part of cost of assets is recognized in the statement of profit and loss on a systematic basis.

Exchange differences arising on the re-translation or settlement of other monetary items are included in the statement of profit and loss for the period.

q. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to

get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for the intended use or sale.

Investment income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets is recognized in the statement of profit and loss.

Discounts or premiums and expenses on the issue of debt securities are amortized over the term of the related securities and included within borrowing costs. Premiums payable on early redemptions of debt securities, in lieu of future finance costs, are recognized as borrowing costs.

All other borrowing costs are recognized as expenses in the period in which it is incurred.

r. Earnings per share

Basic earnings per share is computed by dividing profit or loss for the year attributable to equity holders by the weighted average number of shares outstanding during the year. Partly paid up shares are included as fully paid equivalents according to the fraction paid up.

Diluted earnings per share are computed using the weighted average number of shares and dilutive potential shares except where the result would be anti-dilutive

Note 6
Property, Plant and Equipment

Details	Land	Lease Hold Land	Non Factory Building	Factory Buildings	Plant & Machinery	Electrical Installations	Office Equipment	Furniture and Fixtures	Vehicles	Crane	TOTAL
Year ended 31 March 2019											
Opening Gross Carrying Amount	6,283,138	1,500,897	301,200	22,128,181	83,833,009	1,870,049	224,150	806,268	7,167,647	18,422,770	142,537,309
Additions	-	-	-	-	500,000	-	-	-	-	-	500,000
Deletions	-	-	-	-	-	-	-	-	-	-	-
Closing Gross Carrying Amount as at 31 March 2019	**6,283,138**	**1,500,897**	**301,200**	**22,128,181**	**84,333,009**	**1,870,049**	**224,150**	**806,268**	**7,167,647**	**18,422,770**	**143,037,309**
Accumulated Depreciation and Impairment											-
Opening accumulated depreciation	-	41,120	-	2,054,860	14,833,126	985,688	-	546,610	2,057,333	3,082,122	23,600,859
Depreciation charged during the year	-	20,560	-	1,027,430	4,877,829	16,513	-	34,369	1,172,659	1,541,061	8,690,422
Deduction/Adjustment									-		-
IND AS Adjustment Entries (Accumulated Depreciation)											-
Closing Accumulated Depreciation and Impairment as at 31 March 2019	**-**	**61,680**	**-**	**3,082,290**	**19,710,955**	**1,002,201**	**-**	**580,979**	**3,229,992**	**4,623,183**	**32,291,281**
Net Carrying Amounts as at 31 March 2019	**6,283,138**	**1,439,217**	**301,200**	**19,045,891**	**64,622,054**	**867,848**	**224,150**	**225,289**	**3,937,655**	**13,799,587**	**110,746,028**



Details	Land	Lease Hold Land	Non Factory Buildings	Factory Buildings	Plant & Machinery	Electrical Installations	Office Equipment	Furniture and Fixtures	Vehicles	Crane	TOTAL
Year ended 31 March 2018											
Gross carrying amount											
Opening Gross Carrying Amount	-	1,500,897	301,200	22,128,181	83,833,009	1,870,049	224,150	806,268	7,134,892	18,422,770	136,221,416
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**	**7,167,647**	**18,422,770**	**142,537,309**
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 2017-18	-	20,560	-	1,027,430	4,842,039	470,927	-	211,518	970,408	1,541,061	9,083,943
IND AS Adjustment Entries (Depreciation P&L)											-
Deduction/Adj											
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 March 2018	**6,283,138**	**1,459,777**	**301,200**	**20,073,321**	**68,999,883**	**884,361**	**224,150**	**259,658**	**5,110,314**	**15,340,648**	**118,936,450**



7. Non Current Investments (Long Term Investments)

	PARTICULARS	AS AT 31.03.2019 (Amount in Rs.)	AS AT 31.03.2018 (Amount in Rs.)
a. In Equity Shares - Unquoted, fully paid up (Trade Investments-Stated at Cost)			
6,200	OPG Energy Private Limited-'A' Class Shares of Rs.10/- each	1,68,600	2,03,200
-	OPG Renewable Energy Private Limited Class A Shares of Rs.10/- each	-	20,28,000
3,23,375	OPG Business Centre Private Ltd Class A Shares of Rs.10/- each	32,33,750	32,33,750
38,700	Yukti Wind Power Private Limited, A Shares of Rs.10.16 each	3,93,192	3,93,192
13,98,820	OPG Energy Private Limited, Class C Shares Equity shares of Rs.10/- each	13,988,200	13,988,200
12,00,000	Nagai Power Private Limited 1200000 equity shares of Rs.10 each	1,200,000	-
b. In Equity Shares -Quoted, fully paid up			
1,586	Tulsyan Power Limited, Equity shares of Rs.10/- each	47,490	476,250
7,81,399	Gita Renewable Energy Limited (previous year:10,69,399)	4,016,391	5,626,073
Total		**2,30,47,623**	**2,59,48,665**

*Particulars of Investments as required in terms of Section 186(4) of the Companies Act, 2013 has been disclosed herein above.

PARTICULARS	AS AT 31.03.2019 (Amount in Rs.)	AS AT 31.03.2018 (Amount in Rs.)
8. OTHER FINANCIAL ASSETS		
(Unsecured, Considered good)		
a. Security Deposits	1,73,40,741	1,15,39,339
b. Deposits with related party	7,500,000	7,500,000
Total	**24,840,741**	**19,039,339**
9. INVENTORIES (Valued at lower of Cost and Net Realizable Value)		
(as valued and certified by the management)		
a) Raw Materials	35,26,30,216	35,95,53,282
b) Finished Goods	12,71,41,727	13,47,63,850
c) Stores and Spares	34,31,457	59,87,304
	48,32,03,400	**50,03,04,436**
9.1 Refer Note no. 19 to financial statements in respect of charge created against borrowings		
10. TRADE RECEIVABLES		
Unsecured Debts (Considered Good)	30,62,78,856	55,54,77,867
Total	**30,62,78,856**	**55,54,77,869**
Ageing of Trade Receivables		
Within Credit Period		
1 - 180 Days past due	285,270,976	453,160,210
More than 180 days past due	21,007,879	102,317,657
Total	**306,278,856**	**555,477,867**

Notes :

10.1 Trade Receivables are interest bearing @ 18% p.a and are generally on terms of 1 to 30 days.

10.2 Refer Note 21.1 for hypothecation of above receivables and there is no amount due from related parties**.**

10.3 Before accepting any new customer the company uses an external credit scoring system to assess the potential customer's credit quality and defines credit limits by customer. Limits and scoring attributed to customers are reviewed once a year. The company does not hold any collateral or other credit enhancements over these balances nor does it have a legal right of offset against any amounts owned by the company to the counterparty. Trade receivables have been given as collateral towards borrowings details relating to which has been describes in Note 19. Trade Receivables from related parties has been described in note. Trade receivables does not include any receivables from directors and officers of the company.

10.4 The fair value of Trade receivables is not materially different from the carrying value presented.

11. CASH & CASH EQUIVALENTS	**AS AT 31.03.2019 (Amount in Rs.)**	**AS AT 31.03.2018 (Amount in Rs.)**
a) Cash in Hand	2,505,361	1,463,967
b) Balances with Bank In Current Accounts	93,076	272,977
Total	**2,598,437**	**1,736,944**
12. Bank Balances (Other than Cash and Cash Equivalents)		
a) Deposits with Bank (having original maturity more than 3 months & less than 1 year)	43,579,484	37,028,109
Total	**43,579,484**	**37,028,109**
13. Loans (Unsecured, Considered Good)		
b) Advance - Others	100,758,500	417,450
b) Advance - Related Party	35,336,400	-
Total	**136,094,900**	**417,450**

14. OTHER CURRENT ASSETS	AS AT 31.03.2019 (Amount in Rs.)	AS AT 31.03.2018 (Amount in Rs.)
a) Supplier advance	79,286,910	31,665,768
b) Balances with government authorities	38,923,019	22,655,924
Total	**118,209,929**	**54,321,692**
15. 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
20,000 15% Cumulative Redeemable Preference Shares of Rs.100 each (Previous Year 20,000)	2,000,000	2,000,000
Total	**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
Issued during the year	-	-
Cancelled during the year	-	-
Closing Balance	**284,360,740**	**284,360,740**
III. Issued, subscribed but not fully paid capital:		
Less: Calls Unpaid	**-**	**-**
By Directors	-	-
By Others	-	-
Add: Forfeited Shares	295,830	295,830
Total	**284,656,570**	**284,656,570**

Notes:

15.1 Movement of Shares

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

15.2 Terms / rights attached to equity shares:

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

15.2.2 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.

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

Name of the Shareholder	**AS AT 31.03.2019**		AS AT 31.03.2018	
	No of Shares	%	No of Shares	%
Rajesh Kumar Gupta	**3,157,641**	**11.10**	2,370,174	8.34
Chennai Material Recycling & Trading Co Pvt Ltd	**2,489,584**	**8.76**	2,489,584	8.76
Tamilnadu Property Developers Ltd	**2,400,000**	**8.44**	2,400,000	8.44
Shailja Gupta	**2,304,302**	**8.10**	2,229,578	7.84
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

PARTICULARS	AS AT 31.03.2019 (Amount in Rs.)	AS AT 31.03.2018 (Amount in Rs.)
16. OTHER EQUITY		
I. Capital Reserve		
Opening Balance	8,732,431	8,732,431
Additions during the year	-	-
Utilisation during the year	-	-
Closing Balance	**8,732,431**	**8,732,431**
II. Capital Redemption Reserve		
Opening & Closing Balance	**300,000**	**300,000**
III. Securities Premium Reserve		
Opening & Closing Balance	99,248,245	92,969,593
Additions during the year	(536,519)	6,278,652
Utilisation during the year		
Closing Balance	**98,711,726**	**99,248,245**
IV. Revaluation Reserve		
Opening Balance	58,749,653	63,909,176
Additions during the year		
Utilisation during the year	(4,705,108)	(5,159,523)
Closing Balance	**54,044,545**	**58,749,653**
V. General Reserve		
Opening Balance	(442,725,002)	(442,725,002)
Additions during the year		
Closing Balance	**(442,725,002)**	**(442,725,002)**
VI.Surplus:		
Opening Balance	465,418,646	449,690,073
Profit for the year	42,730,770	15,793,500
Transfer of Revaluation Reserve	4,705,108	5,159,523
Earlier Year Tax Adjustments		5,224,451
Closing Balance	**512,854,524**	**465,418,646**
VI. Other Comprehensive Income		
Opening Balance	(2,343,928)	(3,071,975)
Additions during the year	(812,585)	728,047
Utilisation during the year		
Closing Balance	(3,156,513)	(2,343,928)
Total	**228,761,707**	**187,380,045**



16.1 Refer Statement of Changes in Equity for movement in balance of reserves

16.2 Nature of Reserves:

16.2.1 Securities Premium Reserve

Securities Premium Reserve represents the amount received in excess of par value of securities and is available for utilization as specified under Section 52 of Companies Act, 2013.

16.2.2 General Reserve

General Reserve represents appropriation of profits at the discretion of the Company. It is transferable from one component of equity to another,

16.2.3 Retained Earnings

Retained Earnings generally represent the undistributed profits/ amount of accumulated earnings of the company. Other Comprehensive Income of Rs.31,56,513/- as at 31st March 2019 (Rs.23,43,928/- as at 31st March 2018) relating to re-measurement of defined benefit plans which cannot be classified to Statement of Profit and Loss.

16.2.4 Capital Redemption Reserve

Capital Redemption Reserve is created as per statutory requirement.

16.2.5 Revaluation Reserve

Revaluation Reserve was created under the erstwhile Indian GAAP to recognize the gain due to increase in value of certain assets as on 31st March 2008 and utilized in accordance with the provisions of the Companies Act 2013.

16.2.6 Capital Reserve

Capital Reserve was created erstwhile Indian GAAP on forfeiture of shares by the company.

PARTICULARS	AS AT 31.03.2019 (Amount in Rs.)	AS AT 31.03.2018 (Amount in Rs.)
17. DEFERRED TAX LIABILITIES (NET)		
Deferred Tax Liability Fixed Asset - Impact of Difference between tax depreciation and depreciation charged in the financial statement {Refer Note No:5(n)}	2,90,86,022	2,85,49,504
Total	**2,90,86,022**	**2,85,49,504**
18. PROVISIONS		
For Employee Benefits	41,88,903	25,97,131
Total	**41,88,903**	**25,97,131**
19. BORROWING		
Short Cash Credit From Banks		
Corporation Bank	20,55,904	39,35,720
State Bank of India	18,40,70,428	8,82,90,926
Total	**18,61,26,332**	**9,22,26,646**
19.1 Nature of Security and rate of interest: All the above loans are secured by equitable mortgage of land and building including Plant and Machinery; by hypothecation of Raw Materials, Stock-in-Process and Finished Goods; Corporate guarantee by M/s. Tamilnadu Property Developers Ltd: and personal guarantee of Mr.Rajesh Kumar Gupta and Mr.Kanishk Gupta.		
20. TRADE PAYABLES		
Micro, Small and Medium enterprises	-	-
Other trade payables (Refer Note No.43 for amount due to Related Parties)	39,69,93,275	54,50,93,280
Total	**39,69,93,275**	**54,50,93,280**
21. OTHER FINANCIAL LIABILITIES		
a. Outstanding Liability	1,36,79,022	32,31,754
b. Statutory Liabilities	43,69,139	57,67,495
Total	**1,80,48,161**	**89,99,249**
22. OTHER LIABILITIES		
a. Advances from Customers	9,55,63,452	18,43,85,661
Total	**9,55,63,452**	**18,43,85,661**



PARTICULARS	AS AT 31.03.2019 (Amount in Rs.)	AS AT 31.03.2018 (Amount in Rs.)
23. PROVISIONS		
a. Provision for Income Tax	4,02,86,275	1,09,19,423
b. Provision for Others	4,82,514	3,62,222
Total	**4,07,68,789**	**1,12,81,645**
24. REVENUE FROM OPERATIONS		
Revenue from Sale of Manufactured products	2,86,75,19,661	1,85,92,36,390
Revenue from Sale of Traded Products (Refer Note No.41)	43,53,49,150	51,45,83,171
Total	**3,30,28,68,811**	**2,37,38,19,561**
25. OTHER INCOME		
Rental Income	7,42,176	7,15,080
Sales commission	11,28,746	50,30,255
Insurance claim received	3,83,212	5,09,615
Net Gain on Foreign Currency Translation	1,42,13,177	22,92,512
Profit on sale of Shares	12,08,478	-
Profit on sale of Vehicles	-	60,054
Interest Income	33,83,190	31,88,312
Total	**2,10,58,979**	**1,17,95,827**
26. COST OF MATERIALS CONSUMED		
Opening Stock	35,95,53,282	27,96,95,985
Add: Purchases	2,37,83,88,547	1,53,94,74,796
Less: Closing Stock	35,26,30,216	35,95,53,282
	2,38,53,11,612	**1,45,96,17,499**
(i) Details of Raw materials consumed		
Scrap	41,96,07,454	26,28,60,080
Billets/Ingots	1,87,58,81,902	1,12,95,78,075
Coal	3,48,02,897	2,73,04,986
Sponge Iron	5,50,19,358	3,98,74,358
Total	**2,38,53,11,612**	**1,45,96,19,499**
(ii) Details of Raw Material Inventory		
Scrap	3,95,44,462	11,95,65,636
Billets/Ingots	31,04,13,286	23,64,76,656
Coal	9,42,868	15,80,260
Sponge Iron	17,29,601	19,30,729
Total	**35,26,30,217**	**35,95,53,281**

PARTICULARS	AS AT 31.03.2019 (Amount in Rs.)	AS AT 31.03.2018 (Amount in Rs.)
27. CHANGES IN INVENTORIES OF FINISHED GOODS		
Closing Stock of Finished Goods	12,71,41,727	13,47,63,850
Opening Stock of Finished Goods	13,47,63,850	13,42,05,162
Total	**76,22,123**	**(5,58,688)**
28. EXCISE DUTY		
Excise Duty	-	2,64,08,829
Total	**-**	**2,64,08,829**
29. EMPLOYEE BENEFITS EXPENSES		
Salaries, Wages and Bonus	1,25,05,185	1,27,47,131
Contribution to Provident & other funds	24,31,925	20,59,744
Staff and labour Welfare Expenses	2,47,769	22,365
Total	**1,51,84,879**	**1,48,29,240**
30. FINANCE COSTS		
Interest paid to Banks	2,48,08,937	2,36,04,131
Interest - Others	27,613	2,89,121
Total	**2,48,36,550**	**2,38,93,255**
31. OTHER EXPENSES		
a. Material & Manufacturing expenses		
Stores and Spares consumed	10,54,45,876	11,16,03,119
Power and Fuel	15,82,44,408	13,88,38,355
Freight Charges	2,46,68,419	1,75,99,747
Customs Duty	1,03,30,129	2,10,18,406
Clearing and Forwarding Charges	1,87,40,310	2,21,40,916
Material Handling / Other payments	1,77,95,964	36,53,317
b. Repairs & Maintenance		
Machinery Maintenance	1,10,50,527	1,07,09,523
Repairs to Building	7,86,450	5,07,500
Electrical Maintenance	36,89,958	70,07,514
Vehicle Maintenance	3,61,989	86,669



c. Administrative Expenses		
Advertisement	40,950	27,450
Bank Charges	1,96,70,293	2,13,95,858
Directors' Remuneration	23,75,000	21,00,000
Donation	21,000	21,000
Insurance	8,99,274	68,489
Listing Fees	3,25,000	4,94,500
Rebate & Discount	2,17,755	1,67,882
Sales Tax Expenses	67,492	2,70,709
Membership and subscription	1,48,923	1,08,300
Payment to Auditors		
- As Audit Fees	1,18,000	1,18,000
- As Certification Fees	76,110	80,000
- As Tax Audit Fees	59,000	59,000
Postage	89,018	1,30,780
Printing and Stationery	3,55,285	3,00,662
Professional and Consultancy	13,67,330	20,80,825
Rates and Taxes	27,23,818	11,62,428
Rent and Amenities	1,64,000	1,60,500
Director Sitting Fee	55,000	58,000
Service Tax/GST Paid	-	30,69,414
Share Transfer Charges	74,643	15,000
Telephone Charges	4,86,044	5,42,839
Travelling Expense – Directors	47,020	2,95,459
Travelling and Conveyance	5,29,595	1,93,619
Loss on M2M	16,09,682	42,49,644
d. Selling and Distribution Expenses		
Carriage Outwards	10,16,192	8,45,708
Sales Promotion Expenditure	6,30,661	6,16,882
Commission Paid	52,33,894	8,75,000
Total	**38,95,15,008**	**37,35,73,013**

32. Earnings per Share (EPS):

Particulars	For the year ended 31.03.2019	For the year ended 31.03.2018
Net profit/(loss) after taxes as per Statement of Profit and Loss (in Rs.)	4,19,18,185	1,65,21,547
Less: Adjustments for the purpose of diluted earnings per share (in Rs.)	-	-
Net profit for diluted earnings per share (in Rs.)	4,19,18,185	1,65,21,547
Weighted average number of equity shares for basic EPS and diluted EPS (Face value Rs.10/- per share)		
i) for Basic EPS	2,84,36,074	2,84,36,074
ii) for Diluted EPS	2,84,36,074	2,84,36,074
Earnings Per Share: Basic and Diluted EPS (in Rs.)	1.47	0.58

33. Employee Benefits:

A. Defined contribution plans

The Company participates in a number of defined contribution plans on behalf of relevant personnel. Any expense recognized in relation to these schemes represents the value of contributions payable during the period by the Company at rates specified by the rules of those plans. The only amounts included in the balance sheet are those relating to the prior months contributions that were not due to be paid until after the end of the reporting period. The major defined contribution plans operated by the Company is as below:

(a) Provident fund and pension

The Company provides provident fund benefits for eligible employees as per applicable regulations wherein both employees and the Company make monthly contributions at a specified percentage of the eligible employee's salary. Contributions under such schemes are made either to a provident fund set up as an irrevocable trust by the Company to manage the investments and distribute the amounts entitled to employees or to state managed funds

Benefits provided under plans wherein contributions are made to state managed funds and the Company does not have a future obligation to make good shortfall if any, is treated as a defined contribution plan

(b) 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.



B. 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.

C. Defined Contribution Plan:

Contribution to Defined Contribution Plans recognized as expense for the year 2018-19. Disclosures required under Ind AS 19 "Employee Benefits", the disclosures as defined are given below: (in Rs.)

Particulars	Gratuity (Unfunded)	
	31.03.2019	31.03.2018
Change in benefit obligations:		
Balance as at the beginning of the year	29,59,353	36,38,287
Service Cost	2,73,797	2,04,054
Interest Cost	2,21,918	2,40,828
Benefits Paid	(78,750)	(3,95,769)
Actuarial (Gain)/Loss	8,12,585	(7,28,047)
Balance as at the closing of the year	41,88,903	29,59,353
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	2,73,797	2,04,054
Interest on Obligations	2,21,918	2,40,828
Expected Return on Plan Assets	-	-
Past Service Cost	-	-
Losses /(Gains) on curtailments & Settlement	-	-
Expenses recognized in P & L	4,95,715	4,44,882

Expenses recognized during the year in the statement of other comprehensive income:		
Actuarial (Gains) / Losses arising from		
Plan Experience	7,64,446	(6,03,188)
Financial Changes	(49,077)	(1,24,859)
Demographic Changes	97,216	-
Total	8,12,585	(7,28,047)
Amounts recognized in the Balance Sheet		
Present Value of Funded Obligations		
Fair Value of Plan Assets		
Present Value of Unfunded obligations	41,88,903	29,59,353
Unrecognized Past Service Cost	-	-
- Net Liability	41,88,903	29,59,353
Amounts in the Balance Sheet		
- Liabilities	41,88,903	29,59,353
- Assets	-	-
- Net Liability	41,88,903	29,59,353
Assumptions:		
Discount Rate	7.42%	7.60%
Annual Increase in Salary Costs	6%	6%
Sensitivity Analysis:		
Liability increase in discount rate by 1%	-7%	8.60%
Liability decrease in discount rate by 1%	8%	6.60%
Liability increase in Salary escalation by 1%	8%	7%
Liability decrease in Salary escalation by 1%	-7%	-5%

34. Contingencies Liabilities not provided for: (in Rs.)

Particulars	2018-19	2017-18
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	12,53,54,940	1,71,58,785
d) Various demands raised which in the opinion of the management are not tenable and are pending with various forums/ authorities		
• Central Excise Law	83,06,945	3,37,30,024
• TNVAT	2,91,95,901	2,91,95,901
• Income Tax / TDS	4,62,39,440	4,16,222



35. Commitments not provided for: Nil

36. 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

37. Disclosures on financial instruments

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, basis of measurement and the basis on which income and expenses are recognized in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 5(g), to the financial statements.

(a) Financial assets and liabilities

The following tables present the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2019 and March 31, 2018. (in Rs.)

Particulars	**31.03.2019**	**31.03.2018**
Assets:		
Amortized Cost:		
Trade Receivable	30,62,78,856	55,54,77,867
Cash and Cash Equivalents	25,98,437	17,36,944
Bank Balances	4,35,79,484	3,70,28,109
Loans	13,60,94,900	4,17,450
Security Deposits	2,48,40,741	1,90,39,339
Fair Value through Profit and Loss Account (Designated upon initial recognition - NIL) (Mandatory required to be Fair Value):		
Investment in Quoted Equity Instruments	2,30,47,623	2,59,48,665
Total	**53,64,40,041**	**63,96,48,374**
Liabilities		
Amortized Cost		
Loans and Borrowings	18,61,26,332	9,22,26,646
Trade Payables	39,69,93,275	54,50,93,280
Other Non-Current Financial Liabilities	1,80,48,161	89,99,249
Other Financial Liabilities other than borrowings and derivative	-	-
Total	**60,11,67,768**	**64,63,19,175**

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 judgment, 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:

(in Rs.)

Particulars	As of 31st March 2019 (-)	Fair value measurements at reporting date using		
		Level 1	Level 2	Level 3
Assets:				
Investments in Quoted Equity Instruments	40,63,881 (61,02,323)	40,63,881 (61,02,323)	- -	- -

Figures in round brackets ( ) indicate figures as on 31st March 2018

During the year ended March 31, 2019 and March 31, 2018, 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 inmaterial. 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 2019: Nil

(b) Unhedged Foreign Currency exposures as on March 31, 2019 are as follows: -

Nature	Currency	Amount in Foreign Currency	
		As of March 31, 2019	As of March 31, 2018
Trade Payables (Including acceptances)	USD	3,13,724	19,46,824

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, 2019	March 31, 2018
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	-	-

(c) Financial risk management

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 minimize 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 are price 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 of 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 is Nil (Previous year Nil)

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	2018-19	2017-18
Payable INR	9,93,71,154	12,66,29,458
Weakening of INR by 5%	(49,68,558)	(63,31,473)
Strengthening of INR by 5%	49,68,558	63,31,473

Summary of exchange difference accounted in Statement of Profit and Loss

Fluctuation	2018 - 19	2017-18
Net (gain)/losses on Currency fluctuation shown as Other Income: Net foreign exchange INR	1,42,13,177	22,92,512

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 minimize 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, 2019, 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 recognized in the financial statements, (net of impairment losses) represents the Company's maximum exposure to credit risk.

The Company is exposed to credit risk from its operating activities (primarily trade receivables). The Company generally deals with parties which have good credit rating / worthiness given by external rating agencies or based on Company's internal assessment as listed below:

(in Rs.)

	31st March 2019	31st March 2018
Trade Receivables	30,62,78,856	55,54,77,867
Total	30,62,78,856	55,54,77,867

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, 2019, the cash and cash equivalents are held with major banks.

38. 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 maximize 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 2019 and 31st March 2018.

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, 2019, 31st March, 2018 are as follows

(Amount in Rs.)

Particulars	As at 31st March 2019	As at 31st March 2018
Borrowings	18,61,26,332	9,22,26,646
Less: Cash and Cash Equivalents	25,98,437	17,36,944



Net Debt	18,35,27,895	9,04,89,701
Total Capital	51,34,18,277	47,20,36,615
Gearing Ratio	0.36	0.19

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.

39. 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

40. Tax expenses:

(in Rs.)

Particulars	31 March 2019	31 March 2018
Current tax	2,93,59,908	1,09,19,423
Deferred tax	-	-
Tax expense recognized during the year	2,93,59,908	1,09,19,423

Reconciliation of Income tax expense for the year with accounting profit is as follows:

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. Details in this respect are as follows:

(in Rs.)

Particulars	31 March 2019	31 March 2018
Accounting profit before taxes	7,20,90,678	2,67,12,923
Enacted tax rates	34.94%	34.61%
Tax at enacted tax rates	2,51,88,483	92,45,343
MAT rate impact	-	-
Others	41,71,425	16,74,080
Income-taxes related to prior years	-	-
Current tax	2,93,59,908	1,09,19,423
MAT credit entitlement	-	-
Income tax recognized in Statement of Profit and Loss	**2,93,59,908**	**1,09,19,423**

The tax rate used for reconciliations above is 34.94% as applicable for corporate entities on taxable profits under the Indian tax laws.

Deferred income tax as at 31st March 2019 and 2018 relates to the following:

(in Rs.)

Particulars	As at 1st April 2018	Recognised in P&L	As at 31stMarch 2019
i. Deferred income tax assets:			
Property, plant and equipment	-	-	-
MAT credit entitlement	-	-	-
Deferred income tax assets	**-**	**-**	**-**
ii. Deferred income tax liabilities	**2,85,49,504**	**-**	**2,90,86,022**
iii. Deferred income tax asset / (liabilities), net	**2,85,49,504**	**-**	**2,90,86,022**

*Deferred Taxes: Based on the petition filed by the company on 21-04-2008, the Hon'ble High Court of Madras has allowed the company on 19-08-2008 to utilize the Securities Premium account towards the Deferred Tax Liability computed as per (AS-22/ Ind AS 22) Accordingly an amount of Rs. 5, 36,519 adjusted against Securities Premium account (As per Directives of Hon'ble High Court Madras)

40. Implementation of Goods and Service Tax (GST)

Revenue from operations for period upto 30th June 2017 includes excise duty, which is discontinued with effect from 1st July 2017 upon implementation of GST. In accordance with Ind AS -115 Revenue GST is not included in revenue from operations. In view of the aforesaid change in indirect taxes, revenue from operations for the year ended 31-03-2019 is not comparable to the year ended 31-03-2018.

Ind AS 115 Revenue from contracts with customers

This standard replaces Ind AS 11 "Construction contracts", Ind AS 18 "Revenue" and other revenue related interpretations previously adopted by the Company. The core principle of Ind AS 115 is that an entity recognizes revenue that reflects the expected consideration for goods or services provided to a customer under contract; over the performance obligations they are being provided. The standard has introduced a five-step model as the framework for applying that core principle.

The company has applied the "Modified Retrospective" transition approach. Under this method, the standard can be applied either to all contracts at the date of initial application or only to contracts that are not completed at this date. The Company elected to apply the standard to all contracts as at 1 April 2018. However, the application of Ind AS 115 does not have any impact on the recognition and measurement of revenue and related items.

Ind AS 115 disclosures:

(in Rs.)

Particulars	31-03-2019	31-03-2018
Revenue from contract with customers – Sale of Products		
Other operating revenue	3,30,28,68,811	2,37,38,19,561
Total Revenue from Operations	3,30,28,68,811	2,37,38,19,561



Contract Balances:

(in Rs.)

Particulars	31-03-2019	31-03-2018
Contract Assets:		
Trade Receivables	30,62,78,856	55,54,77,867
Contract Liabilities:		
Advance from customers	9,55,63,452	18,43,85,661

The credit of goods ranges upto 30 days and are interest bearing @18% p.a.

As at 31st March 2019, we did not recognize any provision for expected credit loss on trade receivables since BHEL is the Company's largest customer.

Contract liabilities include long term and short term advances received for sale of goods.

Components of other comprehensive income

(in Rs.)

Particulars	31st March 2019	31st March 2018
Items that will not be reclassified to profit or loss		
Re-measurement of the defined benefit plans	(812,585)	728,047
Total other comprehensive Income for the year	(812,585)	728,047

41. Related Party Transactions

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

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

Mr. Kanishk Gupta, Chairman & Managing Director (Upto 01.06.2018)

Mr. Vishal Keyal, Chairman & Managing Director

Mr. Ashok Bohra, Whole-time Director & CFO

Mr.R. Balaji Ravigopal, Company Secretary

Other related parties:

1. OPG Business Centre Private Limited
2. Indian Corporate Business Centre Limited
3. Kanishk Metal Recycling Private Limited

Related Party Transactions:

(in Rs.)

Particulars	KMP	Other Companies
Sale of Goods	-	24,40,03,909
Purchase of Power	-	6,69,08,609
Purchase of goods	-	69,18,41,665
Services Received	-	71,84,254
Remuneration Paid	23,75,000	-

Notes:

a) Remuneration to Key Management Personnel is Rs. 23,75,000/-

b) Sitting Fees to Directors is Rs.55,000/-

c) Related Party relationship is as identified by the Company and relied upon by the Auditors.

42. Previous year figures have been recasted/ restated wherever necessary.

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

VISHAL KEYAL
Chairman & Managing Director

ASHOK BOHRA
Whole-time Director & CFO

PUJA RATHI, FCA
Propreitor (Memb.No:064246)
Chennai, 14th May 2019

R. BALAJI RAVIGOPAL
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 29th Annual General Meeting of the Company, to be held on Monday, the September 30, 2019 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.	Re-appointment of retiring Director Mr. Vishal keyal
3.	Appointment of Mrs. Sheril Theodore as Independent Director
4.	Approval of remuneration to Cost Auditor

Signed this ..... day of ..... 2019.

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.



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]

29th ANNUAL GENERAL MEETING

Date : 30.09.2019 (Monday)
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 resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

Sl. No:	Description	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
1	Adoption of Financial Statements			
2	Re-appointment of retiring Director Mr. Vishal keyal			
3	Appointment of Mrs. Sheril Theodore as Independent Director			
4	Approval of remuneration to Cost Auditor			

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

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:14th May 2019

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 14th May 2019

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)

……

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)

……

EMAIL REGISTRATION FORM– (PART C)

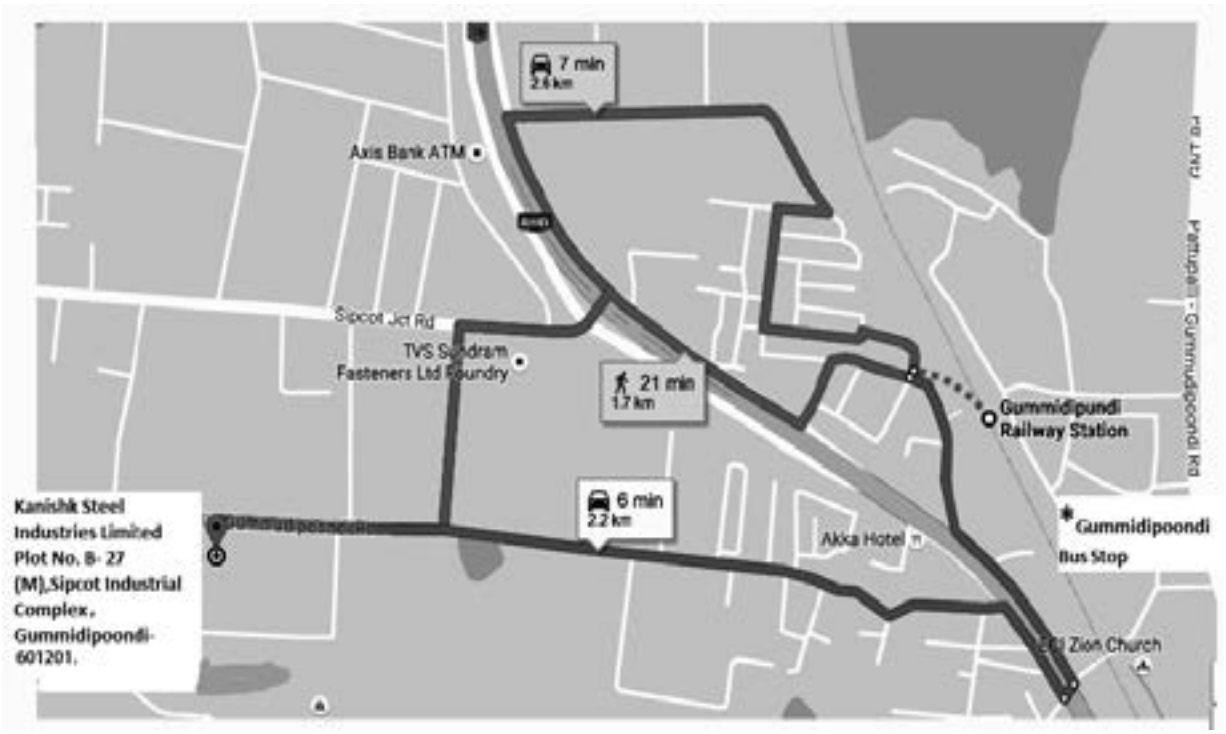
Email ID										
Telephone No. / Mobile No.										

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: _____

RouteMap to AGM Venue

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



Distance from Gummidipoondi Railway Station - 2.2 km



If undelivered, please return to:
Kanishk Steel Industries Ltd
No.7, Thiru-Vi-Ka 3rd Street,
Royapettah High Road, Mylapore
Chennai- 600004.