maithan alloys ltd
ISO 9001 : 2008 COMPANY
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CIN - L27101WB1985PLC039503

28th August, 2017

1] The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata 700 001
Scrip code: 023915

2] Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051
Scrip code: MAITHANALL-EQ

Re: Regulation 34 of the Listing Regulations, 2015

Dear Sir/Madam,

We are enclosing herewith a copy of the 32nd Annual Report of the Company for the year 2016-17, as approved and adopted by the Members at their 32nd Annual General Meeting of the Company held on 26th August, 2017.

The Annual Report is submitted to you pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Thanking you,

Yours faithfully,

For **Maithan Alloys Limited**

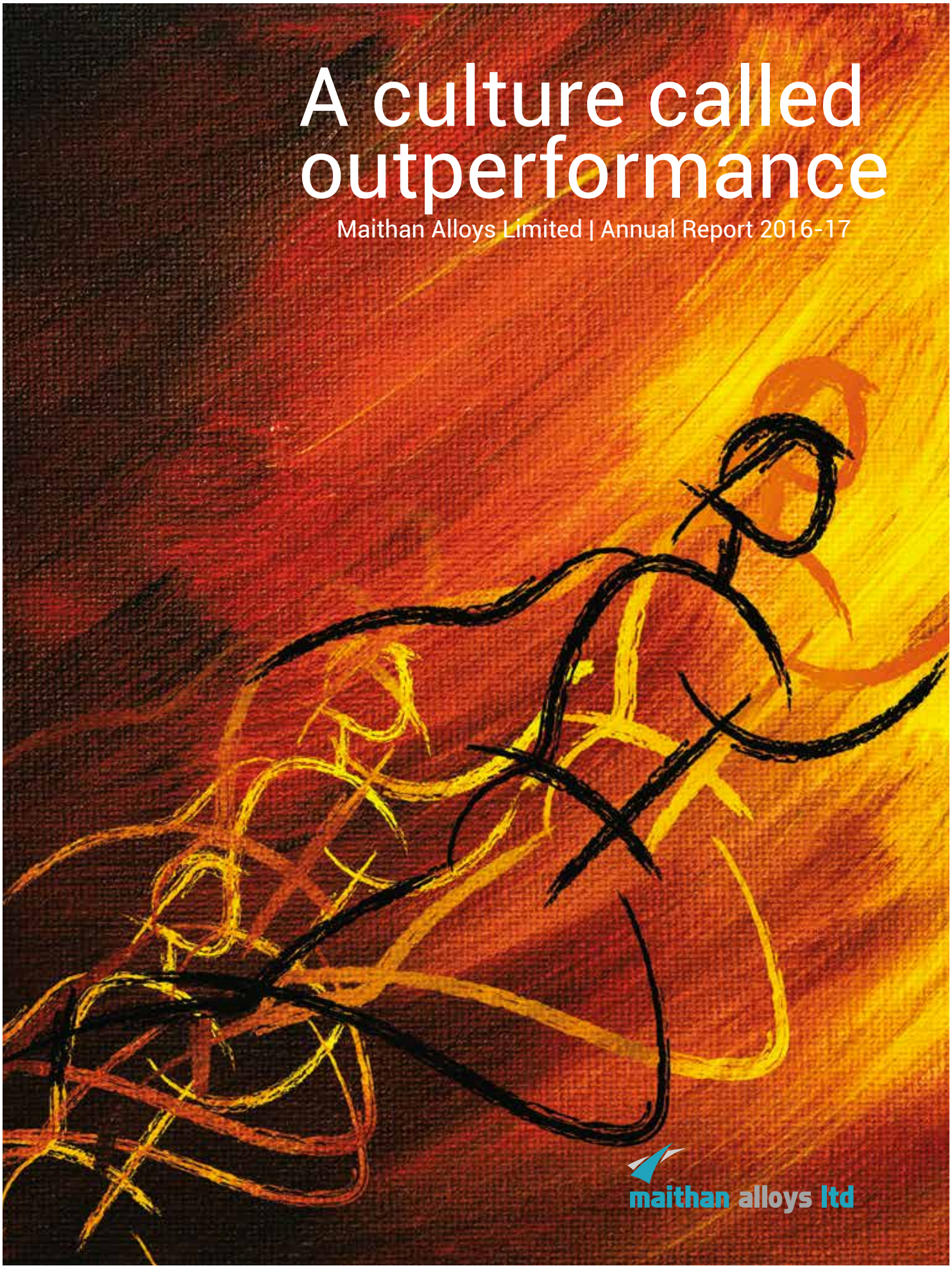
Rajesh K. Shah
Company Secretary

Encl. as above

cc: The Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring, Rotunda Building,
P.J. Towers, Dalal Street, Fort, Mumbai 400 001
Script Code: 590078

A culture called outperformance

Maithan Alloys Limited | Annual Report 2016-17



maithan alloys ltd

Contents

Culture of outperformance 02 | How our culture has translated into outperformance 06 | Corporate identity 07 | Management review 08 | Business model 14 | Our growth is reflected in our numbers 18 Management Discussion and Analysis 20 | Directors' Report 26 Corporate Governance Report 61 | Financial section 81

Highlights 2016-17

1363 (Rs/crore) **revenues**

297 (Rs/crore) **EBIDTA**

198 (Rs/crore) **PAT**

230 (Rs/crore) **Cash profit**

22.13 (%) **EBIDTA margin**

14.73 (%) **PAT margin**

Disclaimer

This report and other statements – written and oral - that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

Additional information may be found at: www.maithanalloys.com

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The first word.
Maithan Alloys is possibly the lowest cost manganese alloy manufacturer in the world.

Maithan Alloys is also consistently one of the highest-margin ferro alloy manufacturers (EBITDA margin 22% in FY2016-17).

Maithan Alloys is one of the highest valued listed manganese alloy companies in India.

All due to its culture called outperformance.

The culture of outperformance of Maithan.

At Maithan, we have reconciled diverse realities into our competitive personality.

Cautious and yet pushing the envelope.

Patient and yet living a culture of urgency.

Quality focused and yet a cost leader.

Well-rounded organisation and yet lean.

Responding to market requirements of the moment and built around sustainability.

At Maithan, we have selected to create an enduring culture. It is called outperformance.

At Maithan, outperformance is not about manufacturing the most at the lowest cost; it is about being the best at whatever we do.

At Maithan, this culture is not about doing better than the competition in the marketplace, it is about doing better than oneself.

At Maithan, this culture is not about driving the organisation top-down; it is about a shared spirit across every location, function and employee.

At Maithan, this culture is not about what we can do; it is about the best we can be.

Maithan's Charter of Outperformance.

Our focus is to create a company that enhances the Economic Value-Added through good markets or bad

Our goal is to be recognised as one of the most respected wealth-creating companies within our sector the world over

Our aim is not necessarily to be respected as the largest within our sector but to be acknowledged as one of the best

Our intention is to minimise the cyclical impact on our business – resilience during troughs and stronger-than-average rebounds during crests

Our objective is to work around consistent profitability across market cycles

Our desire is to be widely perceived as a relatively non-cyclical company in a cyclical sector

Our focus is to be the first to market what we produce, irrespective of the market situation

Our motto is to be the lowest-cost manganese alloys producer across the world

Outperfo

At Maithan, consistent outperformance is derived from a disciplined business approach.

We do not see ourselves only as a commodity company; we see our role as a focused research-driven manganese alloys manufacturer

We do not see ourselves as volume-driven; we are a value-driven player instead

We do not take proprietary positions in commodities; we invest in relationship-driven and product quality-based customer engagements

We do not believe in passing cost increases to customers; we enhance profits from the manufacture of superior quality, maximised asset utilisation and cost moderation

We are not only a product manufacturing company; we have extended to the manufacture of equipment as well

We do not see ourselves as a usual company; we consider ourselves as specialists in the interplay of men, machines and materials

ormance

How our culture has translated into outperformance

We have grown EBITDA margins from 7.75% five years ago to around 22.13% today

EBITDA (%)

2012-13	2013-14
7.75	4.91
2014-15	**2015-16**
8.03	11.41
2016-17	
22.13	

PAT (%)

2012-13	2013-14
5.09	2.82
2014-15	**2015-16**
5.83	6.87
2016-17	
14.73	

We have grown profits three years out of the last five

PAT (₹ in crore)

2012-13	2013-14
43.70	22.98
2014-15	**2015-16**
51.54	79.05
2016-17	
197.70	

We have grown our RoCE from around 22.57% to around 45.16% today

ROCE (%)

2012-13	2013-14
22.57	11.00
2014-15	**2015-16**
19.66	24.17
2016-17	
45.16	

We have moderated our debt from a peak ₹139.36 crore to ₹77.09 crore today.

Total Debt (₹ in crore)

2012-13	2013-14
23.40	38.77
2014-15	**2015-16**
24.80	139.36
2016-17	
77.09	

We strengthened our interest cover from 8.26 (lowest in last five years) to 31.48 today.

Interest Cover (x)

2012-13	2013-14
12.01	8.26
2014-15	**2015-16**
20.75	10.73
2016-17	
31.48	

Maithan Alloys Limited.

One of the most competitive, quality-driven manganese alloy manufacturers in the world.

Background

Maithan Alloys commenced commercial production in 1997 with an installed capacity of 10 MVA. The Company possessed an installed capacity of 136 MVA as on 31st March, 2017, making it India's largest manganese alloy producer and exporter. The Company is managed by the Asansol-based Agarwalla family who have been in the manganese alloys business for more than two decades.

Operations

Maithan Alloys specialises in the manufacture of the following alloys:

- Ferro- manganese: An alloy of iron and manganese. Used in steel products where the silicon content needs to be minimised. Generally used in flat steel and stainless steel manufacture.
- Silico- manganese: Cost-effective blend of silicon and manganese. Primarily used by steel manufacturers. Found in all steel products. Used in higher quantities in 200 series stainless steel, alloy steel and manganese steel.
- Ferro- silicon: An iron and silicon composite. Silicon acts as a steel oxidant. Used primarily in special steels and in small quantities in mild steel.

Presence

Maithan Alloys has manufacturing operations across three locations.

Kalyaneshwari unit: Near Asansol, West Bengal. Services clients primarily within India.

Visakhapatnam unit: Enjoys SEZ status and tax exemption until 2021. Caters to international clients owing to its proximity to two of India's major sea ports.

Ri-Bhoi unit in Meghalaya: Dedicated to servicing domestic ferro silicon demand. Enjoys tax exemptions till [2019].

The Company also operates three wind turbine generators one in Maharashtra and two in Rajasthan) (cumulative capacity of 3.75 megawatts) backed by power purchase agreements with state governments.

Clientele

Maithan Alloys has established a client base across India, marked by long-term relationships with prominent steel manufacturing clients like SAIL, JSW, JSPL and JSL. Almost 100% of the Company's domestic sales are to clients who have been associated with the Company for over seven years. The Company also caters to international clients across more than 35 countries.

A number of international clients are relatively recent as the Company shifted focus from 'stable' Europe to 'growing' Asia following the global meltdown in 2008 as well as stagnant steel industry in the Europe. The Company caters to clients across five continents.

Technology

The Company invested in top-of-the-line equipment and technologies comprising testing and quality assurance. Investing in the XRF machine translated into consistent quality. The Company has ISO 9001:2000 certification for quality processes, ISO 18001:2007 for health and safety and is contemplating moving towards ISO 14001 for environment management. The Company has been investing consistently in the latest technologies to offer quality products consistently to customers.

Listing

The Company is listed on National Stock Exchange and Kolkata Stock Exchange. It has trading permission on Bombay Stock Exchange.
The Company enjoyed a market capitalisation of ₹1224.58 as on 31st March, 2017. The promoter's holding in the Company was 70.69% as on that date.

Q&A

Management review

Q. Please evaluate the performance of the Company in FY2016-2017.

A. I am happy to present the performance of the Company for FY17. The year under review was the best ever at Maithan Alloys even as the downstream sector (steel) continued to be affected by low offtake and weak realisations.

The Company reported profitable growth - 17% growth in revenues from ₹1151 crore in 2015-16 to ₹1342 crore in 2016-17 even as EBITDA grew 126% from ₹131 crore in 2015-16 to ₹297 crore in 2016-17 and PAT strengthened by 150% from ₹79 crore in 2015-16 to ₹198 crore in 2016-17.

The operative point that one may miss is that of profitability. Our EBITDA margin strengthened by 1100 bps from 11% in 2015-16 to 22% in 2016-17. This indicates that even as the external environment continued to be challenging, we enhanced value-addition arising from a superior product mix and moderated costs. Our ability to report profitable growth in a challenging business environment showcases what we have been professing over the last few years: relatively non-cyclical business model in a cyclical sector.

Q. What were the reasons for this outperformance?

A. The steel industry returned moderately to growth in 2016. Global steel output reported 0.8% growth, largely attributable to increased production in China, India, Turkey and Ukraine. This strengthened the offtake of ferro alloys and realisations..

At Maithan Alloys, we capitalised handsomely on this sectoral turnaround: we reported a 3.41% rise in output through enhanced capacity utilisation by 300 bps. Even as product realisations move -25% to 50%+, offtake quantity moves by -10% to +10%, which makes it easy for low-cost producers to continue operating at full steam.

At Maithan Alloys, we invested in operating discipline to maximise output and efficiency. We strengthened quality, delivery dependability and internal efficiency. We reinforced existing customer relationships based around product quality and delivery commitment – the promised quantity of right quality product delivered around a pre-defined timeline. The result is that Maithan Alloys is largely insulated from prevailing sectoral realities; we are confident of marketing all that we produce irrespective of the prevailing business cycle. We continue to sell during downtrends and generate the highest value-addition during sectoral rebounds.

Q. What makes the Company confident of sustaining this even during sectoral downtrends?

A. The primary reason: the strength of our customer relationships. A vast majority of the Company's customers have been working with us for many years;

There is another reason that reinforces our sustainability: in a volatile business, we do not take proprietary positions on our raw materials; we select

to focus completely on efficient product manufacture. The result is that we have consistently focused on operational efficiency, which we believe is second to none in the world; we pride in being among the lowest-cost manganese alloy manufacturers in the world.

The logical extension of this is that we work with a consistent EBITDA margin goal.

Q. What are the other reasons for the Company's enhanced competitiveness?

A. One of the drivers of enhanced efficiency has been the right product mix. The slag of ferro-manganese is used as raw material in the manufacture of silico-manganese. We balance the production of ferro-manganese and silico-manganese in a manner that we generate the highest stable profitability with minimal product mix changes (drastic changes can affect efficiency). Besides, we are continuously working to enhance efficiency; a 1% cost saving can add 6% to the EBITDA. The result is that our cost is lower than most competitors. In the event of a price crash, we are in a position to match competitor prices without significantly affecting our viability.

Q. How is the Company securing its sales mix (domestic and international)?

A. The Kalyaneshwari and Meghalaya units largely address domestic demand; the Vizag plant contributes 50% of the revenue and is dedicated to exports owing to its port proximity and SEZ location. Domestic sales from the Vizag SEZ attract 5% import duty and are hence unviable. Thus, our domestic:international mix is 50:50.

There are three types of orders – spot (one consignment), medium (up to a quarter) and long-term (six months to a year). The long-term contracts do not work on a fixed-price basis as the commodity is marked by price fluctuations. In the long-term, the quantities are fixed per month and the prices are based on the index. The share of our medium and long-term contracts is consistently increasing. The result is that we enjoy an anytime order book of 2-3 months and service the growing needs of major steel manufacturers across the globe.

Factors driving our performance in FY2016-17

- Manufactured volumes increased 3.41%
- EBITDA margin improved 1100 bps to 22.13%
- Focused on sustainable profit over short-term gains
- Balanced domestic and international sales

Q. What were the major challenges that the Company addressed in FY2016-2017?

A. In Q2, the massive increase in manganese ore price was not followed by a commensurate increase in finished product realisations, which could have drastically impacted profitability. We shut one furnace of the Kalyaneshwari unit for a month to clearly indicate to the domestic industry that the lowest cost producer was not comfortable working at ridiculously low margins (based on replacement cost, not on purchase cost).

Even as the external resource environment was challenging, we imported raw materials from Australia and South Africa, two major exporters of manganese ore, through relationship-driven vendor contracts.

Q. How does the Company plan to grow?

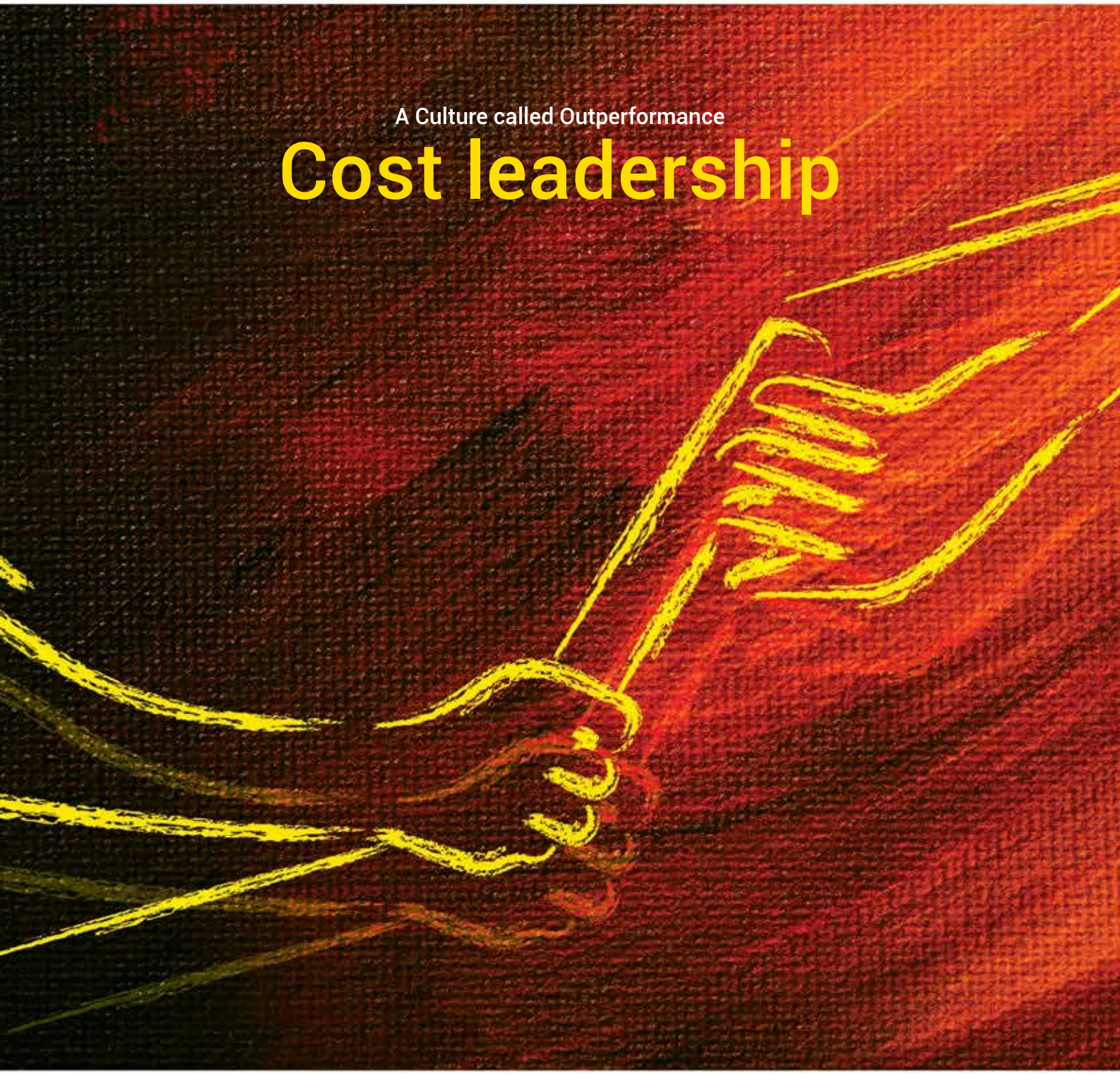
A. We have reached near optimum capacity; volumes will increase only marginally. The weakness in the commodities market has forced a number of capacities out of production; we intend to capitalise through prudent acquisitions. We believe that a new asset needs to generate an asset-turnover of at least 2x to achieve the desired EBITDA; for an older asset the corresponding number is 3x or 4x,which provides us with clarity that only when the offered assets measure favourably with this benchmark will we seriously examine them.

Q. What is your message to stakeholders?

A. We will continue to achieve an EBDITA margin of around 15% that keeps us sustainably profitable across time. All our stakeholders are confident that none of our 12 furnaces will ever be shut on account of adverse market conditions. In view of this unusual perspective, we are confident of enhancing stakeholder value across the foreseeable future.

A Culture called Outperformance

Cost leadership



Capacity utilisation increased

300 bps

Manufactured volumes increased

3.41%

Maithan Alloys' success in a volatile commodity business is achieved through an over-riding priority: global cost leadership.

- We reinforced our cost leadership through the following initiatives:
- We created one of the largest manganese alloy capacities in India, enhancing economies of scale
- We engaged in a continuous improvement of systems and processes, strengthening capacity utilisation
- We prudently altered our product mix, focusing on products that consume a lower process time and enhance asset utilisation.
- We sourced raw material from efficient miners who provided consistent ore quality, enhancing productivity
- We developed the capability to fabricate plants within, strengthening our insight into the interplay of people, plant and products; this made it possible to debottleneck capacities more efficiently and generate a larger throughput from the given facilities than most players

Result: Maithan Alloys is arguably the lowest-cost ferro alloys manufacturer in the world with a consistent EBITDA margin of around 15%, significantly higher than the industry average.

EBITDA margin improved

1,100 bps to 22%

in 2016-17

A Culture called Outperformance

Growing through relationships.

Maithan Alloys is focused on sustainable profit over short-term gains

Maithan Alloys has balanced domestic and international sales

Maithan Alloys invests in resources, raw materials and relationships.

- We leveraged the power of relationships through the following initiatives:
- We entered into long-term relationships with raw material suppliers, making it possible to procure material even in challenging industry junctures - without binding contracts
- We entered into long-term relationships with customers through the assurance of reliable supplies of consistent quality.
- We graduated from the manufacture of generic products to customised solutions of a high technical standard that strengthen product integrity of customers, enhancing loyalty.

The result: Despite an industry down cycle, customers selected to continue working with Maithan Alloys, resulting in revenue visibility across market cycles.

Building a differentiated business model for the Company

At Maithan Alloys, we believe that success in a commodity business like ferro-alloys is derived not from the capacity to do a number of things but the passion to focus on one over-riding objective and do that better than anyone else. The result is that we have transformed our personality in a decisive manner in the last few years.

From 10 MVA in 1997	**136 MVA today**
From a cycle-influenced company	**An assured margin driven company**
From product-driven	**Efficiency-driven**
From debt-driven	**Net cash-positive**
From good-market profitability	**Any-market sustainability**

How we do business

At Maithan, we have continuously evolved our business model. This proactive responsiveness in a rapidly-evolving market environment has translated into profitable growth across market cycles.

The context of our sector

Sectoral growth

Infrastructure is a key focus for driving the economy and a number of developing economies including India are investing heavily in infrastructure.

Relevance

A minimum of 1% alloy is required for producing 1 tonne of mild steel. On an weighted average basis of all the steel production in the world, 1.0-1.5% manganese alloy is required (currently the global steel capacity is about 1600 million tonnes)

Consumption potential

India is possibly the most exciting market for steel in the world for a reason that extends beyond mere under-consumption. Steel is imperative for the country's growth, catalysing prospects of the ferro-alloys industry,

Proxy

It would be simplistic seeing ferro alloys as just a commodity. The Company is a faithful proxy of the Indian infrastructure sector.

Government focus

The Government is allocating a massive part of its budget towards infrastructure creation.

The passion that we bring to our business

Focus: quality and timely delivery

Efficiency: Optimum utilisation of resources to be most cost-competitive

Strategy: Expand only if the project is capable of benchmark IRR

Conviction: Continuous improvement works

Mantra: Discipline is the key

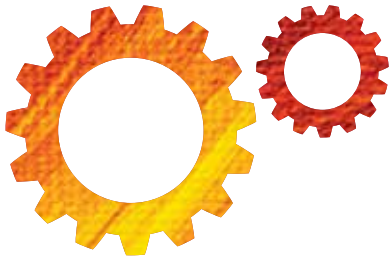
Proactive: Investing in latest technologies

Rationalisation: Optimising the product mix to reduce process losses

Honest: The path to long-term prosperity

Culture: Continuous outperformance

Forward-looking: Clear visibility of achievables



How we address the sectoral context

Long-term

At Maithan we have invested in the business to generate long-term sustainability.

Credibility

At Maithan, we build relationships; more than 90% of the Company's revenues are derived from customers more than three years old.

Strategic focus

At Maithan, we believe that strategic clarity represents the foundation of our business model. We focused on ferro alloys as our core business and manganese alloys as our core product. We selected to invest in locations having sustainable logistical advantage to drive growth. While the Vizag unit is dedicated for exports, the Kalyaneshwari and Ri-Bhoi units service domestic demand.

Focus

Even as a number of companies take proprietary positions on raw material prices, we prefer to focus on operational efficiency; we evaluate our raw material cost at replacement cost, ignoring the role of inventory gains. We focus on maintaining a high EBITDA margin to make our business cash-accretive and sustainable.

Governance

At Maithan, we believe we are engaged in a business where trust is critical. We have invested in a strong Board, timely stakeholder communication and reporting transparency.

The effectiveness of our business model

Capacity utilisation

The Company achieved 95% capacity utilisation (92% in FY2015-16) through an effective product mix, better maintenance and enhanced efficiencies.

Cash on the books

Maithan's business enjoys adequate liquidity. Net cash position was ₹139 crore as on 31st March, 2017, translating into 'Other Income' of ₹21 crore in FY 2016-17. Nearly 7% of its EBITDA was derived from 'Other Income' and 93% from core operations, providing the business with a broad-based cushion. Interest cover was a high 31x in FY2016-17.

Growth

Maithan enhanced corporate value as measured through the filter of profit after tax. The Company reported progressively higher profits in successive five-year slabs: from ₹395 crore in the five years ending FY2016-17 compared with ₹189 crore in the five years ending FY2011-12 and ₹44 crore in the five years ending FY2006-07. The Company's record cash profit of ₹230 crore in FY2016-17 was 93% higher than its previous high of ₹119 crore reported in FY 2015-16.

Sustainability

Maithan possesses a robust Balance Sheet that ensures sustainable viability. The Company had very low long-term debt on its books as on 31st March, 2017; EBITDA margin was an attractive 22.13% in a commodity business for FY 2016-17; return on capital employed was 45.16%, indicating business attractiveness.

Valuation

Maithan's business model has been validated by the markets: valuation was ₹1224.58 crore as on 31st March, 2017, one of the highest in India's ferro alloys space.

Business model objective

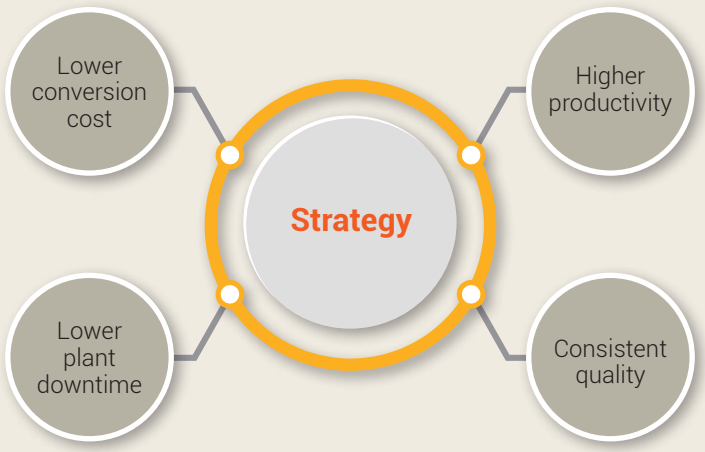
We aim at creating a robust organisation with sustainable growth. We aim to achieve this through stronger process efficiency, optimised product mix and create avenues of assured bottom-line visibility. Our enviable ROCE of 45.16% indicates stronger cash generation and growth of the Company without the need of stretching the Balance Sheet.

Components of our business model

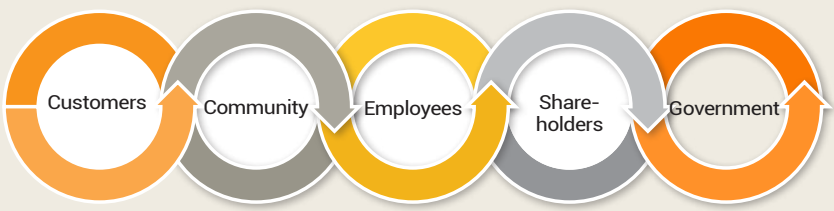
Through robust operational efficiencies as well as stringent quality, we have emerged among the most-respected and lowest-cost manganese alloy manufacturers with strengths in both ferro-manganese and silico-manganese manufacture.

Competitive advantage

The Company is possibly the lowest cost manganese alloy manufacturer in the world



Key beneficiaries of our value creation



We have delivered highest quality products consistently, **delighting customers**

We invest in educational institutions, **enlightening and empowering communities**

We have an employee turnover of less than 5%, **facilitating employee growth**

Our shareholder value grew 5x in the last five years, **enhancing shareholder wealth**

Our growth is reflected in our numbers

Net revenue (₹ crore)

EBITDA (₹ crore)

Net profit (₹ crore)

Cash profit (₹ crore)

Management Discussion and Analysis

The pace of global economic activity was mixed in 2016 as a number of crosswinds affected re-acceleration. Within advanced economies, comprising the US, Europe and Japan, a protracted monetary policy support and return to fiscal neutrality underpinned a generally-accelerating output. In countries outside the advanced economies, the sources of slower growth comprised commodity price declines, overhangs from erstwhile credit growth and political turmoil.

Global growth was 3.1% in 2016, the forecast revised downwards by 10 bps for 2017 compared to the April 2016 projections. Long-term prospects of emerging market economies improved following a decline in interest rates in advanced economies and firming commodity prices.

Asia and India demonstrated robust growth. The currencies of advanced commodity exporters have also strengthened, reflecting the firming of commodity prices; however, several emerging market currencies depreciated substantially.

Among advanced economies, activity rebounded in the US. Long-term nominal and real interest rates strengthened in the UK and US since the November 2016 Presidential election.

With China emerging as a consumption-centric economy and Saudi Arabia reducing its oil dependence, base metals strengthened, which, in turn, firmed commodity prices. Consequently, inflation rates recovered across advanced economies and commodity prices bottomed out.

	Growth		
	2016	2017	2018
Global economy	3.1%	3.4%	3.6%
Advanced economies	1.6%	1.9%	2.0%
Emerging market and developing economies	4.1%	4.5%	4.8%

(Source: IMF)

Outlook

The global economy entered its sixth year of stagnation with growth estimates for 2017 continuing to trend the historical path. A projected stabilisation in energy and commodity prices may strengthen the case for resource-rich economies in 2017.

World growth is expected to rise from 3.1% in 2016 to 3.5% in 2017 and 3.6% in 2018, driven by stronger economic activity, expectations of robust global demand, reduced deflationary pressures and optimistic financial markets. (Source: IMF).

Indian economy overview

India's GDP growth was projected at 6.5% for 2016-17, marked down from 7.6% in 2015-16. Even as demonetisation affected GDP growth by 25-100 bps, the removal of specified bank notes from circulation is expected to have long-term benefits.

The growth rate of the industrial sector (measured in the index of industrial production or IIP) was estimated to moderate to 5.2% in 2016-17, down from 7.4% in 2015-16. The country's IIP registered a modest growth of 0.4% during the April-November period of 2016-17. With Rajasthan, Madhya Pradesh and Maharashtra receiving 20% more rainfall than the usual, the agricultural sector is expected to grow at an above-average level of 4% on a weak base, caused by two consecutive periods of poor monsoons. This should lift the sagging rural demand and, by extension, the

GDP growth rate. The major impetus is expected to come from the farm sector as non-agriculture growth is pegged to pick up by 10 bps over the previous fiscal to 8.6%.

The Budget 2017-18 set aside ₹48,700 crore for Mahatma Gandhi National Rural Employment Guarantee Act, 2005 to strengthen the skills development sector, enhance disposable incomes, strengthen consumption and accelerate rural economic growth.

The Indian agricultural sector posted a robust performance due to good 2016 monsoons. Agriculture, the source of livelihood for about 58% of India's population, reported a growth of 1.2% in 2015-16 and is expected to rise with a growth of 4.1% in FY2017.The Indian manufacturing sector is growing rapidly, contributing to about 16% of GDP. India's manufacturing sector has the potential to touch US$ 1 trillion by 2025 with more Government initiatives like 'Make in India' campaign, FDI inflows, bankruptcy law and different other reforms to improve the climate for doing business. The Economic Survey 2017 further predicts that the industrial sector could grow 5.2% in 2016-17 from 7.4% in 2015-16.

Commodity prices lowered in 2015 and2016 consecutively resulting in fair economic growth in the country but it is expected to reverse in 2017-18 as the commodity prices expected to rise. The IMF predicts that if commodity prices remain stagnant to the level they were in 2016, then the terms of trade losses will be around 0.51 % on the GDP and if it rises, then losses will be around 0.64% of the GDP in 2017-18. The Economic Survey has an Outlook for Consumer Price Index (CPI) inflation to remain below 5% for 2016-17. But as the global commodity prices will increase in the next fiscal, in particular crude oil prices, it will pose more threat to the economic growth. Real GDP or Gross Domestic Product (GDP) at constant (2011-12) prices in 2016-17 is likely to attain a level of ₹121.65 lakh crore, with growth rate of 7.1% over the GDP for 2015-16 of ₹113.58 lakh crore.

Rising oil prices present a challenge to India's growth with estimates suggesting that oil prices could rise by as much as one-sixth over the 2016-17 level, increasing India's import bill to a great extent.

(Source: ibef, Economic Survey, World Bank, Asian Development Bank)

Outlook

India's 2017-18 growth forecast was trimmed by 40 bps due to the temporary negative consumption shock induced by cash shortages and payment disruptions. India's gross value-added growth is likely to remain at 6.6% as economic activity gradually normalises. However, the implementation of the Goods and Services Tax is expected to boost interstate trade, reducing supply chain-related issues, improving economies-of-scale and moderating overheads(Sources: IMF, ICRA).

Indian government's growth boosters

Make in India

The Indian economy got the much needed push from the government with initiatives like 'Make in India' to graduate India into a global manufacturing hub. The government's 'Ease of Doing Business' initiative is aimed at improving the business environment.

In terms of infrastructure push, the government embarked initiatives such as smart cities and other infrastructure initiatives which are expected to drive downstream sector demand.

Industry analysis

Global steel industry

The risk of global recession is receding and economic performance in countries improving. The construction, building and infrastructure sector, which accounts for 50% of global steel use, has been showing a divided picture between the developing and developed economies with activity in the developed economies being subdued following the 2008 financial crisis. In 2016, the world crude steel production reached 1628 million tonnes (mt) and showed a growth of 0.8% over 2015.China remained world's largest crude steel producer in 2016 (808 mt) followed by Japan

(105 mt), India (96 mt) and the USA (79 mt).China's crude steel production for January 2017 was 67.2 Mt, an increase of 7.4% compared to January 2016. In year-to-date 2016 (through September), China exported 83.6 million metric tons of steel, a 2.8% increase from 81.3 million metric tons in YTD 2015. The crude steel capacity utilisation ratio of the 67 countries in January 2017 was 68.5%, i.e., 3.4 percentage points higher than that in January 2016.

The economic rebalancing and reform agenda of the Chinese economy continued for the first half of 2016 but government took adequate measures. This produced a short-term boom in infrastructure and housing markets, which stimulated demand for steel and other commodities. China's steel demand showed a growth of 1.3% in 2016.Steel demand in developed economies is expected to increase 0.7% in 2017 and 1.2% in 2018. Among the developing countries, Russia is expected to regain growth owing to better reforms. The Indian economy is also expected to grow after normalising against the demonetisation shock. Steel demand in the emerging and developing economies, excluding China which accounts for 30% of world total, is expected to grow 4.0% in 2017 and a projected 4.9% in 2018.

Regionwise year-on-year growth percentage in finished steel demand (estimated)		
	2017 (%)	2018 (%)
NAFTA	2.2	2.4
EU-28	0.5	1.4
Central and South America	3.5	4.7
Africa	1.5	4.1
Middle East	3.1	3.7
Asia and Oceania	1.0	-0.1

Top 10 steel using countries, 2016						
	Million tonnes			y-o-y growth rate %		
Countries	2016	2017 (f)	2018 (f)	2016	2017 (f)	2018 (f)
China	681.0	681.0	667.4	1.3	0.0	(2.0)
United states	91.6	94.3	97.1	(4.7)	3.0	2.9
India	83.5	88.6	94.9	4.1	6.1	7.1
Japan	62.2	63.0	63.4	(1.1)	1.2	0.6
South Korea	57.1	55.5	54.6	2.3	(2.7)	(1.8)
Germany	40.3	40.7	40.8	2.6	0.9	0.4
Russia	38.1	38.8	39.9	(3.9)	1.8	2.8
Turkey	34.1	35.1	36.5	(0.9)	3.0	4.0
Mexico	25.4	25.7	26.7	2.5	1.4	2.4
Italy	24.2	23.6	24.1	(1.6)	(2.7)	2.1

SRO April 2017, finished steel products
F - forecast

Outlook

World Steel Association believes that 2017 and 2018 could report a cyclical upturn in steel demand with a continuing recovery in developed economies and accelerating momentum in emerging and developing economies. Russia and Brazil could move out of recession. World Steel Association forecasts that global steel demand could increase 1.3% to 1,535.2 Mt in 2017, following growth of 1.0% in 2016. In 2018, it is forecast that global steel demand could grow 0.9% and reach 1,548.5 Mt.

Indian steel industry

India is the third largest producer of crude steel after China and Japan. The industry posted a robust 11% growth in production in 2016-17 of 101.2 MT despite domestic consumption remaining anemic due to poor off-take from

end-user segments like construction, automobiles and white goods. The country possessed an installed capacity of 122 million tones catalysed by urbanisation and infrastructure creation. India was the second-largest producer of sponge iron in the world in 2016.

As per the Working Group on Steel for the 12th Five Year Plan, a number of factors can increase steel consumption in the country: an estimated infrastructure investment of nearly a trillion dollars, projected manufacturing growth from current 8% to 11-12% a year, increase in urban population from 400 million to 600 million by 2030, increased rural steel consumption from around 11 kg per annum (following Bharat Nirman, Pradhan Mantri Gram Sadak Yojana, Pradhan Mantri Awaas Yojana projects, among others).

Indian steel industry: production for sale (in million tonnes)

Category	2011-12	2012-13	2013-14	2014-15	2015-16	Apr-Jan 2016-17*
Pig iron	5.37	6.87	7.95	9.69	9.23	7.85
Sponge iron	19.63	14.33	18.20	20.38	14.53	12.39
Total finished steel (alloys/stainless + non alloy)	75.70	81.68	87.67	92.16	90.98	83.01

Source: Joint Plant Committee; *prov

Indian steel industry: imports (in million tonnes)

Category	2011-12	2012-13	2013-14	2014-15	2015-16	Apr-Jan 2016-17*
Total finished steel (alloy/stainless + non alloy)	6.86	7.93	5.45	9.32	11.71	6.10

Source: Joint Plant Committee; *prov

Indian steel industry: exports (in million tonnes)

Category	2011-12	2012-13	2013-14	2014-15	2015-16	Apr-Jan 2016-17*
Total finished steel (alloy/stainless + non alloy)	4.59	5.37	5.98	5.59	4.08	5.87

Source: Joint Plant Committee; *prov

While steel continues to have a stronghold in traditional sectors such as construction, housing and ground transportation, specialised steels are increasingly being used in engineering industries such as power generation, petrochemicals and fertilisers. India's steel consumption increased nearly 3% in 2016-17. The Indian government allocated ₹3.96 lakh crore to the infrastructural sector, which should catalyse steel sector growth; besides, growth in residential construction, shipbuilding, Defence, automobile and manufacturing sectors should catalyse steel offtake. The government's Pradhan Mantri Awas Yojana (urban) intends to offer 2 crore affordable housing units to the urban poor. In view of this, World Steel Association has projected Indian steel demand to grow 5.7% in 2017.

India continues to be a consumption growth story, and the rollout of the National Steel Policy and robust infrastructural development by the government are expected to enhance India's steel consumption to 90 MT by 2020. Although imports reduced and exports increased, the Indian steel industry is still a moderate importer of steel marked by domestic capacity under-utilisation. *[Source: Indian Steel Association; Financial Express; Economic Times]*

Outlook

India's steel production is expected to climb 10% to 12% in 2017-18: from 101.3 million metric tonnes to 240 million tonnes by 2031. The withdrawal of National Steel Policy 2005 and rolling out of The National Steel Policy 2017 could boost growth of the Indian steel industry. This could increase steel-making capacity to 300 million tonnes by 2030 from about 100-120 million tonnes per annum. [Financial Express]

Manganese alloys industry

Manganese is an important mineral used for making iron and steel, a basic raw material for manufacturing ferro alloys.

Manganese has struggled in recent years, largely due to China's economic slowdown. Globally 16 million MT of manganese were produced, slightly lower from 17.5 million MT compared to the year before. The manganese price stabilised in the later half of 2016.

South Africa is the world's largest producer of manganese by a long shot. However, in 2016 its output of the metal decreased by 1,200 MT to come in at 4,700 MT.

China was the second-largest producer of manganese last year, recording output of 3 million MT similar to the level of 2015. The slowdown in the steel industry led to the lower offtake of manganese.

Australia's manganese production increased slightly, rising to 2.5 million MT from 2.45 million MT reported in 2015.

Production in Brazil remained flat and the production in Gabon fell moderately.

In 2016, India produced 950,000 MT of manganese, off slightly from 2015's 900,000 MT. As with China and Brazil, the country is a big consumer of manganese as well as one of the top producers in the world. *[Source: http://investingnews.com]*

Ferro alloys

The ferro alloy industry can be broadly classified into bulk ferroalloys and noble ferroalloys, with silico-manganese and high-carbon ferromanganese dominating the former category. The market size of ferro alloy industry in India is approximately of ₹23,000 crore. India, with a 5-7% share of the global ferro alloys industry, is among the 10 largest producers of the material in the world. Indian bulk ferro alloys supply constitutes ferrochrome to the extent of 32%, ferromanganese and silicomanganese of about 62%.

India produces around 3.5 million tonne (mt) of ferro alloys and consumes around 2.3 mt. The country exported 1.3 mt of ferro alloys in 2016, earning foreign exchange of around ₹8,900 crore. India's production of around 3.5 mt of ferro alloys consisted of one million tonne of ferro chrome (FeCr) and 2.5 mt of manganese alloys. A few inefficient players in the ferro alloys sector were forced to shut shop, resulting in a deficit. However, demand is expected to increase 5% in 2017 supported by a growth in the demand for stainless steel. High carbon ferro manganese is however likely to see a decline in demand from 4.6 mt to 4.5 mt and supply from 4.7 mt to 4.6 mt in 2017. Silico manganese, on the other hand, is expected to see an increase in supply by around 5.6% to 14 mt from 13.2 mt, while demand is expected to grow by 2% to 13.96 mt from 13.7 mt in 2016.

[Source: Financial Express,Daily world, Economic Times, Telegraph India]

De-risking the business

In a dynamic world, every business is exposed to a number of risks. Maithan Alloys identifies the major risks associated with its business and takes adequate mitigation measures.

Industry risk: Sectoral volatility can affect revenues

Mitigation: The company possesses a good portfolio of products to offer clients; the company has evolved from generalised to specialised products. The result is that the company posted an EBITDA growth of 126% and PAT growth of 150% in 2016-17.

Quality risk: Erratic quality can affect the company's brand

Mitigation: The company focuses on enhanced product quality to strengthen customer product integrity through process control and research.

Competition risk: Increased competition could moderate margins.

Mitigation: The company invested in relationships with large miners and steel mills, making it possible to secure resources on the one hand and liquidate finished products with speed on the other. The company addressed a niche market with customised products.

Currency risk: Any fluctuation in foreign exchange can affect earnings.

Mitigation: To mitigate and hedge currency risks, the company prioritises exports while seeking to moderate imports. Its exports were ₹661 crore compared to imports valued at ₹486 crore in FY17.

Geographic risk: Locational disadvantages can escalate costs.

Mitigation: Maithan commissioned manufacturing units at various locations. It manufactures manganese alloy at two plants in Kalyaneshwari and Visakhapatnam. The Kalyaneshwari plant is located within the country's steel belt, proximate to Haldia port, Asansol railway siding and uninterrupted DVC power supply. The Visakhapatnam plant is located in a Special Economic Zone that maximises tax benefits up to 2021, is proximate to the ports of Visakhapatnam and Gangavaram. Ferro silicon is produced in a plant in Ri-Bhoi that offers tax incentives.

Liquidity risk: Weak access to funds can interrupt business operations.

Mitigation: The alloy and steel industry is vulnerable to liquidity risks. Maithan strengthened its financials through timely debt liquidation and efficient working capital management.

7. **Input cost risk:** Cheap imports from South-Asian countries

   Mitigation: The Company manufactures niche and high-

end manganese alloys. The company's industry position is protected by relatively low competition.

Financial performance overview

Profit and loss account analysis

Gross revenues

Gross revenues from operations increased by 17% from ₹1208 cr. in FY16 to ₹1404 cr. in FY17.

Operating profit

Operating profit or EBITDA increased by 126% during FY17 to ₹297 cr. from ₹131 cr. in FY16, as a result of better realisations.

Finance costs

Finance costs for the year under review decreased by 23% from ₹12.23 cr. in FY16 to ₹9.43 cr in FY17 because of part prepayment of external commercial borrowings.

Other incomes

Other incomes for the year under review stood at ₹21 cr., up by 400% from the last year as a result of sale of current investments.

Tax expenses

Tax expenses for the year increased by 287% from ₹17 cr. in FY16 to ₹65 cr in FY17.

Net profit

Net profit for the year under review stood at ₹198 cr., a 150 % increase from last year.

Balance sheet analysis

Net worth

The networth of the Company stood at ₹592 cr. as on 31st March, 2017, increasing by 50% compared to ₹395 cr. as on 31st March, 2016. The net worth comprised paid-up equity capital amounting to ₹29 cr. as on 31st March, 2017. The Company's reserves and surplus stood at ₹563 cr.

Loan profile

The total loan funds of the Company stood at ₹77 cr. while long-term borrowings stood at ₹16 cr. Its net debt as on 31st March, 2017 stood at ₹77 cr. (including short-term borrowings amounting to ₹17 cr.).

Total assets

Total assets of the Company increased to ₹904 cr. in FY17 from ₹797 cr. in FY16, an increase of 13 %.

Inventories

Inventories increased by 24% to ₹187 cr. during the year under review from ₹151 cr. Inventories comprised raw material worth ₹121 cr., work-in-progress worth ₹2 cr., finished goods worth ₹46 cr. stock-in-trade worth ₹5 cr. and stores and packing materials worth ₹7 cr.

Sundry debts

Sundry debts of the Company stood at ₹225 cr. in FY17, an increase of 13% from the previous year.

Loans and advances

Total (short term and long term) loans and advances amounted to ₹65 cr., comprising 7% of the Company's total assets. Short-term loans and advances for the year stood at ₹37 cr. (a decrease of 25% from last year).

Cash and cash equivalents

The Company had cash and cash equivalents worth ₹76 cr. as on 31st March, 2017 as compared to ₹35 cr. in FY16.

Current liabilities

Current liabilities stood at ₹268 cr. comprising mainly of other current liabilities of ₹187 cr. and trade payables of ₹57 cr.

Internal control systems and their adequacy

The company has a stringent internal control system that ensures rules are complied with throughout the length and breadth of the organisation in terms of purchase of raw materials, sale of finished goods, company privacy etc. The system is being upgraded continuously to meet the statutory requirements and to adapt to the dynamic business environment. It has an internal audit committee that focuses on regular monitoring and detection of any non-compliance of standards set. Reports generated from the audit committee are submitted to higher management to further check for any fraudulent activity committed. The internal audit reports are periodically updated to meet the requirements of the organisation.

Human resources and industrial relations

The company firmly believes in building relationship alongside work. Marking employees as the key factor that leads to success, it offers necessary skill and support to employees to build their knowledge and expertise in the field of work. Adequate training and development opportunities are provided to the employees to ensure that they develop the required technical bend to work in an advanced way than others in the industry.

Directors' Report

Dear Shareholders,

Your Directors have the pleasure in presenting the 32nd Annual Report on the business and operations of the Company and the Financial Statement for the Financial Year ended 31st March, 2017.

FINANCIAL HIGHLIGHTS

The financial performance of the Company for the year ended 31st March, 2017 is summarised below:

(₹ in Lakh)

Financial Results	2016-17	2015-16
Sales & Other Income	136263.26	115480.14
Gross Profit	28750.86	11901.82
Less: Depreciation	2523.31	2329.22
Profit Before Taxes	**26227.55**	**9572.60**
Less: Provision for Taxation:		
For Current Tax	5703.84	2049.11
For Deferred Tax	755.00	1673.72
For MAT Credit Entitlement	-	(2049.11)
For Short/(Excess) Provision for Earlier Years	-	(4.16)
Profit After Taxes	**19768.71**	**7903.04**
Add: Profit brought forward from previous year	33179.32	28726.18
Add: Received from Transferor Company	-	(1109.57)
Balance available for appropriation	**52948.03**	**35519.65**
Appropriation		
Interim Dividend on Equity Shares	-	582.23
Tax on Dividend	-	118.53
Transfer to General Reserve	3000.00	750.00
Adjustment for Amalgamation	-	889.57
Balance retained in Statement of Profit & Loss	49948.03	33179.32
	52948.03	**35519.65**

OUTLOOK

The Global Economy has fared better in 2016 as compared to 2015. The Global activity is slowly on an upward trajectory with some degree of uncertainty that continues to cloud optimistic outlook, especially over the medium term. World growth is expected to rise from 3.1% to 3.6% during the period 2016 to 2018. The overall global macro-economic situation looks far better than previous year.

The steel industry across the globe continues to witness challenging times. Over capacity, weak demand, dumping of steel at insatiable prices by some countries & volatile input prices are matters of concern. According to the World Steel Association, the global steel demand will increase by 1.3% in 2017 and 0.9% in 2018.

India continues to be the fastest growing major economy in the world and is expected to become the world's fifth largest economy in 2017. The reform initiatives (Demonetisation and GST) are expected to move the Indian economy to a less cash trajectory, increased tax compliance and reduce the threats from counterfeit currency. Growth is expected to gain strength derived from deep structural reforms implemented by Indian Government and robust demand.

Given the current stage of development of the Indian economy the steel demand in India will witness significant growth in future with its stable government, strong reforms, rising infrastructure spend & robust consumption demand. While the Steel sector in India is financially stressed presently, the Government of India has outlined its intent for ensuring long-term viability of the sector through the recently announced National Steel Policy 2017 to improve steel manufacturing capacity to 300 million tonnes by 2030.

STATE OF COMPANY'S AFFAIRS AND OPERATIONS

The financial result of 2016-17 is our best-ever results to date. Fiscal 2016-17 has been yet another landmark year with robust performance for your Company as it continues to enhance its performance with resultant higher turnover and improved profitability. During the year the Company achieved a growth of 4% in volume terms and 17% in value terms with superior product range, technology upgradation and better capacity utilisation. The substantial increase in EBITDA and PAT were partly due to rebounding of the metal industry since Q3, powers subsidies announced by various governments and stabilisation of raw material prices in Q4. Our performance helped us to strengthen our balance sheet with significant improvement in our key ratios. While your Company continues on the path of pursuing growth, it is essential to build a robust organisation, capable of swept off any challenges that it may have to face.

Your Company achieved a staggering growth during the year 2016-17 as the total revenue increased to ₹136263.26 Lakh from ₹115480.14 Lakh in 2015-16, registering a growth of about 18%. Profit Before Tax stood at ₹26227.55 Lakh and Profit after tax stood at ₹19768.71 Lakh in the year 2016-17 as compared to ₹9572.60 Lakh and ₹7903.04 Lakh, respectively in the year 2015-16 resulting in a growth of about 174% and 150%, respectively.

The Wind Mill division of the Company has achieved sales of ₹214.05 Lakh and is operating satisfactorily.

Further information on the Business Overview, Outlook and State of the Affairs of the Company is discussed in detail in the Management Discussion & Analysis Report.

There was no change in the nature of business of the Company during the year 2016-17.

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

None

SHARE CAPITAL

The Authorised Share Capital and Paid-up Share Capital of the Company as on 31st March, 2017 were ₹8000.00 Lakh and ₹2911.15 Lakh, respectively. During the year under review, the Company has not granted any employees stock options. The Company has neither issued any shares with differential voting rights nor sweat equity shares. As at 31st March, 2017, none of the Directors of the Company hold any convertible instrument of the Company.

DIVIDEND

Based on the Company's performance, the Directors are pleased to recommend for approval of the members a dividend of ₹2.50 per equity share of ₹10.00 each (i.e. 25%) for the financial year 2016-17, to be paid on total equity shares of the Company. The dividend on the equity shares, if approved by the shareholders, may involve an outflow of ₹727.79 Lakh towards dividend and ₹148.16 Lakh towards dividend tax, resulting in a total outflow of ₹875.95 Lakh.

The dividend which remained unpaid or unclaimed for a period of 7 years has been transferred by the Company to the Investors Education and Protection Fund (IEPF) of the Central Government.

RESERVES

Your Company proposes to transfer an amount of ₹3000.00 Lakh to General Reserve for the year ended 31st March, 2017.

PROMOTER

During the year under review, the Members at their Extra-Ordinary General Meeting held on 7th February, 2017 accorded their consent to re-classify the status of Mr. B. K. Agarwalla (one of the promoters of the Company) and all individuals and entities identified as Promoter Group due to relation with him; from 'Promoter and Promoter Group' category to 'Public' category. Subsequently, the necessary approval from the designated stock exchange was also obtained in this regard.

Consequently, the Board of Directors at its meeting held on 30th March, 2017, identified Mr. S. C. Agarwalla as the "Promoter" of the Company within the meaning of the Companies Act, 2013 as well as the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.

DIRECTORS & KEY MANAGERIAL PERSONNEL

Non-Executive Directors & Independent Directors

The Board of Directors of the Company (the Board) at its meeting held on 10th November, 2016 appointed Mr. P. K. Venkatramani (DIN: 05303022) as an Independent Director for a period of 5 years with effect from 10th November, 2016 upto 9th November, 2021. Subsequently, the Members of the Company at their Extra-Ordinary General Meeting held on 7th February, 2017 approved his appointment as such.

Further, the Board also at the said meeting appointed Mr. Parasanta Chattopadyay (DIN: 06968122) as an Additional Director. He holds office upto the date of ensuing Annual General Meeting.

The Board at its meeting held on 30th March, 2017 appointed Mr. Ashok Bhandari (DIN: 00012210), as an Additional Director. He holds office upto the date of ensuing Annual General Meeting. Subsequently, the Board at its meeting held on 9th May, 2017 appointed him, as an Independent Director for a period of 5 years with effect from 9th May, 2017 upto 8th May, 2022. His appointment as an Independent Director is subject to approval of Members at the ensuing Annual General Meeting.

The Company has received Notices pursuant to Section 160 of the Companies Act, 2013 along with the amount of requisite deposit from a Member signifying his intention to propose the appointment of Mr. Parasanta Chattopadyay and Mr. Ashok Bhandari, as the Directors of the Company.

Mr. Shrigopal Jhunjhunwala (DIN: 00081429) (Independent Director) tendered his resignation from Directorship of the Company with effect from 10th February, 2017. The Board placed on record its sincere appreciation for the valuable services rendered by him during his tenure as a Director of the Company for more than 15 years.

The Company has received declaration from all the Independent Directors, affirming that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Executive Directors and Key Managerial Personnel

The Members at their 31st Annual General Meeting had ratified: a) the re-appointment of Mr. B. K. Agarwalla (DIN: 00129140) as the 'Chairman cum Whole-time Director'; b) the re-appointment of Mr. S. C. Agarwalla (DIN: 00088384) as the 'Managing Director & Chief Executive Officer'; c) the re-appointment of Mr. Subodh Agarwalla (DIN: 00339855) as the 'Whole-time Director & Chief Operating Officer' and d) the appointment of Mr. Aditya Agarwalla (DIN: 00140683) as the 'Whole-time Director and the Chief Financial Officer' of the Company; for a period of 3 (three) years commencing from 1st April, 2016.

However, Mr. B. K. Agarwalla tendered his resignation from directorship of the Company and his tenure as the Chairman cum Whole-time Director was pre-concluded with effect from 4th January, 2017. The Board noted that his association with the Company since incorporation has benefited the progress of the Company enormously by virtue of his rich experience and insights of the industry and unanimously placed on record its sincere appreciation for the valuable services rendered and guidance given by him during his association with the Company for over quarter of a Century.

Consequent upon vacancy caused by resignation of Mr. B. K. Agarwalla as the 'Chairman cum Whole-time Director', the Board at its meeting held on 30th March, 2017 elevated Mr. S. C. Agarwalla, Managing Director and Chief Executive Officer as the 'Chairman and Managing Director' and Mr. Subodh Agarwalla, Whole-time Director and Chief Operating Officer as the 'Whole-time Director and Chief Executive Officer' with effect from 30th March, 2017. Their elevation is subject to approval of Members at the ensuing Annual General Meeting.

Mr. Aditya Agarwalla tendered his resignation from Directorship of the Company with effect from 30th September, 2016 and consequently his tenure as the 'Whole-time

Director and Chief Financial Officer' was pre-concluded. Subsequently, the Board elevated Mr. Sudhanshu Agarwalla, President of the Company as the 'President and Chief Financial Officer' of the Company.

Mr. Rajesh K. Shah continues to hold office as the Company Secretary of the Company in terms of Section 203 of the Companies Act, 2013.

Retirement by rotation

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. S. C. Agarwalla (DIN: 00088384) retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

The Board recommends for the approval of appointment/ re-appointment of the aforesaid Directors at the ensuing Annual General Meeting. The brief details of the Directors to be appointed/re-appointed are given in the Notice convening the ensuing Annual General Meeting.

EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of each Independent and Non-Independent Director, its committees and its own performance based on the criteria laid down in the Remuneration Policy of the Company and the Nomination and Remuneration Committee has also carried out the performance evaluation of every Director of the Company.

Further, during the year under review the Independent Directors of the Company carried out the evaluation of (i) the performance of Non-Independent Directors and the Board as a whole, (ii) the Chairman of the Company, and (iii) the quality, content and timelines of flow of information between the Management and the Board.

NUMBER OF MEETINGS OF THE BOARD

During the financial year 2016-17, 6 (six) meetings of the Board were convened, held and concluded. The details of the Board Meetings have been furnished in the Report on Corporate Governance forming part of this Directors' Report. The intervening gap between the two consecutive meetings was within the period prescribed under the Companies Act, 2013.

COMMITTEES OF THE BOARD

The details of the following committees of the Board are given in the Report on Corporate Governance forming part of this Directors' Report.

1. Audit Committee,
2. Nomination and Remuneration Committee,
3. Stakeholders Relationship Committee,
4. Risk Management Committee, and
5. Corporate Social Responsibility Committee.

REMUNERATION POLICY

The Remuneration Policy of the Company is attached to the Report on Corporate Governance forming part of this Directors' Report.

VIGIL MECHANISM

The Vigil Mechanism established by the Company empowers the directors and employees and other concern to report their genuine concerns relating to the Company and provides for adequate safeguards against victimisation who uses such mechanism and also provides for direct access to the Chairperson of the Audit Committee in exceptional cases. The Audit Committee has been empowered to review the functioning of the Vigil Mechanism. The copy of the Policy is available at the Company's website 'www.maithanalloys.com'.

RISK MANAGEMENT

Business risks exist for every enterprise having national and international exposure. The Company has a Risk Management Policy to control and minimise the risk factors of the Company and is being implemented by the Risk Management Committee. A brief detail on the Risk Management and the key business risks identified by the Company and its mitigation plans are provided at Page No. 24 of this Annual Report.

CORPORATE SOCIAL RESPONSIBILITY

During the financial year 2016-17, your Company has been able to spend the mandatory 2% of the average net profits of the three immediately preceding financial years on various Corporate Social Responsibility (CSR) activities. The expenditure has been carried out mainly in the areas of Education, Women Empowerment, Health Care. All the allocations & expenditures were in accordance with Schedule VII of the Companies Act, 2013 and CSR Policy of the Company. The CSR Policy of the Company is available at the Company's website 'www.maithanalloys.com'.

The Annual Report on CSR activities in prescribed form as approved by the CSR Committee is annexed herewith as Annexure-'A'.

DEPOSITS

Your Company did not accept any deposit from the public within the meaning of Section 73 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014 during the year 2016-17 and as such, no amount of principal, interest, unpaid or unclaimed deposit remained unpaid or unclaimed or was outstanding as on the Balance Sheet date.

CREDIT RATING

Your Company's credit rating continues to be "CARE A+" for its long-term bank facilities and "CARE A1+" for short-term bank facilities as assigned by CARE, indicating strong capacity for timely payment of its debt obligations and carries the lowest possible credit risk.

FINANCIAL REVIEW

For detailed financial review kindly refer to the Management Discussion and Analysis Report which forms part of this Annual Report.

STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENT

The internal control systems of the Company are brought under regular review and evaluations in consultation with the internal auditors. The Company's internal control systems are commensurate with the Company's size and nature of business of the Company, enabling it to safeguard assets, prevent and detect frauds as well as other irregularities. The Internal Audit is conducted periodically across all locations by firms of Chartered Accountants who verify and report on the efficiency and effectiveness of internal controls.

The Management is responsible for the Company's internal financial control over financial reporting and the financial reporting process. The Audit Committee reviews the internal financial control over financial reporting to ensure that the accounts of the Company are properly maintained in accordance with the prevailing laws and regulations.

CASH FLOW STATEMENT

In terms of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual Financial Statement contains the Cash Flow Statement for the year 2016-17, forming part of the Annual Report.

SUBSIDIARY, ASSOCIATES AND JOINT VENTURE COMPANIES

There are two subsidiaries of the Company namely Anjaney Minerals Limited and AXL-Exploration Private Limited The Company had no material subsidiary(ies) or Joint Ventures or Associate Companies during the year 2016-17.

The "Policy on 'Material' Subsidiary" is available on the website of the Company. The link for the said policy is 'http://maithanalloys.com/wp-content/uploads/2017/07/policies/05.Policy%20on%20Material%20Subsidiary.pdf'.

None of the Companies have become/ceased to be the Company's subsidiary, Joint Ventures or Associate Companies during the year 2016-17.

In terms of Section 129(3) of the Companies Act, 2013, a Statement containing the salient features of the financial statement of subsidiaries / associate companies / joint ventures of the Company in the prescribed form AOC-1 has been attached with the Financial Statement of the Company, forming part of this Annual Report.

HIGHLIGHTS OF PERFORMANCE OF EACH OF THE SUBSIDIARIES

In accordance with Section 136 of the Companies Act, 2013, the audited financial statement, including the consolidated financial statement and related information of the Company and the audited accounts of each of its subsidiaries are available on Company's website 'www.maithanalloys.com'. The annual accounts of the subsidiary companies are available for inspection by any shareholder on any working day during the business hours at the registered office of the Company. The said documents shall be made available on receipt of a written request from the shareholders of the Company.

Anjaney Minerals Limited

The Company is exploring various opportunities for acquiring mines. During the year 2016-17 the Company has earned ₹5.92 Lakh as Other Income however, suffered a loss of ₹317.08 Lakh.

AXL-Exploration Private Limited

The Company has made an application to the government authorities for renewal of its mining lease and necessary approval thereon is awaited. During the year 2016-17 the Company has suffered a loss of ₹34.16 Lakh.

CONSOLIDATED FINANCIAL STATEMENT

The Company has prepared a Consolidated Financial Statement of the Company and all of its subsidiaries pursuant to the provisions of Section 129 of the Companies Act, 2013. The Consolidated Financial Statement of the Company along with its subsidiaries for the year ended 31st March, 2017 forms part of this Annual Report.

AUDITORS' REPORT

The Auditors' Report read along with notes on accounts is self-explanatory and therefore, do not calls for any further comment. The Auditors' Report does not contain any qualification.

STATUTORY AUDITORS

D. K. Chhajer & Co., Chartered Accountants (Firm Registration No. 304138E), were appointed as the statutory auditors of your Company at the 29th Annual General Meeting of the Company to hold office till the conclusion of the 32nd Annual General Meeting of the Company. In terms of Section 139(2) of the Companies Act, 2013 their tenure as the Statutory Auditors has to be concluded at the ensuing Annual General Meeting

Consequently, the Board has recommended the appointment of M Chaudhary & Co., Chartered Accountants (Firm Registration No: 302186E) as the statutory auditors of the Company in their place, for a term of five consecutive years, from the conclusion of the 32nd Annual General Meeting of the Company scheduled to be held in the year 2017 till the conclusion of the 37th Annual General Meeting to be held in the year 2022, for approval of shareholders of the Company, based on the recommendation of the Audit Committee.

The Company has received a certificate from the M Chaudhary & Co. to the effect that their appointment, if made, shall be in compliance with the provisions of Sections 139 and 141 of the Companies Act, 2013. They hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India. Necessary resolution seeking approval of the members for appointment of M Chaudhary & Co. as the statutory auditors has been incorporated in the Notice convening the 32nd Annual General Meeting.

COST AUDITORS

The Board has re-appointed S. K. Sahu & Associates, Cost Accountants (Registration No.: 100807) as the Cost Auditor and fixed their remuneration for auditing the cost records of the Company for the financial year 2017-18. Their remuneration is subject to the approval of shareholders at the ensuing Annual General Meeting.

SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT

In terms of Section 204 of the Companies Act, 2013 and Rules framed there under, the Board has re-appointed J. Patnaik & Associates, Company Secretaries (Certificate of Practice No.: 3102), to conduct Secretarial Audit for the financial year 2016-17. The Secretarial Audit Report as submitted by J. Patnaik & Associates, Company Secretaries for the financial year 2016-17 is annexed herewith as Annexure-'B'.

There are no qualifications in the said Secretarial Audit Report given by them and therefore, does not call for any further comment.

EXTRACT OF THE ANNUAL RETURN

The extract of the Annual Return of the Company as on the financial year ended 31st March, 2017 in prescribed Form MGT-9 is annexed herewith as Annexure-'C'.

MANAGERIAL REMUNERATION

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, disclosures and other details are as follows:

(a) (i) the ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year; and

(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.

Sl. No.	Name	Designation	Ratio of remuneration	% increase in remuneration
1	Mr. S. C. Agarwalla	Chairman & MD	436.31	148.81%
2	Mr. Subodh Agarwalla	WTD & CEO	336.08	139.44%
3	Mr. Sudhanshu Agarwalla^	President & CFO	N.A.	622.92%
4	Mr. Rajesh K. Shah	Company Secretary	N.A.	19.22%

N.A. = Not Applicable

^ Mr. Sudhanshu Agarwalla, President was elevated as "President and Chief Financial Officer" with effect from 10th November, 2016.

Ratio of remuneration and percentage increase in remuneration of Mr. B. K. Agarwalla, Chairman cum Whole-time Director and Mr. Aditya Agarwalla, Whole-time Director and Chief Financial Officer are not provided as they were associated with the Company only for the part of the year.

The Non-Executive Directors including Independent Directors of the Company are entitled to sitting fee only within the statutory limits provided under the Companies Act, 2013. The details of remuneration of each Non-Executive Director have been provided in the Report on Corporate Governance. The ratio of remuneration and percentage increase in remuneration of Non- Executive Directors are not comparable and therefore not considered for the above purpose.

(b) **the percentage increase in the median remuneration of employees in the financial year –**

The median remuneration of the employees in the financial year 2016-17 was increased by 17.39%.

(c) **the number of permanent employees on the rolls of company -**

There were 586 employees as on 31st March, 2017 on the pay roll of the Company.

(d) **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 -**

The average percentage increase in the salaries of employees other than the managerial personnel during the financial year 2016-17 was 19.07% and that of managerial personnel was 144.12%.

The managerial personnel are entitled to remuneration partly by way of fixed remuneration being monthly remuneration and partly by way of variable remuneration being a percentage on the profit of the Company, whereas the majority of employees other than the managerial personnel are paid by way of fixed remuneration only. The increase in the remuneration of non-managerial employees depends upon various factors like industry standards, cost of living and individual performance of the employee during the year.

(e) **affirmation that the remuneration is as per the remuneration policy of the company -**

It is hereby affirmed that the remuneration paid during the year 2016-17 is as per the Remuneration Policy of the Company.

PARTICULARS OF EMPLOYEES

A statement in terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5 (2) & (3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are enclosed as Annexure-'D'.

In terms of the provisions of Section 197(14) of the Companies Act, 2013 it is hereby confirmed that neither the Managing Director nor any of the Whole-time Directors of the Company receive any remuneration or commission from any subsidiary of the Company.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS / TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

None

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

(i) **Details of Loans**: The Company has granted advances to its subsidiaries. Please refer to Notes 19 & 39 to the Standalone Financial Statement.

(ii) **Details of Investments:** Please refer to Note 13 & 15 to the Standalone Financial Statement.

(iii) **Details of Guarantees given or Securities provided**: The Company has not given any guarantee or provided any security in connection with a loan to any other body corporate or persons, during the year 2016-17.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

Your Company always strives to enter into transactions with its related parties in the course of business at arm's length basis and the management believes that related party transactions are on arm's length basis as explained under Section 188 of the Companies Act, 2013.

The particulars of contract or arrangements entered into by the Company with related parties referred to in Section 188(1) of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto in prescribed Form AOC-2 is annexed herewith as Annexure-'E'.

The policy on materiality of related party transactions and also on dealing with related party transactions is uploaded on the website of the Company and weblink for the same is 'http://maithanalloys.com/wp-content/

uploads/2017/07/policies/04.Material%20Related%20Party%20Transaction%20Policy.pdf'.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The statement containing the necessary information on conservation of energy, technology absorption and foreign exchange earnings and outgo is annexed herewith as Annexure-'F'.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has not received any complaint nor is any complaint pending at the beginning or end of the financial year 2016-17.

CORPORATE GOVERNANCE

Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a report on Corporate Governance and a certificate from the Auditors of the Company confirming compliance of conditions of Corporate Governance, is annexed herewith as Annexure-'G' and Annexure-'H', respectively.

MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis of financial conditions and results of operations of the Company for the year under review, as stipulated under Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is given as a separate statement in this Annual Report from Page No. 20 to 25 and forms part of this Directors' Report.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of provisions of Section 134(5) of the Companies Act, 2013, your Directors confirm that:

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

(ii) the directors 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;

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

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

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

(vi) 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.

ACKNOWLEDGEMENT

Your Directors take this opportunity to thank all the shareholders, bankers, suppliers, regulatory and other government authorities for their assistance, co-operation and confidence reposed in your Company. Your Directors also extend their deep sense of appreciation to the employees of the Company.

For and on behalf of the Board of Directors

S. C. Agarwalla
(Chairman and Managing Director)
(DIN: 00088384)

Subodh Agarwalla
(Whole-time Director and Chief Executive Officer)
(DIN: 00339855)

Place: Kalyaneshwari
Date: 9th May, 2017

ANNEXURE TO THE DIRECTORS' REPORT "A"

THE ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs:

   Maithan Alloys Limited recognises its onuses to act responsibly, ethically and with integrity in its dealings with staff, customers, governments and the environment as a whole. Maithan Alloys Limited is a socially conscious and responsible company, supporting organisations working in Education, Health Care, Sustainable Livelihood, Infrastructure Development and espousing social causes and humanitarian affairs.

   The CSR policy of the Company is available at the Company's Website 'www.maithanalloys.com' and web link thereof is 'http://maithanalloys.com/wp-content/uploads/2017/07/policies/03.Corporate%20Social%20Responsibility%20Policy.pdf'.

2. The Composition of the CSR Committee:

Name	Designation	Executive/Non-Executive/ Independent
Mr. S. C. Agarwalla	Chairman	Executive Director
Mr. Subodh Agarwalla	Member	Executive Director
Mr. Vikash Kumar Jewrajka	Member	Independent Non-Executive Director

3. Average net profit of the Company for last three financial years: ₹6317.42 Lakh
4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above): ₹126.35 Lakh
5. Details of CSR spent during the financial year:

(a)	Total amount to be spent for the financial year	₹127.13 Lakh
(b)	Amount unspent, if any;	None
(c)	Manner in which the amount spent during the financial year is detailed below.	As per Annexure 1

6. In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board Report.: Not Applicable
7. The responsibility statement of the CSR Committee of the Board: The implementation and monitoring of CSR Policy, is in compliance with CSR objectives and policy of the Company.

S. C. Agarwalla
Chairman - CSR Committee
(Chairman and Managing Director)
(DIN: 00088384)

Subodh Agarwalla
(Whole-time Director and
Chief Executive Officer)
(DIN: 00339855)

Place: Kalyaneshwari
Date: 9th May, 2017

Annexure 1

Sl No.	CSR project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the state and district where Projects or Programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs	(2) Over-heads	Cumulative expenditure up to the reporting period	Amount spent: Direct or through implement-ing agency*
1	Education & Women Empowerment	Clause (ii) promoting education Clause (iii) empowering women	Local Area in the State of West Bengal	₹5.00 Lakh	₹5.00 Lakh	Nil	₹5.00 Lakh	Through NGO
2	Sports	Clause (vii) training to promote rural sports, nationally recognised sports, Paralympic sports and Olympic sports	Local Area in the State of West Bengal	₹0.51 Lakh	₹0.51 Lakh	Nil	₹0.51 Lakh	Through Registered Society
3	Health Care	Clause (i) eradicating hunger, poverty and malnutrition, promoting health care including preventive health care	Others, Tamil Nadu, Chennai	₹2.26 Lakh	₹0.36 Lakh	Nil	₹0.36 Lakh	Through NGO
			Others, Karnataka, Bengaluru		₹1.90 Lakh	Nil	₹1.90 Lakh	Through NGO
4	Health Care & Education	Clause (i) eradicating hunger, poverty and malnutrition, promoting health care including preventive health care Clause (ii) promoting education	Local Area in the State of West Bengal	₹9.00 Lakh	₹9.00 Lakh	Nil	₹9.00 Lakh	Through Trust
5	Education	Clause (ii) Promoting education	Local Area in the State of West Bengal	₹110.11 Lakh	₹110.11 Lakh	Nil	₹110.11 Lakh	Through Registered Society
6	Social & Economic Welfare	Clause (iii) Reducing inequalities faced by socially and economically backward groups	Local Area in the State of West Bengal	₹0.25 Lakh	₹0.25 Lakh	Nil	₹0.25 Lakh	Through NGO

** Support to Non-Government Organisations or Charitable Institutions.*

S. C. Agarwalla
Chairman - CSR Committee
(Chairman and Managing Director)
(DIN: 00088384)

Subodh Agarwalla
(Whole-time Director and
Chief Executive Officer)
(DIN: 00339855)

Place: Kalyaneshwari
Date: 9th May, 2017

ANNEXURE TO THE DIRECTORS' REPORT "B"

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017

[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
Maithan Alloys Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Maithan Alloys Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by **Maithan Alloys Limited** and also based on the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017 ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Maithan Alloys Limited** ("the Company") for the financial year ended on 31st March, 2017 according to the provisions of:

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

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

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

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

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

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

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not Applicable to the Company during the period under review);

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

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

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

i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(vi) The other laws, as informed and certified by the Management of the Company which are specifically applicable to the Company based on their sector/industry are:

a) The Payment of Wages Act, 1936;

b) The Minimum Wages Act, 1948;

c) Mines and Minerals Developments Regulation Act, 1957;

d) Minerals Conservation and Development Rules, 1988;

e) The Electricity Act, 2003;

f) The Payment of Gratuity Act, 1972;

g) The Child Labour (Prohibition & Regulations) Act, 1986;

h) The Environment (Protection) Act, 1986, read with the Environment (Protection) Rules, 1986;

i) The Water (Prevention & Control of Pollution) Act, 1974, read with Water (Prevention & Control of Pollution) Rules, 1975;

j) The Air (Prevention & Control of Pollution) Act, 1981 read with Air (Prevention & Control of Pollution) Rules, 1982;

k) The Factories Act, 1948; etc.

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

(i) The Secretarial Standards (SS - 1 and SS - 2) issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited & The Calcutta Stock Exchange Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

I further report that

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

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

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

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

I further report that during the audit period:

(i) The Company has filed petition with the Hon'ble High Court, Calcutta for amalgamating of its Wholly Owned Subsidiary Anjaney Alloys Limited. The said scheme was duly approved by the Hon'ble High Court, Calcutta vide its Order dated 31st March, 2016. The certified copy of which has been filed with ROC on 4th May, 2016 consequently the scheme became operative and effective on 4th May, 2016 with an appointed date of 1st April, 2015.

(ii) The Company had filed an application and accorded the approval of the designated stock exchange under Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to re-classify the status of Mr. Basant Kumar Agarwalla (one of the Promoters of the Company) and all individuals and entities connected with him and identified as Promoter Group under Regulation 2(1)(zb) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 from "Promoter & Promoter Group Category" to "Public Category".

Other than the above there are no events or actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For J. Patnaik & Associates
Company Secretaries

Place: Kolkata
Date: 9th May, 2017

J. Patnaik
Proprietor
FCS No.: 5045
C.P. No.: 3102

[Note: This Report is to be read with our letter of declaration which is annexed hereto as "Annexure –A" and forms an integral part of this Report.]

Annexure - A

To
The Members
Maithan Alloys Limited

Our report is to be read along with this letter.

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

(ii) We have followed the audit practices and processes as appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

(iii) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

(iv) The status of compliance of other laws as listed at (vi) in our Report, we relied upon the statement provided by the management.

(v) Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.

(vi) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of the same on test basis.

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

For J. Patnaik & Associates
Company Secretaries

Place: Kolkata
Date: 9th May, 2017

J. Patnaik
Proprietor
FCS No.: 5045
C.P. No.: 3102

ANNEXURE TO THE DIRECTORS' REPORT - "C"

FORM NO. MGT - 9

EXTRACT OF ANNUAL RETURN

AS ON FINANCIAL YEAR ENDED ON 31ST MARCH, 2017

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

I. REGISTRATION & OTHER DETAILS:

i)	CIN	L27101WB1985PLC039503
ii)	Registration Date	19th September, 1985
iii)	Name of the Company	Maithan Alloys Limited
iv)	Category/Sub-category of the Company	Company limited by shares/ Indian Non-Government Company
v)	Address of the Registered office & contact details	4th Floor, 9 A.J.C. Bose Road, Kolkata -700017; Phone No: 033-6450-2228; Fax No: 033-2290-0383 E-mail: office@maithanalloys.com
vi)	Whether listed Company	Yes
vii)	Name, Address & Contact details of the Registrar & Transfer Agent, if any.	Maheshwari Datamatics Pvt. Ltd. 6,Mangoe Lane, 2nd Floor, Kolkata-700001 & 5th Floor, 23, R. N. Mukherjee Road, Kolkata-700001. Phone No: 033-2248-2248, 2243-5029; Fax No.: 033-2248-4787 E-mail: info@mdpl.in; mdpldc@yahoo.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*	% to total turnover of the Company
1	Manufacturing of Ferro Alloys	24104	94.11%

* as per National Industrial Classification - 2008 (NIC-2008)

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
1	**Anjaney Minerals Limited,** 4th Floor, 9 AJC Bose Road, Kolkata - 700017, West Bengal	U13100WB2008PLC130114	Subsidiary Company	99.99%	2 (87) (ii)
2	**AXL-Exploration Private Limited** Flat No. 001,Plot No. -109, Bamra Manar, Unit-7, Near Governer House, Surya Nagar, Bhubaneswar -751003, Orissa	U14292OR1999PTC005643	Subsidiary Company	75.00%	2 (87) (ii)

IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	1,31,06,256	-	1,31,06,256	45.02%	69,25,015	-	69,25,015	23.79%	-21.23%
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	79,88,100	-	79,88,100	27.44%	1,33,83,707	2,70,000	1,36,53,707	46.90%	19.46%
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	2,10,94,356	-	2,10,94,356	72.46%	2,03,08,722	2,70,000	2,05,78,722	70.69%	-1.77%
(2) Foreign									
a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
b) Other- Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	2,10,94,356	-	2,10,94,356	72.46%	2,03,08,722	2,70,000	2,05,78,722	70.69%	-1.77%
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	15,103	-	15,103	0.05%	0.05%
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs/FPIs	-	-	-	-	78,809	-	78,809	0.27%	0.27%

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	**-**	**-**	**-**	**-**	**93,912**	**-**	**93,912**	**0.32%**	**0.32%**
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	45,69,149	2,50,000	48,19,149	16.55%	35,42,322	6,00,000	41,42,322	14.22%	-2.33%
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹1 lakh	18,16,577	3,28,813	21,45,390	7.37%	19,43,695	2,83,963	22,27,658	7.65%	0.28%
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	9,38,641	12,300	9,50,941	3.27%	12,73,346	12,300	12,85,646	4.42%	1.15%
c) Others (specify)									
Non Resident Indians	56,409	-	56,409	0.19%	89,471	-	89,471	0.31%	0.12%
Clearing Members	44,869	-	44,869	0.15%	6,92,569	-	6,92,569	2.38%	2.23%
NBFC Registered with RBI	436	-	436	0.01%	1,250	-	1,250	0.01%	0.00%
Sub-total (B)(2):-	**74,26,081**	**5,91,113**	**80,17,194**	**27.54%**	**75,42,653**	**8,96,263**	**84,38,916**	**28.99%**	**1.45%**
Total Public Shareholding (B)=(B)(1)+ (B)(2)	**74,26,081**	**5,91,113**	**80,17,194**	**27.54%**	**76,36,565**	**8,96,263**	**85,32,828**	**29.31%**	**1.77%**
C. Shares held by Custodian for GDRs & ADRs	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Grand Total (A+B+C)	**2,85,20,437**	**5,91,113**	**2,91,11,550**	**100.00%**	**2,79,45,287**	**11,66,263**	**2,91,11,550**	**100.00%**	**-**

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year [As on 01-April-2016]			Shareholding at the end of the year [As on 31-March-2017]			% change in sharehol-ding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ Encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / Encumbered to total shares	
1	Maithan Smelters Private Limited	-	-	-	53,97,357	18.54%	-	18.54%
2	H. S. Consultancy Private Limited	7,50,000	2.58%	-	32,59,200	11.20%	-	8.62%
3	Sumee Trading Private Limited	13,91,100	4.78%	-	13,91,100	4.78%	-	0.00%
4	Aaklavya (India) Private Limited	12,75,000	4.38%	-	12,74,500	4.38%	-	0.00%
5	Shakti Auto Finance Private Limited	10,68,300	3.67%	-	10,67,800	3.67%	-	0.00%
6	Jibralter Traders Limited	9,94,500	3.42%	-	9,93,750	3.41%	-	0.00%
7	Shankar Lal Agarwalla	12,29,650	4.22%	-	9,07,601	3.12%	-	-1.11%
8	Prahlad Rai Agarwalla	3,01,200	1.03%	-	8,51,200	2.92%	-	1.89%
9	Sarita Devi Agarwalla	7,29,000	2.50%	-	8,29,000	2.85%	-	0.34%
10	Rita Devi	5,52,000	1.90%	-	7,52,000	2.58%	-	0.69%
11	Sheela Devi Agarwalla	6,68,000	2.29%	-	6,67,250	2.29%	-	0.00%
12	Avinash Agarwalla	4,00,950	1.38%	-	5,83,350	2.00%	-	0.63%
13	Sudhanshu Agarwalla	5,65,200	1.94%	-	5,64,450	1.94%	-	0.00%
14	Mani Devi	-	-	-	4,14,723	1.42%	-	1.42%
15	Subodh Agarwalla	3,60,000	1.24%	-	3,59,250	1.23%	-	0.00%
16	Prahlad Rai Agarwalla	3,32,100	1.14%	-	3,32,100	1.14%	-	0.00%
17	Siddhartha Shankar Agarwalla	2,07,300	0.71%	-	2,91,165	1.00%	-	0.29%
18	Unmukt Tracom Private Limited	-	-	-	2,70,000	0.93%	-	0.93%
19	Sonam Agarwalla	-	-	-	1,10,000	0.38%	-	0.38%
20	Subhas Chandra Agarwalla	1,00,000	0.34%	-	99,250	0.34%	-	0.00%
21	Subhas Chandra Agarwalla	97,500	0.33%	-	97,500	0.33%	-	0.00%
22	Smriti Agarwalla	57,000	0.20%	-	66,176	0.23%	-	0.03%
23	Shankar Lal Agarwalla	15,000	0.05%	-	-	-	-	-0.05%
24	Woodhat Distributors Private Limited	18,30,000	6.29%	-	Refer Note 2	-	-	-6.29%
25	Amit Agarwalla	11,69,100	4.02%	-	Refer Note 2	-	-	-4.02%
26	Sumit Agarwalla	7,85,100	2.70%	-	Refer Note 2	-	-	-2.70%
27	Jagdish Prasad Agarwalla	7,77,300	2.67%	-	Refer Note 2	-	-	-2.67%
28	Madhur Agarwalla	5,38,800	1.85%	-	Refer Note 2	-	-	-1.85%
29	Nidhi Agarwalla	5,13,000	1.76%	-	Refer Note 2	-	-	-1.76%
30	Basant Kumar Agarwalla	5,04,000	1.73%	-	Refer Note 2	-	-	-1.73%
31	Binod Kumar Agarwalla	4,27,800	1.47%	-	Refer Note 2	-	-	-1.47%
32	Maithan Refractories Private Limited	4,05,000	1.39%	-	Refer Note 2	-	-	-1.39%

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year [As on 01-April-2016]			Shareholding at the end of the year [As on 31-March-2017]			% change in sharehol-ding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ Encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / Encumbered to total shares	
33	Jagadish Prasad Agarwalla	3,84,900	1.32%	-	Refer Note 2	-	-	-1.32%
34	Karuna Agarwalla	3,36,600	1.16%	-	Refer Note 2	-	-	-1.16%
35	Kaushal Agarwalla	3,00,000	1.03%	-	Refer Note 2	-	-	-1.03%
36	Sangita Agarwalla	2,80,700	0.96%	-	Refer Note 2	-	-	-0.96%
37	Dhruv Agarwalla	2,77,700	0.95%	-	Refer Note 2	-	-	-0.95%
38	Mangalam Construction Private Limited	2,74,200	0.94%	-	Refer Note 2	-	-	-0.94%
39	Anshuman Agarwalla	2,21,000	0.76%	-	Refer Note 2	-	-	-0.76%
40	Binod Kumar Agarwalla	2,10,900	0.72%	-	Refer Note 2	-	-	-0.72%
41	Raghav Agarwalla	2,00,000	0.69%	-	Refer Note 2	-	-	-0.69%
42	Vedant Agarwalla	1,70,000	0.58%	-	Refer Note 2	-	-	-0.58%
43	Swati Agarwalla	96,600	0.33%	-	Refer Note 2	-	-	-0.33%
44	Basant Kumar Agarwalla	81,500	0.28%	-	Refer Note 2	-	-	-0.28%
45	Aditya Agarwalla	70,200	0.24%	-	Refer Note 2	-	-	-0.24%
46	Sunita Agarwalla	59,700	0.21%	-	Refer Note 2	-	-	-0.21%
47	Sita Agarwalla	30,300	0.10%	-	Refer Note 2	-	-	-0.10%
49	Kavita Kataruka	24,956	0.09%	-	Refer Note 2	-	-	-0.09%
50	Avishi Agarwalla	10,500	0.04%	-	Refer Note 2	-	-	-0.04%
51	Vishal Agarwalla	10,200	0.04%	-	Refer Note 2	-	-	-0.04%
52	Vidisha Agarwalla	9,000	0.03%	-	Refer Note 2	-	-	-0.03%
53	Kavita Kataruka	1,500	0.01%	-	Refer Note 2	-	-	-0.01%
	Total	2,10,94,356	72.46%	-	2,05,78,722	70.69%	-	-1.77%

Notes:

1. Persons under Serial No.1 to 22 are disclosed as "Promoter & Promoter Group" under Regulation 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as on 31st March, 2017.

2. Persons under serial No 24 to 53 have been re-classified as 'Public' pursuant to an application made by the Company for Re-classification of Promoters under Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Their holding on the date of their re-classification i.e. as at 22nd February, 2017 was NIL.

3. Consequent upon re-classification, Mr. B. K. Agarwalla ceased to be a promoter of the Company. Mr. S. C. Agarwalla continues to be the Promoter of the Company.

4. The percentage has been considered upto two decimal points.

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

Sl. No.	Particulars	Date	Reason	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	**Maithan Smelters Private Limited**						
	At the beginning of the year	01.04.2016		-	-	-	-
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	53,97,357	18.54%	53,97,357	18.54%
	At the end of the year	31.03.2017				53,97,357	18.54%
2	**H. S. Consultancy Private Limited**						
	At the beginning of the year	01.04.2016		7,50,000	2.58%	7,50,000	2.58%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	25,09,200	8.62%	32,59,200	11.20%
	At the end of the year	31.03.2017				32,59,200	11.20%
3	**Aaklavya (India) Private Limited**						
	At the beginning of the year	01.04.2016		12,75,000	4.38%	12,75,000	4.38%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-500	0.00%	12,74,500	4.38%
	At the end of the year	31.03.2017				12,74,500	4.38%
4	**Shakti Auto Finance Private Limited**						
	At the beginning of the year	01.04.2016		10,68,300	3.67%	10,68,300	3.67%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-500	0.00%	10,67,800	3.67%
	At the end of the year	31.03.2017				10,67,800	3.67%
5	**Jibralter Traders Limited**						
	At the beginning of the year	01.04.2016		9,94,500	3.42%	9,94,500	3.42%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-750	0.00%	9,93,750	3.41%
	At the end of the year	31.03.2017				9,93,750	3.41%
6	**Shankar Lal Agarwalla**						
	At the beginning of the year	01.04.2016		12,29,650	4.22%	12,29,650	4.22%
	Increase / Decrease in Shareholding during the year	20.05.2016	Transfer	-29,805	-0.10%	11,99,845	4.12%
		27.05.2016	Transfer	-21,337	-0.07%	11,78,508	4.05%
		03.06.2016	Transfer	-12,796	-0.04%	11,65,712	4.00%
		10.06.2016	Transfer	-35,261	-0.12%	11,30,451	3.88%
		17.06.2016	Transfer	-23,885	-0.08%	11,06,566	3.80%
		24.06.2016	Transfer	-16,215	-0.06%	10,90,351	3.75%
		30.06.2016	Transfer	-12,635	-0.04%	10,77,716	3.70%
		08.07.2016	Transfer	-7,934	-0.03%	10,69,782	3.67%
		15.07.2016	Transfer	-5,40,000	-1.85%	5,29,782	1.82%
		12.08.2016	Transfer	-2,632	-0.01%	5,27,150	1.81%
		19.08.2016	Transfer	-19,549	-0.07%	5,07,601	1.74%
		30.09.2016	Transfer	-93,259	-0.32%	4,14,342	1.42%
		02.12.2016	Transfer	6,00,000	2.06%	10,14,342	3.48%
		30.12.2016	Transfer	-1,06,741	-0.37%	9,07,601	3.12%
	At the end of the year	31.03.2017				9,07,601	3.12%

Sl. No.	Particulars	Date	Reason	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
7	**Prahlad Rai Agarwalla**						
	At the beginning of the year	01.04.2016		3,01,200	1.03%	3,01,200	1.03%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	5,50,000	1.89%	8,51,200	2.92%
	At the end of the year	31.03.2017				8,51,200	2.92%
8	**Sarita Devi**						
	At the beginning of the year	01.04.2016		7,29,000	2.50%	7,29,000	2.50%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	1,00,000	0.35%	8,29,000	2.85%
	At the end of the year	31.03.2017				8,29,000	2.85%
9	**Sumee Trading Private Limited**						
	At the beginning of the year	01.04.2016		13,91,100	4.78%	13,91,100	4.78%
	Increase / Decrease in Shareholding during the year			-	-	13,91,100	4.78%
	At the end of the year	31.03.2017				13,91,100	4.78%
10	**Rita Devi**						
	At the beginning of the year	01.04.2016		5,52,000	1.90%	5,52,000	1.90%
	Increase / Decrease in Shareholding during the year	15.07.2016	Transfer	-1,00,000	-0.35%	4,52,000	1.55%
		25.11.2016	Transfer	3,00,000	1.03%	7,52,000	2.58%
	At the end of the year	31.03.2017				7,52,000	2.58%
11	**Sheela Devi Agarwalla**						
	At the beginning of the year	01.04.2016		6,68,000	2.29%	6,68,000	2.29%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-750	0.00%	6,67,250	2.29%
	At the end of the year	31.03.2017				6,67,250	2.29%
12	**Avinash Agarwalla**						
	At the beginning of the year	01.04.2016		4,00,950	1.38%	4,00,950	1.38%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	1,82,400	0.62%	5,83,350	2.00%
	At the end of the year	31.03.2017				5,83,350	2.00%
13	**Sudhanshu Agarwalla**						
	At the beginning of the year	01.04.2016		5,65,200	1.94%	5,65,200	1.94%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-750	0.00%	5,64,450	1.94%
	At the end of the year	31.03.2017				5,64,450	1.94%
14	**Mani Devi**						
	At the beginning of the year	01.04.2016		-	-	-	-
	Increase / Decrease in Shareholding during the year	15.07.2016	Transfer	5,40,000	1.85%	5,40,000	1.85%
		19.08.2016	Transfer	-47,294	-0.16%	4,92,706	1.69%
		26.08.2016	Transfer	-79,103	-0.28%	4,13,603	1.42%
		02.09.2016	Transfer	-27,002	-0.09%	3,86,601	1.33%
		09.09.2016	Transfer	-50,157	-0.17%	3,36,444	1.16%
		16.09.2016	Transfer	-26,925	-0.09%	3,09,519	1.06%
		23.09.2016	Transfer	-56,767	-0.20%	2,52,752	0.87%

Sl. No.	Particulars	Date	Reason	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
		30.09.2016	Transfer	-2,32,752	-0.80%	20,000	0.07%
		14.10.2016	Transfer	1,94,723	0.67%	2,14,723	0.74%
		30.12.2016	Transfer	2,00,000	0.69%	4,14,723	1.42%
	At the end of the year	31.03.2017				4,14,723	1.42%
15	**Subodh Agarwalla**						
	At the beginning of the year	01.04.2016		3,60,000	1.24%	3,60,000	1.24%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-750	0.00%	3,59,250	1.23%
	At the end of the year	31.03.2017				3,59,250	1.23%
16	**Prahlad Rai Agarwalla**						
	At the beginning of the year	01.04.2016		3,32,100	1.14%	3,32,100	1.14%
	Increase / Decrease in Shareholding during the year			-	-	3,32,100	1.14%
	At the end of the year	31.03.2017				3,32,100	1.14%
17	**Siddhartha Shankar Agarwalla**						
	At the beginning of the year	01.04.2016		2,07,300	0.71%	2,07,300	0.71%
	Increase / Decrease in Shareholding during the year	15.07.2016	Transfer	1,00,000	0.35%	3,07,300	1.06%
		15.07.2016	Transfer	-1,10,000	-0.38%	1,97,300	0.68%
		25.11.2016	Transfer	93,865	0.32%	2,91,165	1.00%
	At the end of the year	31.03.2017				2,91,165	1.00%
18	**Unmukt Tracom Private Limited**						
	At the beginning of the year	01.04.2016		-	-	-	-
	Increase / Decrease in Shareholding during the year	21.03.2017	Transfer	2,70,000	0.93%	2,70,000	0.93%
	At the end of the year	31.03.2017				2,70,000	0.93%
19	**Sonam Agarwalla**						
	At the beginning of the year	01.04.2016		-	-	-	-
	Increase / Decrease in Shareholding during the year	15.07.2016	Transfer	1,10,000	0.38%	1,10,000	0.38%
	At the end of the year	31.03.2017				1,10,000	0.38%
20	**Subhas Chandra Agarwalla**						
	At the beginning of the year	01.04.2016		1,00,000	0.34%	1,00,000	0.34%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-750	0.00%	99,250	0.34%
	At the end of the year	31.03.2017				99,250	0.34%
21	**Subhas Chandra Agarwalla**						
	At the beginning of the year	01.04.2016		97,500	0.33%	97,500	0.33%
	Increase / Decrease in Shareholding during the year			-	-	97,500	0.33%
	At the end of the year	31.03.2017				97,500	0.33%

Sl. No.	Particulars	Date	Reason	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
22	**Smriti Agarwalla**						
	At the beginning of the year	01.04.2016		57,000	0.20%	57,000	0.20%
	Increase / Decrease in Shareholding during the year	02.09.2016	Transfer	-33,265	-0.11%	23,735	0.08%
		09.09.2016	Transfer	-23,735	-0.08%	-	-
		29.12.2016	Transfer	56,176	0.19%	56,176	0.19%
		03.03.2017	Transfer	10,000	0.03%	66,176	0.23%
	At the end of the year	31.03.2017				66,176	0.23%
23	**Shankar Lal Agarwalla**						
	At the beginning of the year	01.04.2016		15,000	0.05%	15,000	0.05%
	Increase / Decrease in Shareholding during the year	24.06.2016	Transfer	-3,770	-0.01%	11,230	0.04%
		30.06.2016	Transfer	-11,230	-0.04%	-	-
	At the end of the year	31.03.2017				-	-
24	**Woodhat Distributors Private Limited***						
	At the beginning of the year	01.04.2016		18,30,000	6.29%	18,30,000	6.29%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-18,30,000	-6.29%	-	-
	At the end of the year	Refer Note 1				-	-
25	**Amit Agarwalla***						
	At the beginning of the year	01.04.2016		11,69,100	4.02%	11,69,100	4.02%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-11,69,100	-4.02%	-	-
	At the end of the year	Refer Note 1				-	-
26	**Sumit Agarwalla***						
	At the beginning of the year	01.04.2016		7,85,100	2.70%	7,85,100	2.70%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-7,85,100	-2.70%	-	-
	At the end of the year	Refer Note 1				-	-
27	**Jagdish Prasad Agarwalla***						
	At the beginning of the year	01.04.2016		7,77,300	2.67%	7,77,300	2.67%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-7,77,300	-2.67%	-	-
	At the end of the year	Refer Note 1				-	-
28	**Madhur Agarwalla***						
	At the beginning of the year	01.04.2016		5,38,800	1.85%	5,38,800	1.85%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-5,38,800	-1.85%	-	-
	At the end of the year	Refer Note 1				-	-
29	**Nidhi Agarwalla***						
	At the beginning of the year	01.04.2016		5,13,000	1.76%	5,13,000	1.76%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-5,13,000	-1.76%	-	-
	At the end of the year	Refer Note 1				-	-
30	**Basant Kumar Agarwalla***						
	At the beginning of the year	01.04.2016		5,04,000	1.73%	5,04,000	1.73%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-5,04,000	-1.73%	-	-

Sl. No.	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the end of the year	Refer Note 1				-	-
31	**Binod Kumar Agarwalla***						
	At the beginning of the year	01.04.2016		4,27,800	1.47%	4,27,800	1.47%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-4,27,800	-1.47%	-	-
	At the end of the year	Refer Note 1				-	-
32	**Maithan Refractories Private Limited***						
	At the beginning of the year	01.04.2016		4,05,000	1.39%	4,05,000	1.39%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-4,05,000	-1.39%	-	-
	At the end of the year	Refer Note 1				-	-
33	**Jagadish Prasad Agarwalla***						
	At the beginning of the year	01.04.2016		3,84,900	1.32%	3,84,900	1.32%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-3,84,900	-1.32%	-	-
	At the end of the year	Refer Note 1				-	-
34	**Karuna Agarwalla***						
	At the beginning of the year	01.04.2016		3,36,600	1.16%	3,36,600	1.16%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-3,36,600	-1.16%	-	-
	At the end of the year	Refer Note 1				-	-
35	**Kaushal Agarwalla***						
	At the beginning of the year	01.04.2016		3,00,000	1.03%	3,00,000	1.03%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-3,00,000	-1.03%	-	-
	At the end of the year	Refer Note 1				-	-
36	**Sangita Agarwalla***						
	At the beginning of the year	01.04.2016		2,80,700	0.96%	2,80,700	0.96%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-2,80,700	-0.96%	-	-
	At the end of the year	Refer Note 1				-	-
37	**Dhruv Agarwalla***						
	At the beginning of the year	01.04.2016		2,77,700	0.95%	2,77,700	0.95%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-2,77,700	-0.95%	-	-
	At the end of the year	Refer Note 1				-	-
38	**Mangalam Construction Private Limited***						
	At the beginning of the year	01.04.2016		2,74,200	0.94%	2,74,200	0.94%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-2,74,200	-0.94%	-	-
	At the end of the year	Refer Note 1				-	-
39	**Anshuman Agarwalla***						
	At the beginning of the year	01.04.2016		2,21,000	0.76%	2,21,000	0.76%

Sl. No.	Particulars	Date	Reason	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
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-2,21,000	-0.76%	-	-
	At the end of the year	Refer Note 1				-	-
40	**Binod Kumar Agarwalla***						
	At the beginning of the year	01.04.2016		2,10,900	0.72%	2,10,900	0.72%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-2,10,900	-0.72%	-	-
	At the end of the year	Refer Note 1				-	-
41	**Raghav Agarwalla***						
	At the beginning of the year	01.04.2016		2,00,000	0.69%	2,00,000	0.69%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-2,00,000	-0.69%	-	-
	At the end of the year	Refer Note 1				-	-
42	**Vedant Agarwalla***						
	At the beginning of the year	01.04.2016		1,70,000	0.58%	1,70,000	0.58%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-1,70,000	-0.58%	-	-
	At the end of the year	Refer Note 1				-	-
43	**Swati Agarwalla***						
	At the beginning of the year	01.04.2016		96,600	0.33%	96,600	0.33%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-96,600	-0.33%	-	-
	At the end of the year	Refer Note 1				-	-
44	**Basant Kumar Agarwalla***						
	At the beginning of the year	01.04.2016		81,500	0.28%	81,500	0.28%
	Increase / Decrease in Shareholding during the year	30.12.2016	Transfer	-81,500	-0.28%	-	-
	At the end of the year	Refer Note 1				-	-
45	**Aditya Agarwalla***						
	At the beginning of the year	01.04.2016		70,200	0.24%	70,200	0.24%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-70,200	-0.24%	-	-
	At the end of the year	Refer Note 1				-	-
46	**Sunita Agarwalla***						
	At the beginning of the year	01.04.2016		59,700	0.21%	59,700	0.21%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-59,700	-0.21%	-	-
	At the end of the year	Refer Note 1				-	-
47	**Sita Agarwalla***						
	At the beginning of the year	01.04.2016		30,300	0.10%	30,300	0.10%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-30,300	-0.10%	-	-
	At the end of the year	Refer Note 1				-	-
49	**Kavita Kataruka***						
	At the beginning of the year	01.04.2016		24,956	0.09%	24,956	0.09%

Sl. No.	Particulars	Date	Reason	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
	Increase / Decrease in Shareholding during the year	10.06.2016	Transfer	-5,278	-0.02%	19,678	0.07%
		06.01.2017	Transfer	-19,678	-0.07%	-	-
	At the end of the year	Refer Note 1				-	-
50	**Avishi Agarwalla***						
	At the beginning of the year	01.04.2016		10,500	0.04%	10,500	0.04%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-10,500	-0.04%	-	-
	At the end of the year	Refer Note 1				-	-
51	**Vishal Agarwalla***						
	At the beginning of the year	01.04.2016		10,200	0.04%	10,200	0.04%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-10,200	-0.04%	-	-
	At the end of the year	Refer Note 1				-	-
52	**Vidisha Agarwalla***						
	At the beginning of the year	01.04.2016		9,000	0.03%	9,000	0.03%
	Increase / Decrease in Shareholding during the year	30.12.2016	Transfer	-9,000	-0.03%	-	-
	At the end of the year	Refer Note 1				-	-
53	**Kavita Kataruka***						
	At the beginning of the year	01.04.2016		1,500	0.01%	1,500	0.01%
	Increase / Decrease in Shareholding during the year	06.01.2017	Transfer	-1,500	-0.01%	-	-
	At the end of the year	Refer Note 1				-	-

Notes:

1 : * Re-classified as 'Public' pursuant to an application made by the Company for Re-classification of Promoters under Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Their holding upto the date of their Re-classification i.e. upto 22nd February, 2017 was NIL.

2 : The above information relating to increase/decrease in shareholding during the year is based on weekly beneficiary position received from depositories.

3 : The percentage has been considered up to two decimal points.

(iv) Shareholding Pattern of top ten Shareholders

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

Sl. No.	For Each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year [As on 01-April-2016]		Cumulative Shareholding during the year [As on 31-March- 2017]	
				No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	**Abha Property Project Limited**						
	At the beginning of the year	01.04.2016		-	-	-	-
	Increase / Decrease in Shareholding during the year	03.03.2017	Transfer	3,10,987	1.07%	3,10,987	1.07%
		10.03.2017	Transfer	-41,936	-0.14%	2,69,051	0.92%
		17.03.2017	Transfer	2,82,949	0.97%	5,52,000	1.90%

Sl. No.	For Each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year [As on 01-April-2016]		Cumulative Shareholding during the year [As on 31-March- 2017]	
				No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the end of the year (or on the date of separation, if separated during the year)	31.03.2017				5,52,000	1.90%
2	**Jyobina Investment Limited**						
	At the beginning of the year	01.04.2016		5,36,304	1.84%	5,36,304	1.84%
	Increase / Decrease in Shareholding during the year			-	-	5,36,304	1.84%
	At the end of the year (or on the date of separation, if separated during the year)	31.03.2017				5,36,304	1.84%
3	**BMA Wealth Creators Limited**						
	At the beginning of the year	01.04.2016		-	-	-	-
	Increase / Decrease in Shareholding during the year	22.04.2016	Transfer	18,169	0.06%	18,169	0.06%
		29.04.2016	Transfer	-18,169	-0.06%	-	-
		13.05.2016	Transfer	25,000	0.09%	25,000	0.09%
		20.05.2016	Transfer	-524	0.00%	24,476	0.08%
		27.05.2016	Transfer	-4,600	-0.02%	19,876	0.07%
		10.06.2016	Transfer	-800	0.00%	19,076	0.07%
		17.06.2016	Transfer	-881	0.00%	18,195	0.06%
		15.07.2016	Transfer	-7,100	-0.02%	11,095	0.04%
		05.08.2016	Transfer	-2,750	-0.01%	8,345	0.03%
		12.08.2016	Transfer	-2,545	-0.01%	5,800	0.02%
		18.08.2016	Transfer	-5,200	-0.02%	600	0.00%
		30.09.2016	Transfer	7,14,000	2.45%	7,14,600	2.45%
		07.10.2016	Transfer	-25,000	-0.09%	6,89,600	2.37%
		14.10.2016	Transfer	-1,94,723	-0.67%	4,94,877	1.70%
		02.12.2016	Transfer	78,000	0.27%	5,72,877	1.97%
		09.12.2016	Transfer	-10	0.00%	5,72,867	1.97%
		16.12.2016	Transfer	23,667	0.08%	5,96,534	2.05%
		23.12.2016	Transfer	13,500	0.05%	6,10,034	2.10%
		29.12.2016	Transfer	-56,176	-0.19%	5,53,858	1.90%
		30.12.2016	Transfer	-59,108	-0.20%	4,94,750	1.70%
		06.01.2017	Transfer	-2,563	-0.01%	4,92,187	1.69%
		13.01.2017	Transfer	-2,134	-0.01%	4,90,053	1.68%
		20.01.2017	Transfer	-2,78,798	-0.96%	2,11,255	0.73%
		27.01.2017	Transfer	3,00,000	1.03%	5,11,255	1.76%
		03.02.2017	Transfer	-399	0.00%	5,10,856	1.75%
		10.02.2017	Transfer	-1,780	-0.01%	5,09,076	1.75%
		17.02.2017	Transfer	-55,071	-0.19%	4,54,005	1.56%
		29.02.2017	Transfer	-110	0.00%	4,53,895	1.56%
		03.03.2017	Transfer	-278	0.00%	4,53,617	1.56%
		10.03.2017	Transfer	-110	0.00%	4,53,507	1.56%
		17.03.2017	Transfer	-100	0.00%	4,53,407	1.56%

Sl. No.	For Each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year [As on 01-April-2016]		Cumulative Shareholding during the year [As on 31-March- 2017]	
				No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the end of the year(or on the date of separation, if separated during the year)	31.03.2017				4,53,407	1.56%
4	**Mangalam Construction Private Limited**						
	At the beginning of the year	Refer Note 2		-	-	-	-
	Increase / Decrease in Shareholding during the year	31.03.2017		2,85,000	0.98%	2,85,000	0.98%
	At the end of the year(or on the date of separation, if separated during the year)	31.03.2017				2,85,000	0.98%
5	**Maithan Refractories Private Limited**						
	At the beginning of the year	Refer Note 2		-	-	-	-
	Increase / Decrease in Shareholding during the year	31.03.2017		2,85,000	0.98%	2,85,000	0.98%
	At the end of the year (or on the date of separation, if separated during the year)	31.03.2017				2,85,000	0.98%
6	**Jyobina Investment Limited**						
	At the beginning of the year	01.04.2016		2,80,000	0.96%	2,80,000	0.96%
	Increase / Decrease in Shareholding during the year			-	-	2,80,000	0.96%
	At the end of the year (or on the date of separation, if separated during the year)	31.03.2017				2,80,000	0.96%
7	**Jyobina Investment Limited**						
	At the beginning of the year	01.04.2016		2,80,000	0.96%	2,80,000	0.96%
	Increase / Decrease in Shareholding during the year			-	-	2,80,000	0.96%
	At the end of the year (or on the date of separation, if separated during the year)	31.03.2017				2,80,000	0.96%
8	**Bhagwati Syndicate Private Limited**						
	At the beginning of the year	01.04.2016		2,50,000	0.86%	2,50,000	0.86%
	Increase / Decrease in Shareholding during the year			-	-	2,50,000	0.86%
	At the end of the year (or on the date of separation, if separated during the year)	31.03.2017				2,50,000	0.86%
9	**Summit Packaging Private Limited**						
	At the beginning of the year	01.04.2016		2,40,000	0.82%	2,40,000	0.82%
	Increase / Decrease in Shareholding during the year			-	-	2,40,000	0.82%
	At the end of the year (or on the date of separation, if separated during the year)	31.03.2017				2,40,000	0.82%

Sl. No.	For Each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year [As on 01-April-2016]		Cumulative Shareholding during the year [As on 31-March- 2017]	
				No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
10	**Summit Packaging Private Limited**						
	At the beginning of the year	01.04.2016		2,46,000	0.85%	2,46,000	0.85%
	Increase / Decrease in Shareholding during the year	20.05.2016	Transfer	-20,000	-0.07%	2,26,000	0.78%
		29.07.2016	Transfer	-25,000	-0.09%	2,01,000	0.69%
	At the end of the year(or on the date of separation, if separated during the year)	31.03.2017				2,01,000	0.69%

Notes:

1. For the purpose of above disclosures, names of top ten shareholders as on 31st March, 2017 based on each folio (including beneficiary position received from depositories) has been considered only and names of top ten shareholders as on 31st March, 2016 has been ignored.
2. Person in Serial No 4 & 5 were re-classified as 'Public' pursuant to an application made by the Company for Re-classification of Promoters under Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Their holding as at the date of their re-classification i.e. as at 22nd February, 2017 was NIL. Post re-classification their holding has been disclosed under public category.
3. The percentage has been considered up to two decimal points.

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	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	**Basant Kumar Agarwalla* (Chairman cum Whole-time Director)**						
	At the beginning of the year	01.04.2016		81,500	0.28%	81,500	0.28%
	Increase / Decrease in Shareholding during the year	30.12.2016	Transfer	-81,500	-0.28%	-	-
	At the end of the year	31.03.2017				-	-
2	**Subhas Chandra Agarwalla** (Chairman and Managing Director)**						
	At the beginning of the year	01.04.2016		1,00,000	0.34%	1,00,000	0.34%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-750	0.00%	99,250	0.34%
	At the end of the year	31.03.2017				99,250	0.34%
3	**Subodh Agarwalla *** (Whole-time Director and Chief Executive Officer)**						
	At the beginning of the year	01.04.2016		3,60,000	1.24%	3,60,000	1.24%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-750	0.00%	3,59,250	1.23%
	At the end of the year	31.03.2017				3,59,250	1.23%

Sl. No.	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
4	**Aditya Agarwalla **** (Whole-time Director and Chief Financial Officer)**						
	At the beginning of the year	01.04.2016		70,200	0.24%	70,200	0.24%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-70,200	-0.24%	-	-
	At the end of the year	31.03.2017				-	-
5	**Shrigopal Jhunjhunwala# (Independent Director)**						
	At the beginning of the year	01.04.2016		1,532	0.01%	1,532	0.01%
	Increase / Decrease in Shareholding during the year	01.04.2016	Transfer	500	0.00%	2,032	0.01%
		12.08.2016	Transfer	-1,000	0.00%	1,032	0.00%
		19.08.2016	Transfer	-200	0.00%	832	0.00%
		23.12.2016	Transfer	-30	0.00%	802	0.00%
		17.02.2017	Transfer	-200	0.00%	602	0.00%
	At the end of the year	31.03.2017				602	0.00%
6	**Nand Kishore Agarwal (Independent Director)**						
	At the beginning of the year	01.04.2016		750	0.00%	750	0.00%
	Increase / Decrease in Shareholding during the year			-	-	-	-
	At the end of the year	31.03.2017				750	0.00%
7	**Biswajit Choudhuri (Independent Director)**						
	At the beginning of the year	01.04.2016		-	-	-	-
	Increase / Decrease in Shareholding during the year			-	-	-	-
	At the end of the year	31.03.2017				-	-
8	**Ashok Bhandari ! (Additional Director)**						
	At the beginning of the year	01.04.2016		-	-	-	-
	Increase / Decrease in Shareholding during the year			-	-	-	-
	At the end of the year	31.03.2017				-	-
9	**Vikash Kumar Jewrajka (Independent Director)**						
	At the beginning of the year	01.04.2016		-	-	-	-
	Increase / Decrease in Shareholding during the year			-	-	-	-
	At the end of the year	31.03.2017				-	-

Sl. No.	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	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
10	**Palghat Krishnan Venkatramani (Independent Director)**						
	At the beginning of the year	01.04.2016		30	0.00%	30	0.00%
	Increase / Decrease in Shareholding during the year			-	-	30	0.00%
	At the end of the year	31.03.2017				30	0.00%
11	**Kalpana Biswas Kundu (Independent Director)**						
	At the beginning of the year	01.04.2016		-	-	-	-
	Increase / Decrease in Shareholding during the year			-	-	-	-
	At the end of the year	31.03.2017				-	-
12	**Parasanta Chattopadyay $ (Additional Director)**						
	At the beginning of the year	01.04.2016		-	-	-	-
	Increase / Decrease in Shareholding during the year			-	-	-	-
	At the end of the year	31.03.2017				-	-
13	**Sudhanshu Agarwalla ^ (President and Chief Financial Officer)**						
	At the beginning of the year	01.04.2016		5,65,200	1.94%	5,65,200	1.94%
	Increase / Decrease in Shareholding during the year	25.11.2016	Transfer	-750	0.00%	5,64,450	1.94%
	At the end of the year	31.03.2017				5,64,450	1.94%
14	**Rajesh K. Shah (Company Secretary)**						
	At the beginning of the year	01.04.2016		-	-	-	-
	Increase / Decrease in Shareholding during the year			-	-	-	-
	At the end of the year	31.03.2017				-	-

Notes:

* Ceased to be the Chairman cum Whole-time Director with effect from 4th January, 2017.

** Elevated as the Chairman and Managing Director with effect from. 30th March, 2017.

*** Elevated as the Whole-time Director and Chief Executive Officer with effect from 30th March, 2017

****Ceased to be the Whole-time Director and Chief Financial Officer with effect from 30th September, 2016.

Ceased to be the Director with effect from 10th February, 2017.

! Appointed as an Additional Director with effect from 30th March, 2017.

$ Appointed as an Additional Director with effect from 10th November, 2016.

^ Elevated as the President and Chief Financial Officer with effect from 10th November, 2016.

The percentage has been considered up to two decimal points.

V. INDEBTEDNESS

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

(₹ in Lakh)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	13,936.85	-	-	13,936.85
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	68.81	-	-	68.81
Total (i+ii+iii)	**14,005.66**	**-**	**-**	**14,005.66**
Change in Indebtedness during the financial year				
* Addition	364.87	-	-	364.87
* Reduction	6,656.69	-	-	6,656.69
Net Change	**(6,291.82)**	**-**	**-**	**(6,291.82)**
Indebtedness at the end of the financial year				
i) Principal Amount	7,709.76	-	-	7,709.76
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	4.08	-	-	4.08
Total (i+ii+iii)	**7,713.84**	**-**	**-**	**7,713.84**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in Lakh)

Sl No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		B. K. Agarwalla* Chairman cum Whole-time Director	S. C. Agarwalla** Chairman and Managing Director	Aditya Agarwalla*** Whole-time Director and Chief Financial Officer	Subodh Agarwalla**** Whole-time Director and Chief Executive Officer	
1	Gross salary					
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	332.17	607.10	18.00	467.63	1,424.89
	(b) Value of perquisites under Section 17(2) of the Income Tax Act, 1961	-	-	-	-	-
	(c) Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission	-	-	-	-	-
	- as % of profit	-	-	-	-	-
	- others, specify	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	Total (A)	**332.17**	**607.10**	**18.00**	**467.63**	**1,424.89**
	Ceiling as per the Act #					**2,765.59**

Being 10% of Net Profits of the Company calculated as per Section 197 of the Companies Act, 2013.

* Ceased to be the Chairman cum Whole-time Director with effect from 4th January, 2017.

** Elevated as the Chairman and Managing Director with effect from 30th March, 2017.

***Ceased to be the Whole-time Director and Chief Financial Officer with effect from 30th September, 2016.

**** Elevated as the Whole-time Director and Chief Executive Officer with effect from 30th March, 2017

B. Remuneration to other Directors (₹ in Lakh)

Sl No.	Particulars of Remuneration	Name of Directors						Total Amount
1	**Independent Directors**	Shrigopal Jhunjhunwala*	N. K. Agarwal	Biswajit Choudhuri	Vikash Kumar Jewrajka	Kalpana Biswas Kundu	P. K. Venkatramani	
	Fee for attending board/ committee meetings	0.40	0.50	0.60	0.60	0.60	0.50	3.20
	Commission	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-
	Total (B) (1)							**3.20**
2	**Other Non-Executive Directors**	Ashok Bhandari !	Parasanta Chattopadyay $					
	Fee for attending board/ committee meetings	-	0.30					0.30
	Commission	-	-					
	Others, please specify	-	-					
	Total (B) (2)							**0.30**
	Total (B)=(B)(1)+(B)(2)							**3.50**
	Total Managerial Remuneration (A+B)							**1428.39**
	Overall Ceiling as per the Act #							**3042.15**

being 11% of net profits of the Company calculated as per Section 197 of the Companies Act, 2013
*Ceased to be the Director with effect from 10th February, 2017.
! Appointed as an Additional Director with effect from 30th March, 2017.
$ Appointed as an Additional Director with effect from 10th November, 2016.

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD (₹ in Lakh)

Sl No.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount
		Sudhanshu Agarwalla^ President and Chief Financial Officer	Rajesh K. Shah Company Secretary	
1	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	52.80	9.57	62.37
	(b) Value of perquisites under Section 17(2) of the Income Tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others	328.90	-	328.90
5	Others (Medical Reimbursement)	-	0.15	0.15
	Total (C)	**381.70**	**9.72**	**391.42**

^ Elevated as the President and Chief Financial Officer with effect from 10th November, 2016.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties / punishment / compounding of the offences for breach of any Section of Companies Act, 2013 against the Company or its Directors or other officers in default, during the year 2016-17.

For and on behalf of the Board of Directors

S. C. Agarwalla
(Chairman and Managing Director)
(DIN: 00088384)

Subodh Agarwalla
(Whole-time Director and Chief Executive Officer)
(DIN: 00339855)

Place: Kalyaneshwari
Date: 9th May, 2017

ANNEXURE TO THE DIRECTORS' REPORT "D"

PARTICULARS OF EMPLOYEES

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5 (2) & (3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of the top ten employees in terms of remuneration drawn and the name of every employee of the Company, who are in receipt of remuneration of One Crore and Two Lakh rupees or more during the year 2016-17 or monthly remuneration of Eight Lakh and Fifty Thousand rupees or more per month during the year 2016-17 are as under:

Sl No	Name	Age (years)	Qualification and experience	Date of commencement of employment	Designation	Remuneration received (₹ in Lakh)	Last employment held
1	Mr. B. K. Agarwalla$	71	B. Com 50 years	1st April, 2016	Chairman cum Whole-time Director	332.17	None
2	Mr. S. C. Agarwalla#	65	B.Com. 47 years	1st April, 2016	Chairman and Managing Director	607.10	None
3	Mr. Shankar Lal Agarwalla	61	B.Com. 42 years	1st November, 2016	E.D.	86.29	Anjaney Ferro Alloys Limited
4	Mr. Subodh Agarwalla	38	MBA, B.Tech. 16 years	1st April, 2016	Whole-time Director and Chief Executive Officer	467.63	None
5	Mr. Sudhanshu Agarwalla	35	MBA (Finance) 11 years	1st April, 2014	President and Chief Financial Officer	381.70	None
6	Mr. Aditya Agarwalla^	42	MBA, B.E. 18 years	1st April, 2016	Whole-time Director and Chief Financial Officer	18.00	None
7	Mr. Siddhartha Shankar Agarwalla	36	B. Com. 11 years	1st October, 2016	Vice President	42.00	Anjaney Ferro Alloys Limited
8	Mr. Kaushal Agarwalla^	33	B.E. and M.B.A. 8 years	1st January, 2008	Vice President	18.00	None
9	Mr. P. K. Mishra	59	M.Sc (Chemistry) 31 years	11th May, 2009	Director (Operation)	29.25	Maithan Smelters Ltd
10	Mr. Sanat Kumar Das	51	MBA (Finance) 30 Years	28th April, 2009	Vice President (Operation)	20.20	Balasore Alloys Ltd.

$ Ceased to be the Chairman cum Whole-time Director with effect from 4th January, 2017.
# Elevated as the Chairman and Managing Director with effect from 30th March, 2017.
^ Ceased to be employee during the year 2016-17

Notes:

1. None of the above employees except Mr. S. C. Agarwalla, Mr. Subodh Agarwalla and Mr. Sudhanshu Agarwalla, are relative (as defined under Section 2(77) of the Companies Act, 2013) of any director or manager of the Company. Mr. S. C. Agarwalla is father of Mr. Subodh Agarwalla and Mr. Sudhanshu Agarwalla.

2. All appointments of the above personnel are contractual.

3. There no employee who is in receipt of remuneration in excess of the remuneration that is drawn by the Managing Director or Whole-time Director or Manager and holds by himself or along with his spouse and dependent children, two percent or more of the equity shares of the Company.

For and on behalf of the Board of Directors

S. C. Agarwalla
(Chairman and Managing Director)
(DIN: 00088384)

Subodh Agarwalla
(Whole-time Director and Chief Executive Officer)
(DIN: 00339855)

Place: Kalyaneshwari
Date: 9th May, 2017

ANNEXURE TO THE DIRECTORS' REPORT "E "

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

Maithan Alloys Limited (MAL) has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during financial year 2016-17.

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:	Anjaney Ferro Alloys Limited. Mr. B. K. Agarwalla, (former Chairman cum Whole-time Director), Mr. S. C. Agarwalla, Chairman and Managing Director, Mr. Subodh Agarwalla, Whole-time Director and Chief Executive Officer and Mr. Sudhanshu Agarwalla, President and Chief Financial Officer held together with their relatives more than 2% of the equity capital of Anjaney Ferro Alloys Limited during the year 2016-17.
(b) Nature of contracts / arrangements / transactions:	Financial Assistance in the form of guarantee, investment, advances & loans in the course of business and purchase & sale of both raw materials and finished goods.
(c) Duration of the contracts/ arrangements /transactions:	1st April, 2016 till 31st March, 2017
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:*	Commercial terms for purchase and sale of goods & materials are usually as per standard contracts. For contracts to contracts, the terms that change are shipment period, price, packing quantity, delivery and quality for sale/purchase of goods and materials. The price for purchase and sale of finished goods shall be at prevailing market rate. For sale/purchase of raw materials price shall be the aggregate of rate of cost of purchase plus such sum not exceeding 3% of the cost of such purchase. Price for sale and purchase of spare parts shall be at negotiated price. All other terms shall be as per standard agreed format between both the parties. Monetary ceiling value: ₹1000 Crore per financial year.
(e) Date(s) of approval by the Board, if any:	Not applicable, since the contracts are entered into in the ordinary course of business and at arm's length basis.
(f) Amount paid as advances, if any:	Nil

** Please refer Note No. 39 to the Standalone Financial Statement for transactions details (including the value) during the year 2016-17.*

Note: Anjaney Ferro Alloys Limited ceased to be a related party of Maithan Alloys Limited during the year 2016-17.

For and on behalf of the Board of Directors

S. C. Agarwalla
(Chairman and Managing Director)
(DIN: 00088384)

Subodh Agarwalla
(Whole-time Director and Chief Executive Officer)
(DIN: 00339855)

Place: Kalyaneshwari
Date: 9th May, 2017

ANNEXURE TO THE DIRECTORS' REPORT "F"

INFORMATION PURSUANT TO SECTION 134(m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014

A) CONSERVATION OF ENERGY:

(i)	The steps taken or impact on conservation of energy	Regular study is being conducted on the requirement of energy conservation measures and steps will be taken, if any requirement emerges out of the study.
(ii)	The steps taken by the Company for utilising alternate sources of energy	None at present
(iii)	The capital investment on energy conservation equipments	None at present

B) TECHNOLOGY ABSORPTION:

(i)	The efforts made towards technology absorption	Capacity utilisation is high, which shows that the Company has properly absorbed and adopted the available technology.
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution	None
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	The Company did not import any technology and the plant operates on indigenous technology.
	(a) the details of technology imported	Not Applicable
	(b) the year of import	Not Applicable
	(c) whether the technology been fully absorbed	Not Applicable
	(d) if not fully absorbed, areas where absorption has not taken place and the reasons thereof	Not Applicable
(iv)	The expenditure incurred on Research and Development	The Company as a part of ongoing product development activity carries on Research and Development and the expenditure thereof is considered as part of operating expenditure. Hence, there is no amount that can be shown separately under the head of Research and Development expenses.

C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Foreign Exchange earnings and outgo during the year 2016-17, are given in Note Nos. 33 to 35 to the Standalone Financial Statement.

For and on behalf of the Board of Directors

S. C. Agarwalla
(Chairman and Managing Director)
(DIN: 00088384)

Subodh Agarwalla
(Whole-time Director and Chief Executive Officer)
(DIN: 00339855)

Place: Kalyaneshwari
Date: 9th May, 2017

ANNEXURE TO THE DIRECTORS' REPORT "G"

REPORT ON CORPORATE GOVERNANCE

1. Company's philosophy on Code of Governance

Corporate Governance leads to the creation of long-term shareholder value and enhances interest of other stakeholders. It brings into focus the fiduciary and the trusteeship role of the Board to align and direct the actions of the organisation towards creating wealth and shareholders value. Your Company's aim is to implement Corporate Governance practices to achieve excellence in its chosen field and to conduct its business in a way which safeguards and adds value in the long-term interest of shareholders, customers, employees, creditors and other stakeholders. Corporate Governance at the Company has been founded upon a rich legacy of fair and transparent governance practices which are in line with the requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') and will continue to pursue the same to keep pace with the fast-changing environment.

2. Board of Directors

The Board of Directors of the Company (the Board) comprises of nine Directors viz. two Executive Directors, five Non-Executive Independent Directors (including one woman director) and two Non–Executive Directors, as on 31st March, 2017.

Six (6) meetings of the Board were held during the year 2016-17, on the following dates:

14th May, 2016	8th August, 2016	10th November, 2016
12th January, 2017	10th February, 2017	30th March, 2017

The composition of the Board, attendance record of the Directors at the Board Meeting held during the year 2016-17 as well as at the last Annual General Meeting (AGM) is given below:

Sl. No.	Name of the Director	Category	No. of Board meetings during the year 2016-17		Attendance at the last AGM held on 29th August, 2016@	No. of directorship held in other public limited companies$ as on 31st March, 2017	No. of committee# positions in other public companies as on 31st March, 2017	
			Held	Attended			As chairman	As member
1.	Mr. B. K. Agarwalla*	Executive Director (Chairman cum Whole-time Director)	6	3	P	N.A.	N.A.	N.A.
2.	Mr. S. C. Agarwalla^	Executive Director (Chairman and Managing Director)	6	6	P	None	None	None

Sl. No.	Name of the Director	Category	No. of Board meetings during the year 2016-17		Attendance at the last AGM held on 29th August, 2016@	No. of directorship held in other public limited companies$ as on 31st March, 2017	No. of committee# positions in other public companies as on 31st March, 2017	
			Held	Attended			As chairman	As member
3.	Mr. Subodh Agarwalla^	Executive Director (Whole-time Director and Chief Executive Officer)	6	6	P	2	None	None
4.	Mr. Aditya Agarwalla**	Executive Director (Whole-time Director and Chief Financial Officer)	6	2	A	N.A.	N.A.	N.A.
5.	Mr. Shrigopal Jhunjhunwala***	Independent Non-Executive Director	6	4	P	N.A.	N.A.	N.A.
6.	Mr. Nand Kishore Agarwal	Independent Non-Executive Director	6	5	P	None	None	None
7.	Mr. Biswajit Choudhuri	Independent Non-Executive Director	6	6	P	4	4	1
8.	Mr. Vikash Kumar Jewrajka	Independent Non-Executive Director	6	6	A	None	None	None
9.	Mr. P K Venkatramani	Independent Non-Executive Director	6	5	P	2	2	None
10.	Mrs. Kalpana Biswas Kundu	Independent Non-Executive Director	6	6	P	1	None	1
11.	Mr. Parasanta Chattopadyay****	Non-Executive Director	6	3	N.A.	1	None	1
12.	Mr. Ashok Bhandari!	Non-Executive Director	6	-	N.A.	5	None	None

@ A= Absent; P = Present; N.A. = Not Applicable.

$ Other directorships do not include alternate directorships, directorships of private limited companies, Section 8 companies and companies incorporated outside India.

Includes the membership/chairmanship only of Audit Committee and Stakeholders Relationship Committee.

* Ceased to be the Chairman cum Whole-time Director with effect from 4th January, 2017.

^ Mr. S. C. Agarwalla is the father of Mr. Subodh Agarwalla. Mr. S. C. Agarwalla was elevated as the Chairman and Managing Director and Mr. Subodh Agarwalla was elevated as Whole-time Director and Chief Executive Officer with effect from 30th March, 2017.

** Whole-time Director and Chief Financial Officer of the Company for the period from 1st April, 2016 till 30th September, 2016.

*** Ceased to be a Director with effect from 10th February, 2017.

**** Appointed as an Additional Director of the Company with effect from 10th November, 2016.

! Appointed as an Additional Director of the Company with effect from 30th March, 2017.

None of the Directors of the Company serves as an Independent Director in more than seven listed companies, nor any of the Whole-time Director of the Company serve as an Independent Director in any other listed company.

None of the Directors of the Company are members of more than ten Audit Committee and Stakeholders Relationship Committee, nor Chairman of more than five such committees.

Except Mr. S. C. Agarwalla and Mr. Subodh Agarwalla, none of the Directors had any relationship inter-se.

All material information was circulated to the directors before the meeting or placed at the meeting, including minimum information required to be made available to the Board as prescribed under Regulation 17(7) read with Part A of Schedule II of the Listing Regulations. This includes:

1. Review of annual operating plans of business and updates.
2. Capital budgets and any updates.
3. Quarterly results of the Company.
4. Minutes of the meetings of the Audit Committee and other committees of the Board.
5. Information on recruitment and remuneration of senior officers just below the Board-level including appointment or removal of Chief Financial Officer and the Company Secretary.
6. Materially important show causes, demands, prosecutions and penalty notices.
7. Fatal or serious accidents or dangerous occurrences, any materially significant effluent or pollution problems.
8. Any materially relevant default in financial obligations to and by the Company or substantial non-payment for goods sold by the Company.
9. Any issue which involves possible public or product liability claims of a substantial nature.
10. Details of any joint ventures or collaboration agreements.
11. Transactions that involve substantial payment towards goodwill, brand equity or intellectual property.
12. Significant labour problems and their proposed solutions and significant developments in the human resources and industrial relations fronts.
13. Sales of material nature of investments, subsidiaries, assets, which have not materialised in the normal course of business.
14. Quarterly details of foreign exchange exposure and the steps taken by management to limit the risk of adverse exchange rate movement.
15. Non-compliance of any regulatory or statutory provision or listing requirements as well as shareholder services such as non-payment of dividend and delays in share transfer.
16. Major Capital Expenditure during the period.
17. Capital expenditure programme and updates thereof.

The Board is regularly presented with all the information under the above heads whenever applicable and materially significant. These are submitted either as part of the agenda papers well in advance of the Board meeting or are tabled in the course of the Board meetings considering the nature of agenda.

The Company familiarised the Independent Directors with regard to their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the business model of the Company, etc. from time to time. The familiarisation programme along with details of the same imparted to the Independent Directors during the year are available at the website of the Company and the web link thereof is 'http://maithanalloys.com/wp-content/uploads/2017/07/policies/11.Familiarization%20Programme_MAL.pdf'.

3. Audit Committee

In accordance with the requirement of Section 177 (1) of the Companies Act, 2013 and Regulation 18 of the Listing Regulations, the Board has constituted the Audit Committee of the Board. The brief terms of reference of the Audit Committee are as follows:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:

   a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;

   b. Changes, if any, in accounting policies and practices and reasons for the same;

c. Major accounting entries involving estimates based on the exercise of judgment by management;

d. Significant adjustments made in the financial statements arising out of audit findings;

e. Compliance with listing and other legal requirements relating to financial statements;

f. Disclosure of any related party transactions;

g. Modified opinion(s) in the draft audit report;

5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter;
7. Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Calls for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company;
21. To investigate into any matter in relation to the items specified in Section 177(4) of the Companies Act, 2013 or referred to it by the Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the Company;

Five (5) meetings of the Audit Committee were held during the year 2016-17, on the following dates:

14th May, 2016	8th August, 2016	10th November, 2016	10th February, 2017	21st March, 2017

The composition of the Committee and the attendance of each member of the Committee during the year 2016-17 are given below:

Name of the Member	Category	No. of Committee meetings attended
Mr. Nand Kishore Agarwal (Chairman)	Independent Non-Executive Director	4
Mr. Vikash Kumar Jewrajka	Independent Non-Executive Director	5
Mr. P. K. Venkatramani	Independent Non-Executive Director	5

All recommendations made by the Audit Committee were accepted by the Board during the year 2016-17.

4. Nomination and Remuneration Committee

The Nomination and Remuneration Committee was required to be re-constituted due to resignation of Mr. Shrigopal Jhunjhunwala, Member of the Committee. The Board at its meeting held on 10th February, 2017 re-constituted the Nomination and Remuneration Committee in accordance with the provisions of Section 178(1) of the Companies Act, 2013 and the Listing Regulations.

The brief terms of reference of the Committee are as follows:

a. To identify persons who are qualified to become directors;

b. To identify persons who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and removal;

c. To carry out evaluation of every director's performance & formulation of remuneration policy and the evaluation criteria;

d. To formulate the criteria for determining qualifications, positive attributes and independence of a director;

e. To recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees;

f. Formulation of criteria for evaluation of Independent Directors and the Board;

g. To decide whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;

h. Devising a policy on Board diversity.

Five (5) meetings of the Nomination and Remuneration Committee were held during the year 2016-17 on the following dates:

14th May, 2016	8th August, 2016	10th November, 2016	12th January, 2017	21st March, 2017

The composition of the Committee and the attendance of each member of the Committee during the year 2016-17 are given below:

Name of the Member	Category	No. of Committee meetings attended
Mr. Nand Kishore Agarwal (Chairman)	Independent Non-Executive Director	4
Mr. Shrigopal Jhunjhunwala*	Independent Non-Executive Director	4
Mrs. Kalpana Biswas Kundu	Independent Non-Executive Director	4
Mr. PK Venkatramani#	Independent Non-Executive Director	1

**Ceased to be the Committee Member with effect from 10th February, 2017.*

 # Appointed as a Committee Member with effect from 10th February, 2017.

All recommendations made by the Nomination and Remuneration Committee were accepted by the Board during the year 2016-17.

5. Remuneration of Directors

Details of remuneration paid/to be paid to the Directors for the year 2016-17 are as follows:

Sl. No.	Name of the Director	Fixed pay (₹ in Lakh)	Variable pay (₹ in Lakh)	Other benefits (₹ in Lakh)	Total (₹ in Lakh)
1.	Mr. B. K. Agarwalla*	68.47	263.70	Nil	332.17
2.	Mr. S. C. Agarwalla	54.00	553.10	Nil	607.10
3.	Mr. Subodh Agarwalla	52.80	414.83	Nil	467.63
4.	Mr. Aditya Agarwalla**	18.00	Nil	Nil	18.00

** Ceased to be the Chairman cum Whole-time Director with effect from 4th January, 2017.*

*** Ceased to be the Whole-time Director and Chief Financial Officer with effect from 30th September, 2016.*

All the Executive Directors were appointed for a period of three years with effect from 1st April, 2016.

All the contracts of appointment can be terminated by giving one month notice by either side.

The Company has not issued any stock options during the year 2016-17.

A sitting fee of ₹10,000/- (excluding service tax thereon) is being paid to each Non-Executive Director (including Independent Directors) of the Company, for every meeting of the Board attended by them. The Nomination and Remuneration Committee in its meeting held on 12th January, 2017 recommended for the payment of the sitting fees of ₹5000/- to each member of the Audit Committee, Nomination and Remuneration Committee & Stakeholders Relationship Committee of the Board and ₹2500/- to each member of the Corporate Social Responsibility Committee and Risk Management Committee of the Board for attending each meeting of the respective committees with effect from 1st April, 2017. The said recommendation was approved by the Board in its meeting held on 12th January, 2017.

There is no other pecuniary relationship or transactions of the Non- Executive Directors vis-à-vis the Company.

The details of payment of remuneration to the Non-Executive Directors during the year 2016-17 are given below:

Sl. No.	Name of the Director	Sitting fees (₹ in Lakh)	Other benefits (₹ in Lakh)	Total (₹ in Lakh)
1.	Mr. Shrigopal Jhunjhunwala*	0.40	Nil	0.40
2.	Mr. Nand Kishore Agarwal	0.50	Nil	0.50
3.	Mr. Biswajit Choudhuri	0.60	Nil	0.60
4.	Mr. Vikash Kumar Jewrajka	0.60	Nil	0.60
5.	Mr. P K Venkatramani	0.50	Nil	0.50
6.	Mrs. Kalpana Biswas Kundu	0.60	Nil	0.60
7.	Mr. Parasanta Chattopadyay****	0.30	Nil	0.30
8.	Mr. Ashok Bhandari!	Nil	Nil	Nil

** Ceased to be the Director with effect from 10th February, 2017.*

*****Appointed as an Additional Director with effect from 10th November, 2016.*

! Appointed as an Additional Director with effect from 30th March, 2017.

The "Remuneration Policy" framed by the Nomination and Remuneration Committee and approved by the Board, comprising criteria for performance evaluation of the Independent Directors is enclosed as **Schedule 1**. The "Remuneration Policy" as framed is provided at the website of the Company at 'www.maithanalloys.com' and weblink thereof is 'http://maithanalloys.com/wp-content/uploads/2017/07/policies/06.Remuneration%20Policy.pdf'.

6. Stakeholders Relationship Committee

In accordance with provisions of Section 178 (5) of the Companies Act, 2013 and the Listing Regulations, the Board has constituted the Stakeholders Relationship Committee, to consider and resolve the grievances of security holders of the Company.

Five (5) meetings of the Stakeholders Relationship Committee were held during the year 2016-17 on the following dates:

9th April, 2016	11th July, 2016	6th October, 2016	17th November, 2016	12th January, 2017

The composition of the Committee and the attendance of each member of the Committee during the year 2016-17 are given below:

Name of the Member	Category	No. of Committee meetings attended
Mr. Biswajit Choudhuri (Chairman)	Independent Non-Executive Director	4
Mrs. Kalpana Biswas Kundu#	Independent Non-Executive Director	5
Mr. S. C. Agarwalla	Executive Director	5

Mr. Rajesh K Shah, Company Secretary is the Compliance Officer of the Company.

During the year 2016-17, the Company received Fourteen (14) complaints, which were attended and resolved. As on 31st March, 2017, no grievances remained unresolved.

7. Risk Management Committee

The Company had constituted a Risk Management Committee. The Board has defined the roles and responsibilities of the Risk Management Committee and delegated monitoring and reviewing of the risk management plan to the Committee. The "Risk Management Policy" as framed is provided at the website of the Company at 'www.maithanalloys.com' and weblink thereof is 'http://maithanalloys.com/wp-content/uploads/2017/07/policies/02.Risk%20Management%20Policy.pdf'.

One (1) meeting of the Risk Management Committee was held during the year 2016-17, on 14th May, 2016.

The composition of the Committee and the attendance of each member of the Committee during the year 2016-17 are given below:

Name of the Member	Category	No. of Committee meetings attended
Mr. S. C. Agarwalla (Chairman)	Executive Director	1
Mr. P. K. Venkatramani	Independent Non-Executive Director	1
Mr. Pramod K Chaudhary	Member	1

8. Corporate Social Responsibility Committee

In accordance with the requirement of Section 135 of the Companies Act, 2013, the Board has constituted a Corporate Social Responsibility Committee. The Board has defined the roles and responsibilities of the Corporate Social Responsibility Committee and delegated the authority to formulate and recommend to the Board, a Corporate Social Responsibility Policy and recommend the amount of expenditure to be incurred on the Corporate Social Responsibility activities and to monitor the Corporate Social Responsibility Policy from time to time.

The "Corporate Social Responsibility Policy" of the Company is available at the website of the Company at 'www.maithanalloys.com' and weblink thereof is 'http://maithanalloys.com/wp-content/uploads/2017/07/policies/03.Corporate%20Social%20Responsibility%20Policy.pdf'.

Four (4) meetings of the Corporate Social Responsibility Committee were held during the year 2016-17, on the following dates:

14th May, 2016	14th July, 2016	1st October, 2016	10th November, 2016

The composition of the Committee and the attendance of each member of the Committee during the year 2016-17 are given below:

Name of the Member	Category	No. of Committee meetings attended
Mr. S. C. Agarwalla (Chairman)	Executive Director	4
Mr. Subodh Agarwalla	Executive Director	4
Mr. Vikash Kumar Jewrajka	Independent Non-Executive Director	2

9. General Body Meetings

The location and time of the Annual General Meetings held during the last three years are as follows:

Annual General Meeting	For the year	Date	Time	Venue
29th	2014	22nd September, 2014	11:00 a.m.	The Conclave, 216, A J C Bose Road, Kolkata – 700 017
30th	2015	11th September, 2015	11:00 a.m.	The Conclave, 216, A J C Bose Road, Kolkata – 700 017
31st	2016	29th August, 2016	11:00 a.m.	The Conclave, 216, A J C Bose Road, Kolkata – 700 017

The details of the Special Resolutions passed in the last three Annual General Meetings are as follows:

Annual General Meeting	For the year	Special Resolution Passed
29th	2014	Adoption of new Articles of Association of the Company*.
30th	2015	None
31st	2016	Re-appointment of Mr. B. K. Agarwalla as the Chairman cum Whole-time Director*.
		Re-appointment of Mr. S. C. Agarwalla as the Managing Director and Chief Executive Officer*.
		Re-appointment of Mr. Subodh Agarwalla as the Whole-time Director and Chief Operating Officer*.
		Appointment of Mr. Aditya Agarwalla as the Whole-time Director and Chief Financial Officer*.

* Resolutions were passed with requisite majority.

Extra-Ordinary General Meeting

An Extra Ordinary General Meetings (EOGM) of the Company was held on 7th February, 2017 at 'The Conclave', 216, AJC Bose Road, Kolkata-700017 during the financial year 2016-17. The particulars of the resolutions passed in the aforesaid meeting along with voting results were disseminated on the Company's website as well as provided to the Stock Exchange(s) within stipulated time. The resolutions were approved by the shareholders of the Company unanimously.

Postal Ballot

The Company has not conducted any business through Postal Ballot during the financial year 2016-17. Further none of the businesses proposed to be transacted at the ensuing Annual General Meeting requires passing a resolution through Postal Ballot.

10. Disclosures

A. Disclosures on materially significant related-party transactions that may have potential conflict with the interests of the Company at large:

- Attention of the members is drawn to the disclosures made in Directors' Report at Page No. 32 and the details of transaction with the related parties set out in Note No. 39 under Notes to Standalone Financial Statement forming part of the Annual Report.
- None of the transactions with any of the related parties were in conflict with the interests of the Company.
- The Company enters into related party transactions based on various business exigencies such as liquidity, profitability and capital resources of the related parties. All related-party transactions are negotiated at arm's length and are only intended to promote the interests of the Company.
- The Material Related Party Transactions Policy of the Company is available on the Company's website 'http://maithanalloys.com/wp-content/uploads/2017/07/policies/04.Material%20Related%20Party%20Transaction%20Policy.pdf'.

B. Details of non-compliance by the Company, penalties, and strictures imposed on the Company by the Stock Exchanges or the SEBI or any statutory authority, on

any matter related to capital markets, during the last three years:

- During the last three years, no penalties or strictures have been imposed on the Company by the Stock Exchanges or the SEBI or any other statutory authorities on matters related to capital markets.

C. Details of establishment of vigil mechanism, whistle blower policy, and affirmation that no personnel have been denied access to the Audit Committee:

- The Company has adopted a Vigil Mechanism Policy for Directors and Employees to report genuine concerns relating to the Company and provides adequate safeguards against victimisation of persons who use such mechanism.
- None of the employees or personnel were restrained to approach the members of the Audit Committee.

D. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of the Listing Regulations:

- The Company has complied with all the mandatory requirements of the Listing Regulations.
- The Company complies with the following non-mandatory requirements of the Listing Regulations:

  (i) The Board: Since the Company does not have a Non-Executive Chairman, it does not maintain such office.

  (ii) Audit Qualifications: During the year under review, there was no audit qualification in the Auditors' Report on the Company's Financial Statement.

  (iii) Reporting of Internal Auditor: The Internal Auditors of the Company reports directly to the Audit Committee of the Company.

E. Weblink where policy for determining 'material' subsidiaries is disclosed:

- The policy for determining Material Subsidiary is available on the Company's website 'www.maithanalloys.com' and weblink for the same is 'http://maithanalloys.com/wp-content/uploads/2017/07/policies/05.Policy%20on%20Material%20Subsidiary.pdf'.

F. Disclosure of commodity price risks and commodity hedging activities:

- Manganese Ore is the primary material consumed in the manufacturing of Ferro Alloys. The Company procured more than 85% of its Manganese Ore through imports during the year 2016-17. At times, prices of Manganese Ore become volatile due to sudden changes in demand/supply situation. The Company procures Manganese Ore mostly at current pricing and there is no long-term contract for pricing. The management monitors volatility in the prices of commodities/raw materials and suitable steps are taken accordingly to minimise the risk on the same.
- As a policy, the Company does not enter into Commodity hedging activities. Accordingly, as on 31st March, 2017, there is no open position held by the Company on Commodity futures or options.

G. Disclosure of Accounting Treatment:

- In the preparation of Financial Statement, the Accounting Standards referred to in Section 133 of the Companies Act, 2013 has been followed. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statement.

H. Disclosure of shareholding of Non-Executive Directors:

- The number of shares held by the Non-Executive Directors (including Independent Directors) as on 31st March, 2017 are given below:

Sl. No.	Name of the Non-Executive Director	No of shares held
1.	Mr. Nand Kishore Agarwal	750
2.	Mr. Biswajit Choudhuri	NIL
3.	Mr. Vikash Kumar Jewrajka	NIL
4.	Mr. P. K. Venkatramani	30
5.	Mrs. Kalpana Biswas Kundu	NIL
6.	Mr. Parasanta Chattopadyay*	NIL
7.	Mr. Ashok Bhandari**	NIL

*Appointed as an Additional Director with effect from 10th November, 2016.

**Appointed as an Additional Director with effect from 30th March, 2017.

- The Company has not issued any convertible instruments.

I. **There has been no instance of non-compliance of any requirement of Corporate Governance Report**.

J. **The company has fully complied with the applicable requirement specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.**

11. Subsidiary Company

The Company has no material non-listed Indian Subsidiary Company as on 31st March, 2017. The Financial Statement and investments made, if any, by Subsidiary Company(s), are reviewed by the Board. The minutes of the Board Meeting of the Subsidiary Companies are placed at the Board Meeting of the Company.

12. General Shareholder Information:

a) Annual General Meeting	
- Day, Date and Time	Saturday, 26th August, 2017 at 11:00 a.m.
- Venue	The Conclave, 216, A J C Bose Road, Kolkata – 700 017
b) Financial year	1st April to 31st March.
c) Dividend payment date	On or after 26th August, 2017
d) Date of book closure	21st August, 2017 to 26th August, 2017 (both days inclusive).
e) Listing of Equity Shares on Stock Exchanges	**1] The Calcutta Stock Exchange Ltd.** 7, Lyons Range, Kolkata - 700 001. **2] National Stock Exchange of India Ltd.** Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051. **3] The Equity shares of the Company are traded at BSE Limited** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 w.e.f. 14th May, 2008 under 'Permitted Category'.
f) Payment of Listing Fees	The Listing Fees have been paid by the Company for the year 2017-18.
g) ISIN code	INE683C01011
h) Stock code	023915 – The Calcutta Stock Exchange Ltd. 590078 - BSE Ltd. MAITHANALL-EQ - National Stock Exchange of India Ltd.
i) Share Registrar & Transfer Agent	Maheshwari Datamatics Pvt. Ltd. 6, Mangoe Lane, 2nd Floor, Kolkata-700001 & at 5th Floor, 23, R. N. Mukherjee Road, Kolkata-700001. Phone No.: 033-2248-2248; Fax No.: 033-2248-4787
j) Share Transfer System	The Company has appointed Maheshwari Datamatics Pvt. Ltd. (Registrar & Share Transfer Agent) to carry out share transfer for physical as well as electronic mode. The Company's shares are traded on stock exchanges in compulsory demat mode. Share transfers, which are received in physical form are processed and the Share Certificates are returned within a period of 15 days from the date of receipt of request for transfer provided the documents being valid and complete in all respects. The dematerialised shares are transferred directly to the beneficiaries by the depositories i.e. National Securities Depository Limited and Central Depository Services (India) Limited.

k) Dematerialisation of shares and liquidity	The shares of the Company are in compulsory demat segment and are available for trading in the depository system of both the National Securities Depository Limited and Central Depository Services (India) Limited. 2,79,45,287 Equity Shares of the Company, forming 95.99% of the share capital of the Company, stand dematerialised as on 31st March, 2017.
l)Outstanding GDRs/ ADRs/ warrants or any convertible instruments, conversion date and likely impact on equity	As on 31st March, 2017, the Company had no outstanding GDRs/ADRs/ Warrants or any convertible instruments.
m)Address for correspondence	The Company Secretary Maithan Alloys Limited Ideal Centre, 4th Floor, 9, A.J.C. Bose Road, Kolkata – 700 017 Phone no.: 033-6450-2231; Fax no.: 033-2290-0383
n) Investor grievance e-mail id	investor@maithanalloys.com/office@maithanalloys.com
o) Distribution of shareholding as on 31st March, 2017	

No. of Shares	Shareholders		Shareholding	
	Number	% of total	Shares	% of total
Upto 500	5582	83.03	584282	2.00
501 - 1,000	466	6.93	360092	1.24
1001 - 2,000	259	3.85	398377	1.37
2,001 - 3,000	110	1.64	287856	0.99
3,001 - 4,000	53	0.79	191499	0.66
4,001 - 5,000	37	0.55	167214	0.57
5,001 - 10,000	96	1.43	686510	2.36
10,001 and above	120	1.78	26435720	90.81
Total	**6723**	**100.00**	**29111550**	**100.00**
No of shares in physical mode	131	1.95	1166263	4.01
No of shares in demat mode				
- N S D L	3705	55.11	14552986	49.99
- C D S L	2887	42.94	13392301	46.00
Total	**6723**	**100.00**	**29111550**	**100.00**

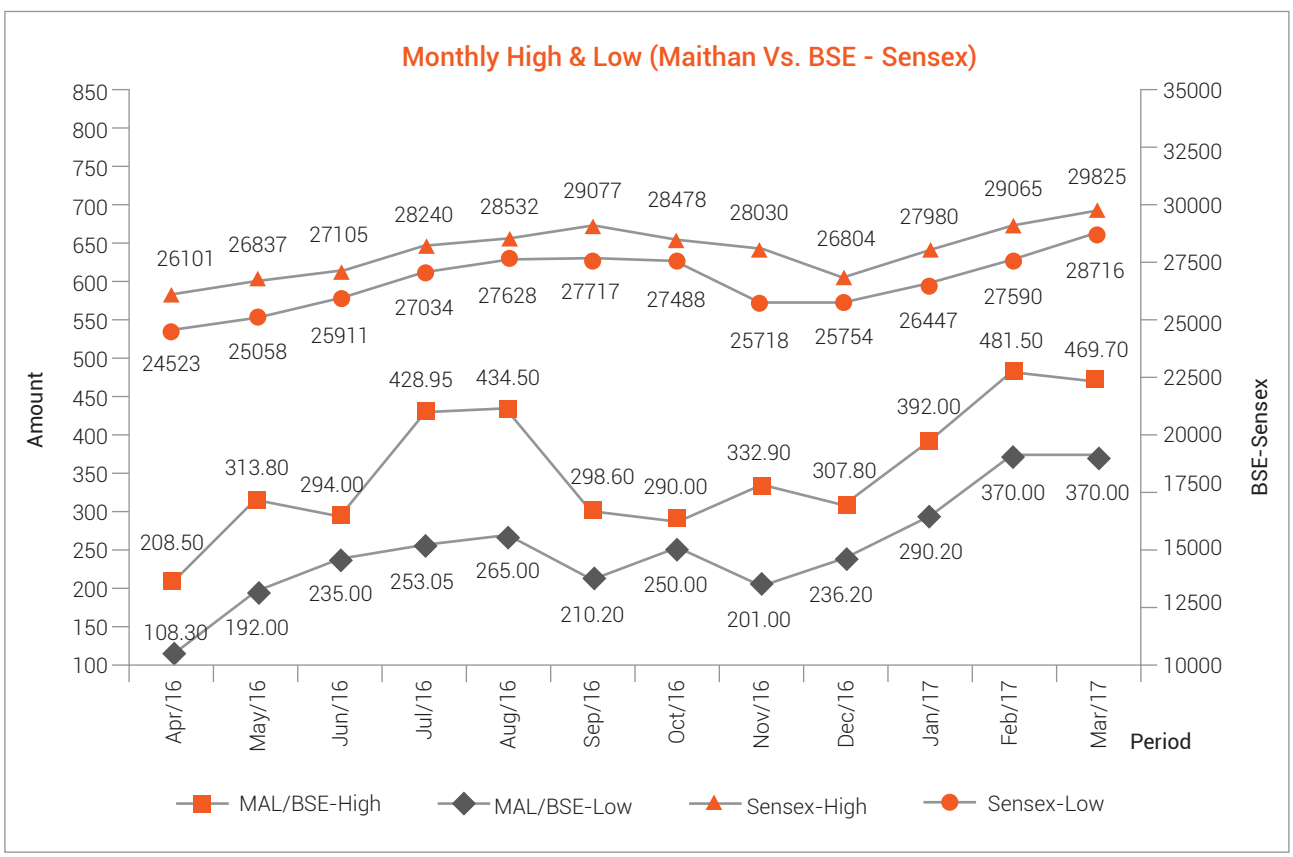
p) Market Price - High/Low during each month during the last financial year	**The Calcutta Stock Exchange Limited** There was no trading in shares of the Company during the year 2016-17.

BSE Limited (BSE)

The Trading details at BSE is given below:

Month	High price	Low price	No. of shares
Apr-16	208.50	108.30	244839
May-16	313.80	192.00	726853
Jun-16	294.00	235.00	265761
Jul-16	428.95	253.05	463259
Aug-16	434.50	265.00	677627
Sep-16	298.60	210.20	278223
Oct-16	290.00	250.00	139640
Nov-16	332.90	201.00	8590254
Dec-16	307.80	236.20	330176
Jan-17	392.00	290.20	285645
Feb-17	481.50	370.00	459801
Mar-17	469.70	370.00	856598

(Source: www.bseindia.com)

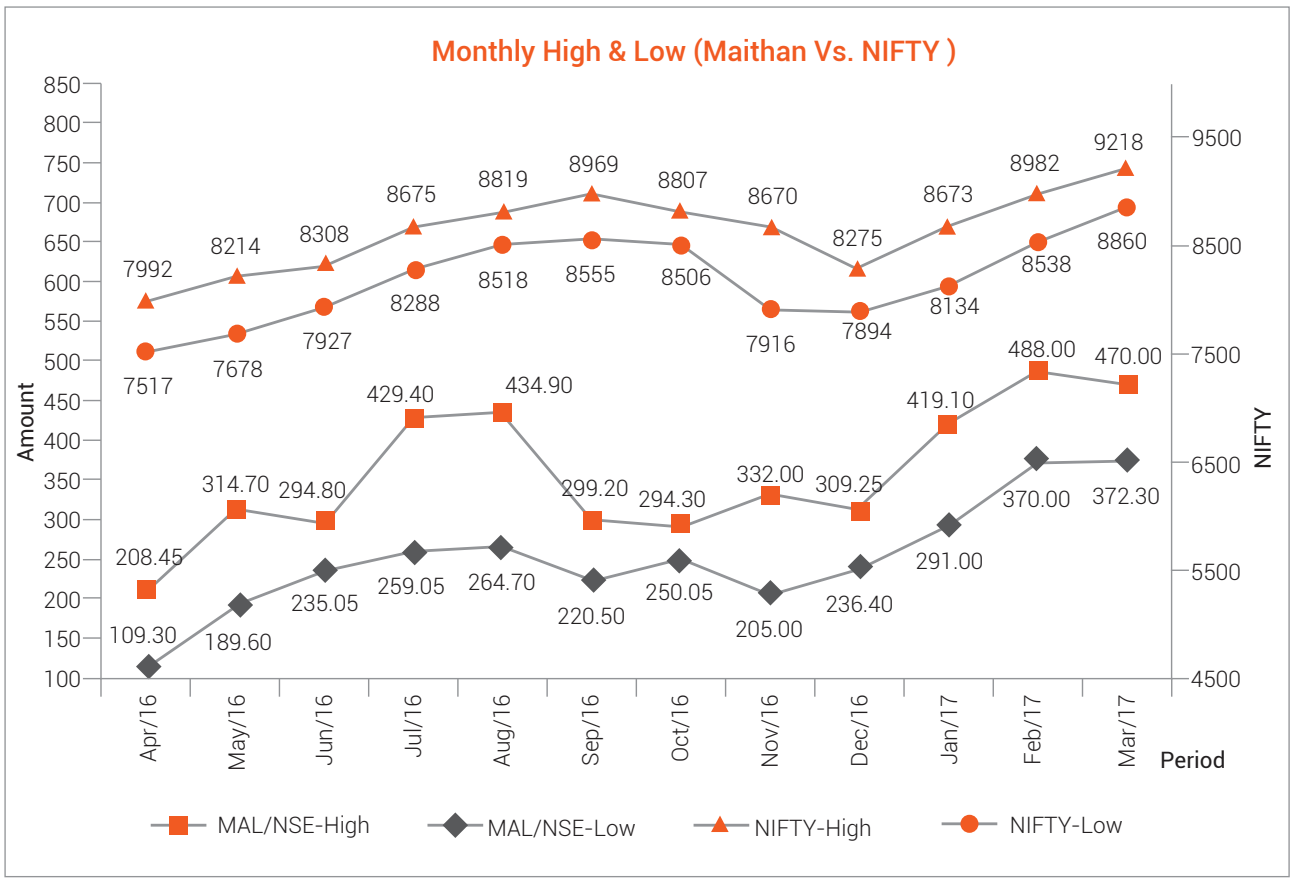


National Stock Exchange of India Limited (NSE)

The trading details at NSE is given below:

Month	High price	Low price	No. of shares
Apr-16	208.45	109.30	442761
May-16	314.70	189.60	1400028
Jun-16	294.80	235.05	596558
Jul-16	429.40	259.05	1269449
Aug-16	434.90	264.70	1571503
Sep-16	299.20	220.50	655881
Oct-16	294.30	250.05	570650
Nov-16	332.00	205.00	2232980
Dec-16	309.25	236.40	676187
Jan-17	419.10	291.00	970848
Feb-17	488.00	370.00	1767424
Mar-17	470.00	372.30	2268023

(Source: www.nseindia.com)



q) Commodity price risk or foreign exchange risk and hedging activities	The Board monitors the foreign exchange exposures on a regular basis and the steps taken by the management to limit the risks of adverse exchange rate movement. Similarly, the management monitors commodities/raw materials whose prices are volatile and suitable steps are taken accordingly to minimise risk on the same. Further, the currency fluctuation risk is mitigated through natural hedge resulting from the Company's export and import. During the year 2016-17, the Company had managed the foreign exchange risk and hedged to the extent considered necessary. The Company enters into forward contracts for hedging foreign exchange exposures against its exports and imports, as and when deemed necessary. The details of foreign currency exposure are disclosed in Note No. 37 to the Annual Standalone Financial Statement.
r) Plant/Works location; Ferro Alloys division	**1] West Bengal** P.O. Kalyaneshwari-713 369, Dist. Paschim Bardhaman (W.B.) **2] Meghalaya** A-6, EPIP, Byrnihat, Dist. Ri-Bhoi, Meghalaya – 793101 **3] Andhra Pradesh** Plot No. 42 & 43, APSEZ, P.O. Atchutapuram, Dist. Visakhapatnam-531 011
Wind mill division	**1] Rajasthan** Vill. Hansuwa, Dist. Jaisalmer, Rajasthan **2] Maharashtra** Vill. Ghatnandre (Dhalgaon), Tal. Kawathe Mahankal, Dist. Sangli, Maharashtra

13. Means of communication

(i) **Quarterly Results**: The Quarterly results are intimated to the Stakeholders through Stock Exchanges immediately after they are taken on record by the Board.

(ii) **Newspaper publication**: The Quarterly results are generally published in the newspapers, The Economic Times (English Edition) and Arthik Lipi (Bengali Edition).

(iii) **Website**: The Quarterly results are also posted on the Company's website 'www.maithanalloys.com'.

(iv) **Whether the Company also displays official news releases**: Not Applicable

(v) **The presentations made to institutional investors or to the analysts during the year:** None

14. Management Discussion and Analysis Report

Management Discussion and Analysis of financial conditions and results of operations of the Company for the year under review, as stipulated in the Listing Regulations, is given as a separate statement from Page No. 20 to 25 of this Annual Report.

15. Chief Executive Officer / Chief Financial Officer Certification

The 'Whole-time Director and Chief Executive Officer' and 'President and Chief Financial Officer' of the Company have certified to the Board on the prescribed matters as required under Regulation 17(8) read with Part B of Schedule II of the Listing Regulations and the said certificate was considered by the Board at its meeting held on 9th May, 2017.

16. Code of Conduct

The Board has approved the 'Code of Conduct' for Board Members and Senior Management Personnel and the same

has been posted on the Company's website. The Directors and the Senior Management Personnel of the Company have submitted their declarations, confirming compliance of the provisions of the above Code of Conduct during the year 2016- 17. A declaration to this effect signed by the Whole-time Director and Chief Executive Officer is annexed herewith as **Schedule 2**.

17. Compliance Certificate from the Auditors

The Company has obtained a Certificate from the Auditors of the Company, D. K. Chhajer & Co., Chartered Accountants, regarding the compliance with the provisions of Corporate Governance as stipulated under the Listing Regulations. The same is annexed to the Directors' Report as Annexure-'H'.

18. Disclosures with respect to demat suspense account/ unclaimed suspense account

Disclosures required pursuant to Regulation 34(3) read with Clause F of Schedule V of the Listing Regulations are not applicable.

For and on behalf of the Board of Directors

S. C. Agarwalla
(Chairman and
Managing Director)
(DIN: 00088384)

Subodh Agarwalla
(Whole-time Director and
Chief Executive Officer)
(DIN: 00339855)

Place: Kalyaneshwari
Date: 9th May, 2017

REMUNERATION POLICY OF MAITHAN ALLOYS LIMITED

PURPOSE

The Remuneration Policy of Maithan Alloys Limited ("the Company") applies to all directors and employees on the pay roll of the Company. The Board of Director has adopted this Remuneration Policy at the recommendation of the Nomination and Remuneration Committee (herein after referred as the "Committee").

The policy reflects the Company's objectives for good corporate governance as well as sustained and long-term value creation for shareholders. In addition, it ensures that:

- the Company is able to attract, develop and retain high-performing and motivated employees in a competitive domestic market.
- employees are offered a competitive and market aligned remuneration package making fixed salaries a significant remuneration component.

The Board of Directors have established a Nomination and Remuneration Committee to set guidelines for the review and control of compliance with the Remuneration Policy. The Nomination and Remuneration Committee works as an extended arm for the Board of Directors with respect to remuneration issues.

DEFINITIONS

Words and expression used in these regulations shall have the same meanings respectively assigned to them in the Companies Act, 2013 and rules and regulations made thereunder or as defined under the listing agreement.

POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL (KMP) AND EMPLOYEES

Appointment criteria and qualifications:

a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director or KMP and recommend to the Board his / her appointment.

b) A person should possess adequate qualification or expertise or experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and/or experience possessed by a person is sufficient / satisfactory for the concerned position.

c) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

d) The Chairman, Managing Director and/or Whole-time Director of the Company shall jointly or severally identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as employees to carry out business operations and functions.

Term / Tenure:

a) Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Whole-time Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of his/her term.

b) Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on 1st October, 2014 or such other date as may be determined by the Committee as per regulatory requirement; he/ she shall be eligible for appointment for one more term of 5 years only.
- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies and three listed companies in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

c) KMP & Employees:

The Company shall appoint or re-appoint any person as its KMP or employees for a term not exceeding age of retirement of such KMP or employee. The age of retirement

of KMP or employees shall be attainment of age of 58 years.

The Chairman, Managing Director and/or Whole-time Director shall have the power to retain any employee even after attaining the retirement age, for the benefit of the Company.

Evaluation:

The Committee shall carry out evaluation of performance of every Director and KMP at regular interval (yearly).

Removal:

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director or KMP subject to the provisions and compliance of the said Act, Rules and Regulations.

Retirement:

The Director and KMP shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director and KMP in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

NOMINATION & REMUNERATION POLICY

(A) Nomination matters include:

i. Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;

ii. Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;

iii. Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;

a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;

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

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

(B) Remuneration matters include:

i. To consider and determine the Remuneration, based on the principles of:

a) pay for responsibilities,

b) pay for performance and potential and

c) pay for growth and ensure that the remuneration fixed is reasonable and sufficient to attract, retain and motivate the employees.

ii. To take into account, financial position of the Company, trend in the Industry, appointee's qualification, experience, past performance, past remuneration, etc.

iii. To bring about objectivity in determining the remuneration package while striking a balance between the interest of the Company and the Shareholders.

iv. To consider other factors as the Committee shall deem appropriate for elements of the remuneration of the members of the Board and ensure compliance of the provisions of the Companies Act, 2013 and other applicable laws.

v. To ensure that a balance is maintained between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company in the remuneration of Senior Management and Key Managerial Personnel including liability insurance for Directors and senior management.

vi. To consider any other matters as may be requested by the Board.

REMUNERATION COMPONENTS

The various remuneration components are combined to ensure an appropriate and balanced remuneration package.

The remuneration components are:
- Fixed pay (including fixed supplements)
- Performance-based remuneration (variable pay)
- Other benefits in kind
- Severance payment, where applicable

Fixed Remuneration:

The fixed remuneration is determined on the basis of the role and position of the individual employee, including professional experience, responsibility, job complexity and local market conditions.

Performance-based remuneration:

The Committee may determine a maximum percentage of performance-based remuneration relative to the fixed remuneration. This percentage may vary according to the type of position held by the director, KMP or employee.

Performance based remuneration may be disbursed as cash bonus, shares, share based instruments, including conditional shares and other generally approved instruments, all on the basis of applicable local legislation.

Performance-based pay is granted to employees with particular influence on Company's results and shareholder value. As an overall starting point the Company ensures a balanced split between fixed salary and variable pay.

Other benefits in kind:
Other benefits in kind includes rent free or subsidised rate of residential accommodation, car, gas, electricity, mobile bill, telephone bill, club membership fees, reimbursement of personal expense, etc.

Severance remuneration:
Severance payments are payable in accordance with relevant local legislation and/or as mutually agreed between the Company and employee.

Subject to individual agreements, some key employees are entitled to a maximum of up to 1 months' salary on dismissal. However, some agreements with senior management may provide for up to 3 months' salary.

Remuneration of the Executive Director (Managing Director & Whole-time Director):
The remuneration of the Executive Director is intended to ensure the Company's continued ability to attract and retain the most experienced Executive Director and to provide solid basis for succession planning.

The Committee shall submit its recommendations for adjustments in remuneration of the Executive Director for the approval of the Board of Directors. The remuneration of the Executive Director may consist of fixed salary and supplements, incentive, etc. subject to individual agreement, Executive Director shall also be entitled to a company car, phone and other fixed benefits. The maximum severance pay is 3 months salary inclusive of the value of variable remuneration and other benefits.

Remuneration of the Non- Executive Directors:
Members of the Board of Directors of the Company other than Executive Director shall receive a fixed fee for attending each meeting of the Board of Directors.

The remuneration of the Non-Executive Directors shall be specified in the annual report.

Based on the recommendation of the Committee the Board of Directors submits proposals of adjustments in remuneration of the Board of Directors or in the Committees established by the Board of Directors, to the shareholders at General Meeting for their approval.

Remuneration of the KMP.
The Chairman, Managing Director and Whole-time Director shall jointly or severally, decide and approve the terms and conditions of the employment including payment of remuneration of the KMP other than Executive/ Non-Executive Directors appointed as KMP, if any. The remuneration of the KMP may consist of fixed pay or variable pay or partly fixed and partly variable pay and/or, incentive, etc.

Remuneration of other employees:
The Chairman, Managing Director and/or Whole-time Director shall jointly or severally, decide and approve the terms and conditions of the employment including payment of remuneration of the employees other than Executive/ Non-Executive Directors and KMP of the Company. The remuneration of the other employees may consist of fixed pay or variable pay or partly fixed and partly variable pay and/or, incentive, etc.

The remuneration of other employees shall be fixed from time to time considering industry standards and cost of living. In addition to basic salary they shall also be provided perquisites and retirement benefits as per prevailing scheme(s) of the Company and statutory requirements, where applicable. Policy of motivation/ reward/ severance payments are applicable to this category of personnel also.

CRITERIA FOR PERFORMANCE EVALUATION

A] Independent & Non-Executive Directors:
Criteria for performance evaluation of directors other than Executive Directors are:

- Educational, professional background or experience possessed by director;
- Contribution to Company's corporate governance practices;
- Contribution to introduce best practices to address top management issues;
- Time devoted and Participation in long-term strategic planning;
- Commitment to the fulfillment of a directors obligations and fiduciary responsibilities;
- General understanding of the Company's business, global business and social perspective;
- Personal and professional ethics, integrity and values.

B] Executive Directors:
Apart from above criteria the following additional criteria shall also be considered for performance evaluation of Executive Directors:

- Attendance at the meetings;
- Relationships and Communications with employees and other stakeholders;
- Participation and contribution in the performance of the Company;
- Contribution in Strategic Planning and risk management vision, team spirit and consensus building, effective leadership;
- Compliance and Governance;
- Foresight to avoid crisis and effectiveness in crisis management.

C] Board as whole:
Criteria for performance evaluation of Board as whole:

- Composition and Diversity;
- Performance of the Committees of the Board;
- Number of Board & Committee meetings;
- Discussions at Board Meetings;
- Cohesiveness of Board decisions;
- Board Procedure, Performance & Culture;
- Strategy and Growth of the Company.

AMENDMENTS TO THE POLICY

The Board of Directors on its own can amend this Policy, as and when deemed fit. Any or all provisions of this Policy would be subject to revision / amendment in accordance with the Rules, Regulations, Notifications, etc. on the subject as may be issued by relevant statutory authorities, from time to time.

In case any amendment(s), clarification(s), circular(s), etc. issued by the relevant authorities are not consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s), etc.

MISCELLANEOUS

- No director/KMP/ other employee shall be involved in deciding his or her own remuneration or that of his or her relatives who are employees.
- To the extent legally acceptable under applicable law, the Board of Directors may deviate from this policy in individual cases, if justified by extraordinary and exceptional circumstances.
- In any circumstances where the provisions of this Policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the relevant law, rule, regulation or standard will take precedent over this Policy.
- Whenever, there is any deviation from the Policy, the justification /reasons should also be indicated / disclosed adequately.
- The Company's Remuneration Policy shall be published on its website.
- The Remuneration policy will be disclosed in the Annual Report of the Company.

Schedule 2

Declaration by the Whole-time Director and Chief Executive Officer

To the members,
Maithan Alloys Limited

In compliance with the requirement of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby declared that all the Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct for Directors and Senior Management adopted by the Board, for the financial year ended 31st March, 2017.

Subodh Agarwalla
(Whole-time Director and Chief Executive Officer)
DIN: 00339855

Place: Kalyaneshwari
Date: 9th May, 2017

ANNEXURE TO THE DIRECTORS' REPORT "H"

AUDITOR'S CERTIFICATE
ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To the members,
Maithan Alloys Limited

We have examined the compliance of the conditions of Corporate Governance by Maithan Alloys Limited (the Company) for the year ended 31st March, 2017 as stipulated under the regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of the conditions of Corporate Governance is the responsibility of the Company's management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of an 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, the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations.

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

For D. K. Chhajer & Co.
Chartered Accountants
Firm Reg. No. 304138E

Dilip Kumar Saha
Partner
M. No.: 014464

Place: Kalyaneshwari
Date: 9th May, 2017

Financial Statements

Independent Auditors' Report

To the members of
Maithan Alloys Limited

Report on the Standalone Financial Statements

1. We have audited the accompanying standalone financial statements of Maithan Alloys Limited (the "Company"), which comprise the Balance Sheet as at 31st March 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

Auditors' Responsibility

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

4. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

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

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

Opinion

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

   (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2017;

   (b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and

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

Report on Other Legal and Regulatory Requirements

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

10. 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 purpose of our audit;

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

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

    (d) In our opinion, the accompanying standalone financial statements dealt with by this report comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

    (e) On the basis of written representations received from the directors as on 31st March 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2017 from being appointed as a director in terms of Section 164(2) of the Act;

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

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

    i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements- Refer Note 32.01(a) to the Standalone financial statements;

    ii. The Company has made provision as at 31st March 2017, as required under the applicable law or accounting standards for material foreseeable losses on long-term contracts including derivative contracts;

    iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31st March 2017;

    iv. The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016, on the basis of information available with the company. Based on audit procedures, and relying on management's representations, we report that disclosures are in accordance with the books of accounts maintained by the Company- Refer Note 18.01 to the Standalone financial statements.

For D K Chhajer & Co.
Chartered Accountants
Firm Registration No. 304138E

Dilip Kumar Saha
Partner
Membership No. 014464

Place: Kalyaneshwari
Date: 9th May, 2017

Annexure A to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of MAITHAN ALLOYS LIMITED on the Standalone financial statements for the year ended 31st March 2017.

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

(b) The fixed assets of the Company have been physically verified by the Management at reasonable intervals and no material discrepancies have been noticed on such verification.

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

ii. The physical verification of inventory has been conducted at reasonable intervals by the Management and no material discrepancies were noticed on such verification.

iii. The Company has not granted any loans, secured or unsecured, to companies, limited liability partnership firm, firms or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii)[(a), (b) and (c)] of the said Order are not applicable to the Company.

iv. The Company has neither granted any loan, provided any guarantee or security, nor purchased any investments so the provisions of Clause 3(iv) of the order is not applicable to the Company.

v. The Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 of the Act and the rules framed there under. Therefore, the provision of clause 3(v) of the order is not applicable on the company.

vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain Cost Records as specified under Sec 148(1) of the act in respect of its products.

vii. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

viii. (a) The Company is generally regular in depositing the undisputed statutory dues, including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March 2017 for a period of more than six months from the date of becoming payable.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax, sales-tax, service-tax, duty of customs, duty of excise, value added tax, which have not been deposited on account of any dispute. The particulars of dues of income-tax, sales-tax, service-tax, duty of customs, duty of excise, value added tax as at 31st March 2017 which have not been deposited on account of dispute, are as follows:

Name of the statute	Nature of dues	Amount (₹)	Period to which the amount relates	Forum where the dispute is pending
The Central Excise Act, 1944	Excise Duty & Service Tax	1,045,052	2006-07	CESTAT, Kolkata
The Central Excise Act, 1944	Excise Duty & Service Tax	4,497,245	2007-08	CESTAT, Kolkata
The Central Excise Act, 1944	Excise Duty & Service Tax	1,236,512	2008-09	CESTAT, Kolkata

Name of the statute	Nature of dues	Amount (₹)	Period to which the amount relates	Forum where the dispute is pending
The Central Excise Act, 1944	Excise Duty & Service Tax	498,473	2008-09	Commissioner (Appeal), Kolkata
The Central Excise Act, 1944	Excise Duty & Service Tax	1,090,780	2008-09	Assistant Commissioner, Asansol
The Central Excise Act, 1944	Excise Duty & Service Tax	4,284,911	2009-10	CESTAT, Kolkata
The Central Excise Act, 1944	Excise Duty & Service Tax	445,698	2009-10	CESTAT, Kolkata
The Central Excise Act, 1944	Excise Duty & Service Tax	339,190	2009-10	CESTAT, Kolkata
The Central Excise Act, 1944	Excise Duty & Service Tax	2,713,055	2009-10	CESTAT, Kolkata
The Central Excise Act, 1944	Excise Duty & Service Tax	114,215	2009-10	CESTAT, Kolkata
The Central Excise Act, 1944	Excise Duty & Service Tax	98,051	2010-11	CESTAT, Kolkata
The Central Excise Act, 1944	Excise Duty & Service Tax	7,054,065	2012-13	CESTAT, Kolkata
The Central Excise Act, 1944	Excise Duty & Service Tax	660,880	2013-14	Addl. Commissioner, Bolpur
The Central Excise Act, 1944	Excise Duty & Service Tax	1,061,626	2013-14	Addl. Commissioner, Bolpur
The Central Sales Tax (Meghalaya Amendment) Rule, 1973	Central Sales Tax	65,697,583	2013-14	Shilong High Court
The Central Excise Act, 1944	Excise Duty & Service Tax	583,411	2013-14	Addl. Commissioner, Bolpur
The Central Excise Act, 1944	Excise Duty & Service Tax	200,606	2013-14	Assistant Commissioner, Asansol
The Central Excise Act, 1944	Excise Duty & Service Tax	371,057	2013-14	Assistant Commissioner, Asansol
The Central Excise Act, 1944	Excise Duty & Service Tax	115,006	2014-15	Assistant Commissioner, Asansol
The Central Excise Act, 1944	Excise Duty & Service Tax	3,151,800	2013-14	Addl. Commissioner, Bolpur
The Central Excise Act, 1944	Excise Duty & Service Tax	6,015,000	2014-15	Commissioner, Bolpur
The Central Excise Act, 1944	Excise Duty & Service Tax	56,864	2016-17	Assistant Commissioner, Bolpur
The Central Excise Act, 1944	Excise Duty & Service Tax	23,857	2016-17	Assistant Commissioner, Bolpur
The Central Excise Act, 1944	Excise Duty & Service Tax	5,090,935	2016-17	Joint Commissioner, Bolpur

viii. The Company has not defaulted in repayment of loans or borrowings to any financial institution or banks at the balance sheet date.

ix. The Company has not raised any money by way of initial public offer/further public offer (including debt instruments)/term loans. Accordingly, the provisions of clause 3(ix) of the Order are not applicable to the Company.

x. We have neither come across any instance of material fraud on or by the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

xi. The managerial remuneration has been paid/provided in accordance with the requisite approvals mandated by the provisions of sec 197 read with Schedule V of the Companies Act, 2013.

xii. As the Company is not a Nidhi Company, the provisions of clause 3(xii) of the Order is not applicable.

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sec 177 and 188 of the act. The details of such related party transactions have been disclosed in the standalone financial statement as required by the applicable accounting standards.

xiv. No money was raised through preferential allotment/ private placements of shares/fully/partly convertible debentures during the year under review, hence, the provisions of clause 3(xiv) of the said order is not applicable to the Company.

xv. The Company has not entered into any non-cash transactions with its directors or person connected with him. Accordingly, clause 3(xv) of the Order are not applicable to the Company.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly the provision of clause 3(xvi) are not applicableto the Company.

For D K Chhajer & Co.
Chartered Accountants
Firm Registration No. 304138E

Dilip Kumar Saha
Partner
Membership No. 014464

Place: Kalyaneshwari
Date: 9th May, 2017

Annexure 'B' to Independent Auditors' Report

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF MAITHAN ALLOYS LIMITED

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 of Maithan Alloys Limited ("the Company") as at 31st March 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For D K Chhajer & Co.
Chartered Accountants
Firm Registration No. 304138E

Dilip Kumar Saha
Partner
Membership No. 014464

Place: Kalyaneshwari
Date: 9th May, 2017

Balance Sheet as at 31st March, 2017

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Note	As at 31.03.2017	As at 31.03.2016
A. EQUITY AND LIABILITIES			
1. Shareholders' Funds			
(a) Share Capital	3	2,911.16	2,911.16
(b) Reserves and Surplus	4	56,325.02	36,556.31
		59,236.18	39,467.47
2. Non-Current Liabilities			
(a) Long Term Loan	5	1,598.73	8,165.18
(b) Deferred Tax Liabilities (Net)	6	2,579.34	1,824.34
(c) Long Term Provisions	7	169.71	122.85
		4,347.78	10,112.37
3. Current Liabilities			
(a) Short Term Borrowings	8	1,706.09	1,731.60
(b) Trade Payables	9	5,692.63	13,318.07
(c) Other Current Liabilities	10	18,656.22	14,961.95
(d) Short Term Provisions	11	737.75	104.13
		26,792.69	30,115.75
TOTAL		90,376.65	79,695.59
B. ASSETS			
1. Non Current Assets			
(a) Fixed Assets	12		
(i) Tangible Assets		23,425.10	25,974.32
(ii) Intangible Assets		11.41	8.96
(iii) Capital Work In Progress		0.23	-
		23,436.74	25,983.28
(b) Non Current Investments	13	1,611.60	1,319.22
(c) Long Term Loans and Advances	14	2,788.27	1,926.28
		27,836.61	29,228.78
2. Current Assets			
(a) Current Investments	15	6,588.44	3,409.44
(b) Inventories	16	18,657.28	15,079.30
(c) Trade Receivables	17	22,521.11	19,869.15
(d) Cash and Bank Balances	18	9,009.41	5,365.33
(e) Short Term Loans and Advances	19	3,728.91	5,001.08
(f) Other Current Assets	20	2,034.89	1,742.51
		62,540.04	50,466.81
TOTAL		90,376.65	79,695.59

The accompanying notes form an integral part of these financial statements.

This is the Balance Sheet referred to in our report of even date.

For and on behalf of the Board of Directors

For D. K. Chhajer & Co.
Chartered Accountants
Firm Reg.No.304138E

S. C. Agarwalla
Chairman & Managing Director
DIN: 00088384

Subodh Agarwalla
Whole-time Director & CEO
DIN: 00339855

Dilip Kumar Saha
Partner
Membership No. 014464

Sudhanshu Agarwalla
President & CFO

Rajesh K. Shah
Company Secretary

Place : Kalyaneshwari
Date : 9th May, 2017

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

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Note	Year ended 31.03.2017	Year ended 31.03.2016
1. INCOME			
(a) Revenue from Operations	21	140,382.52	120,816.74
Less: Excise Duty		6,172.98	5,737.22
Revenue from Operations (Net)		134,209.54	115,079.52
(b) Other Income	22	2,053.72	400.62
Total Revenue		**136,263.26**	**115,480.14**
2. EXPENSES			
(a) Cost of Materials Consumed	23	57,193.55	47,590.30
(b) Purchases of Traded Goods	24	7,409.93	10,898.49
(c) Changes in Inventories of Finished Goods & Work-In-Process	25	(1,847.83)	1,175.87
(d) Employee Benefit Expenses	26	3,340.11	2,292.45
(e) Power Cost	27	28,023.18	31,455.21
(f) Finance Cost	28	943.44	1,223.11
(g) Depreciation and Amortisation Expenses	29	2,523.31	2,329.22
(h) Other Expenses	30	12,450.02	8,942.89
Total Expenses		**110,035.71**	**105,907.54**
3. Profit Before Tax		**26,227.55**	**9,572.60**
4. Tax Expense:			
(a) Current Tax		5,703.84	2,049.11
(b) MAT Credit Entitlement		-	(2,049.11)
(c) Deferred Tax		755.00	1,673.72
(d) Short / (Excess) Provision for Earlier Years		-	(4.16)
Total Tax Expenses		**6,458.84**	**1,669.56**
5. Profit for The Year		**19,768.71**	**7,903.04**
6. Earnings Per Share (of ₹ 10/- each):	40		
(a) Basic (in ₹)		67.91	27.15
(b) Diluted (in ₹)		67.91	27.15

The accompanying notes form an integral part of these financial statements.

This is the Statement of Profit and Loss referred to in our report of even date.

For and on behalf of the Board of Directors

For D. K. Chhajer & Co.
Chartered Accountants
Firm Reg.No.304138E

S. C. Agarwalla
Chairman & Managing Director
DIN: 00088384

Subodh Agarwalla
Whole-time Director & CEO
DIN: 00339855

Dilip Kumar Saha
Partner
Membership No. 014464

Sudhanshu Agarwalla
President & CFO

Rajesh K. Shah
Company Secretary

Place : Kalyaneshwari
Date : 9th May, 2017

Cash Flow Statement for the year ended 31st March, 2017

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit Before Tax and Extraordinary Items	26,227.55	9,572.60
Adjusted for :		
Depreciation & Amortisation	2,523.31	2,329.22
Interest Expense	943.44	1,223.11
Interest Income	(384.23)	(327.01)
Irrecoverable Balances Written Off/Back	349.99	(45.42)
Unrealised Forex (Gain) / Loss	36.37	(45.32)
Dividend Received	(60.44)	-
Loss / (Profit) on Sale of Investments	(1,589.75)	-
Loss / (Profit) on Sale of Fixed Assets	(0.83)	3.57
	1,817.86	3,138.15
Operating Profit Before Working Capital Changes	**28,045.41**	**12,710.75**
Adjusted for :		
Trade and Other Receivables	(5,485.08)	3,167.33
Inventories	(3,577.98)	2,421.47
Trade and Other Payables	(4,069.44)	(4,581.79)
	(13,132.50)	1,007.01
Cash Generated From Operations	**14,912.91**	**13,717.76**
Direct Taxes Received/(Paid)	(2,622.18)	(106.96)
	(2,622.18)	(106.96)
NET CASH FROM OPERATING ACTIVITIES (A)	**12,290.73**	**13,610.80**
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(231.11)	(1,186.39)
Sale of Fixed Assets	117.05	25.39
Capital Work In progress	(0.23)	79.64
Purchase of Investments	(54,880.82)	-
Sale of Investments	41,534.97	-
Dividend Received	11,524.65	-
Cash Received on Amalgamation	-	32.95
Interest Income	385.74	223.06
Investments in Fixed Deposits	416.68	(251.48)
NET CASH USED IN INVESTING ACTIVITIES (B)	**(1,133.07)**	**(1,076.83)**

Cash Flow Statement for the year ended 31st March, 2017

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest Expense	(1,008.16)	(1,251.59)
Dividend Paid including Tax on Dividend	-	(700.76)
Interim Dividend Paid including Tax on Dividend	-	(700.76)
Proceeds / (Repayment) from / of Borrowings	(6,088.74)	(7,424.65)
NET CASH FROM FINANCING ACTIVITIES (C)	**(7,096.90)**	**(10,077.76)**
Net increase/(decrease) in Cash and Cash Equivalents	4,060.76	2,456.21
Cash and Cash Equivalents at the beginning of the year	3,520.40	1,064.19
Cash and Cash Equivalents at the end of the year	**7,581.16**	**3,520.40**

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

This is the Cash Flow Statement referred to in our report of even date.

For and on behalf of the Board of Directors

For D. K. Chhajer & Co.
Chartered Accountants
Firm Reg.No.304138E

Dilip Kumar Saha
Partner
Membership No. 014464

Place : Kalyaneshwari
Date : 9th May, 2017

S. C. Agarwalla
Chairman & Managing Director
DIN: 00088384

Subodh Agarwalla
Whole-time Director & CEO
DIN: 00339855

Sudhanshu Agarwalla
President & CFO

Rajesh K. Shah
Company Secretary

Significant Accounting Policies and Notes on Accounts for the year ended 31st March, 2017

1. GENERAL INFORMATION

Maithan Alloys Limited is a public company domiciled in India. The Company is engaged in the manufacture and export of all three bulks Ferro alloys, namely Ferro Silicon, Ferro Manganese and Silico Manganese. It is also engaged in the generation and supply of wind power and has a captive power plant. Its shares are listed on Calcutta Stock Exchange (CSE) and National Stock Exchange and are also traded on Bombay Stock Exchange (BSE) under Permitted Category.

2. SIGNIFICANT ACCOUNTING POLICIES

a. Basis of Preparation of Financial Statements:

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAPs) including the Accounting Standards specified under Section 133 of the Companies Act, 2013.

These financial statements have been prepared on accrual basis under historical cost convention. The accounting policies are consistently followed by the Company.

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

b. Use of Estimates:

The preparation of financial statements in conformity with Indian GAAPs requires judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosures of Contingent Liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results materialize/are known.

c. Fixed Assets:

Tangible Assets:

Tangible Assets are stated at cost net of recoverable taxes, less accumulated depreciation and impairment loss, if any. The cost of tangible asset comprises its purchase price, borrowing cost and any cost directly attributable to bringing the asset to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rates variations attributable to the assets.

Subsequent expenditures related to an item of tangible asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Items of fixed assets that have been retired from active use and are held for disposal are stated at the lower of their net book value and net realizable value and are shown separately in the financial statements. Any expected loss is recognized immediately in the Statement of Profit and Loss.

Losses arising from the retirement of and gains or losses arising from disposal of fixed assets which are carried at cost are recognized in the Statement of Profit and Loss.

Loss or gain on conversion of foreign currency liabilities for acquisition of fixed assets are added to or deducted from the cost of fixed assets.

Intangible Assets:

Intangible Assets are stated at cost of acquisition, net of recoverable taxes less accumulated amortization/depletion and impairment losses, if any. The cost comprises purchase price, borrowing cost and any cost directly attributable to bringing the asset to the working condition for its intended use.

Capital Work-in-Progress:

Projects under which assets are not ready for their intended use are disclosed under Capital Work-in-Progress. It is stated at cost and is inclusive of preoperative expenses and other project development expenses.

d. Depreciation, Amortization and Depletion:

Tangible Assets:

Depreciation on Fixed Assets is provided on Straight Line Method (SLM), except on additions made after 1st April 2006 to Building and Plant & Machineries of Ferro Alloys Units at Kalyaneshwari and Byrnihat on which depreciation has been provided on Written Down Value (WDV) method.

Depreciation is provided based on the useful life of the assets as prescribed in Schedule II to the Companies Act, 2013, other than in case of one unit in Visakhapatnam, Andhra Pradesh where:

i) Factory Building and Plant & Machinery are being depreciated over their useful life of 12 years.

ii) Leasehold land is amortized under SLM over the period of lease.

Intangible Assets:

Intangible assets such as software are amortized based upon their estimated useful lives of 3 years.

e. Impairment:

The carrying amount of assets is reviewed at each Balance Sheet date to determine if there is any indication of impairment, based on internal/external factors. An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which asset is identified as impaired. Impairment loss recognized in prior accounting period(s) is reversed if there has been a change in the estimate of recoverable amount. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation, if there was no impairment.

f. Investments:

Investments that are readily realizable and are intended to be held for not more than one year from the date on which such investments are made are classified as current investments in accordance with Accounting Standard 13 on 'Accounting for investments'. All other investments are classified as Non-Current investments. Current investments are carried at cost or fair value, whichever is lower. Non-Current investments are carried at cost. However, provision for diminution is made to recognize a decline, other than temporary, in the value of the Non-Current investments, such reduction being determined and made for each investment individually.

g. Inventories:

Inventories are stated at cost (net of CENVAT credit) or net realisable value, whichever is lower. Cost is determined on weighted average method and comprises expenditure incurred in the normal course of business in bringing such inventories to their present location and condition and includes, where applicable, appropriate overheads. Obsolete, slow moving and defective inventories are identified at the time of physical verification and where necessary, provision is made for such inventories.

h. Revenue Recognition:

Revenue is recognized only when risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection.

i. Revenue From Operations:

Sale of Goods:

Revenue is recognized when the significant risks and rewards of ownership of goods are transferred to the customer, which generally coincides with delivery. It includes excise duty but excludes value added tax/sales tax.

Export Benefits:

Export Entitlements in the form of Duty Drawback and Merchandise Export from India Scheme are recognized in the Statement of Profit and Loss Account when right to receive credit as per the terms of the scheme is established in respect of exports made and when there is no significant uncertainty regarding the ultimate collection of the relevant exports proceeds.

ii. Other income:

Interest:

Income is recognized proportionately on time-basis taking into account the amount outstanding and the rate applicable.

Dividend income:

Income is recognised only when the right to receive the same is established by the reporting date.

i. Insurance Claim Receivable:

Insurance claims are accounted for on the basis of claims admitted/expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

j. Employee Benefits:

Short term employee benefits:

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by the employees are recognized as an expense in the Statement of Profit and Loss of the year in which the employees render the services. These benefits include performance incentive and compensated absences.

Post-employment benefits:

Defined contribution plans:

A defined contribution plan is a post-employment benefit plan under which the Company pays specified monthly contributions to Provident Fund. The Company's contribution is recognized as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

Defined benefit plans:

The Company provides for gratuity and leave encashment, a defined benefit plan (the "Gratuity Plan and Leave Encashment Plan") covering eligible employees. The Company's liability is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees services. Actuarial losses/ gains are recognized in the Statement of Profit and Loss in the year in which they arise.

k. Foreign Currency transaction:

Initial Recognition:

On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate or that approximates the actual rate between the reporting currency and the foreign currency on the date of the transaction.

Subsequent Recognition:

Monetary items denominated in foreign currencies at the year end are re-stated at the year end rates. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

` Foreign currency assets and liabilities as on the Balance Sheet date are revalued in the accounts on the basis of exchange rates prevailing at the close of the period and exchange loss/gain arising there from is adjusted to the cost of fixed assets or charged to the statement of Profit & Loss, as the case may be.

Forward Exchange Contracts:

In case of transactions covered by forward contracts, the difference between the contract rate and exchange rate prevailing on the date of transaction, is adjusted to the cost of fixed assets or charged to the Statement of Profit & Loss, as the case may be, proportionately over the life of the contract. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognised as income or expense for the period.

l. Borrowing Cost:

General and specific 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 their intended use or sale. All other borrowing costs are recognized in Statement of Profit and Loss in the period in which they are incurred.

m. Income Taxes:

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets are recognised only if there is virtual certainty that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

n. Financial derivatives and Commodity Hedging Transactions:

In respect of derivative contracts , premium paid, gains / losses on settlement and losses on restatement are recognized in the Statement of profit and loss except in case where they relate to the acquisition or construction of Fixed assets , in which case, they are adjusted to the carrying cost of such assets.

o. Government grants and subsidies:

Grants and subsidies from the government are recognized when there is reasonable assurance that the grant/subsidy will be received and all attaching conditions will be complied with.

When the grant or subsidy relates to an expense item, these are deducted from related expense which it is intended to compensate. Where the grants or subsidy relates to an asset, its value is deducted in arriving at the carrying amount of the related asset.

p. Leases

Where the Company, as a lessor, leases assets under finance leases, such amounts are recognised as receivables at an amount equal to the net investment in the lease and the finance income is recognised based on a constant rate of return on the outstanding net investment. Assets leased by the Company in its capacity as lessee where substantially all the risks and rewards of ownership vest in the Company are classified as finance leases. Such leases are capitalised at the inception of the lease at the lower of the fair value and the present value of the minimum lease payments and a liability is created for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor are recognised as operating leases. Lease rentals under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis.

q. Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

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

Contingent Assets are neither recognized nor disclosed in the financial statements.

r. Segment Reporting :

The accounting policies adopted for segment reporting are in conformity with the accounting policies adopted for the Company. Inter-segment revenues have been accounted for based on prices normally negotiated between the segments with reference to the costs, market prices and business risks, within an overall optimization objective for the Company. Revenue and expenses are identified with segments on the basis of their relationship to the operating activities of the segment. Revenue and expenses, which relate to the Company as a whole and are not allocable to segments on a reasonable basis will be included under "Unallocated/ Others."

s. Cash and Cash Equivalents :

Cash and cash equivalents for the purpose of the Cash Flow Statement comprises cash in hand, cash at bank, fixed deposits and other short-term highly liquid investments with an original maturity of three months or less that are readily convertible into known amount of cash and which are subject to an in-significant risk of change in value.

t. Earnings Per Share:

i) Basic Earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares outstanding during the year.

ii) Diluted earnings per share is computed by dividing the profit after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations.

iii) Weighted average number of Equity Shares for previous period is changed for events other than the conversion of potential equity shares that have changed the number of equity shares outstanding without a corresponding change in resources.

3. SHARE CAPITAL

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars		As at 31.03.2017	As at 31.03.2016
Authorised Share Capital:			
80,000,000	Equity Shares of ₹10/- each (PY-80,000,000)	8,000.00	8,000.00
Issued & Subscribed Capital			
29,111,550	Equity Shares of ₹10/- each (PY-29,111,550)	2,911.16	2,911.16
Paid up Capital			
29,111,550	Equity Shares of ₹10/- each (PY-29,111,550)	2,911.16	2,911.16
		2,911.16	**2,911.16**

a 14,555,775 (14,555,775) Shares out of the Issued, Subscribed & Paid up capital were allotted as Bonus Shares in the last five years by capitalisation of Share Premium, Capital Redemption Reserve and General Reserves.

b Rights, preferences and restrictions attached to Equity share:
The Company has only one class of Equity shares having a face value of ₹ 10/- per share with one vote per Equity share. The company declares and pays dividend in INR. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in the case of interim dividend.

In the event of liquidation of the company, the holders of Equity shares will be entitled to receive remaining assets of the company, after settling of all outside liabilities. The distribution will be in proportion to the number of Equity shares held by the shareholders.

c Details of Shareholders holding more than 5% of the aggregate shares in the company

Name of the Shareholder	As at 31.03.2017		As at 31.03.2016	
	No. of Shares	% held	No. of Shares	% held
Maithan Smelters Pvt. Ltd.	5,397,357	18.54	Nil	Nil
H. S. Consultancy Pvt. Ltd.	3,259,200	11.20	750,000	2.58
Woodhat Distributors Pvt. Ltd.	Nil	Nil	1,830,000	6.29

d Reconciliation of number of shares and share capital:

Particulars	As at 31.03.2017		As at 31.03.2016	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the year	29,111,550	2,911.16	14,555,775	1,455.89
Add: Shares issued / (bought back) during the year	-	-	14,555,775	1,455.58
Less: Shares Forfeited	-	-	-	0.31
Balance at the end of the year	29,111,550	2,911.16	29,111,550	2,911.16

Notes to Financial Statements for the year ended 31st March, 2017

4. RESERVES AND SURPLUS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017		As at 31.03.2016	
Capital Reserve				
As per last Balance Sheet	190.29		189.98	
Add: Transfer of Forfeited Shares	-	190.29	0.31	190.29
Securities Premium Account				
As per last Balance Sheet	3,186.70		-	
Add: Received from Transferor Company	-	3,186.70	3,186.70	3,186.70
General Reserve				
As per last Balance Sheet	-		3,099.81	
Less: Utilised for issue of Bonus Shares	-		1,455.58	
	-		1,644.23	
Add: Transferred from Profit & Loss A/c	3,000.00		750.00	
	3,000.00		2,394.23	
Less: Adjustment for Amalgamation	-	3,000.00	2,394.23	-
Surplus in the Statement of Profit & Loss				
As per last Balance Sheet	33,179.32		28,726.18	
Add: Received from Transferor Company	-		(1,109.57)	
Add: Net Profit for the year	19,768.71		7,903.04	
	52,948.03		35,519.65	
Less: Appropriations				
Transferred to General Reserve	3,000.00		750.00	
Interim Dividend of Equity Shares	-		582.23	
Tax on Dividend	-		118.53	
Less: Adjustment for Amalgamation	-		889.57	
	3,000.00	49,948.03	2,340.33	33,179.32
		56,325.02		**36,556.31**

5. LONG TERM BORROWINGS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017		As at 31.03.2016	
	Non-Current	Current	Non-Current	Current
Secured				
Foreign Currency Loans	1,598.73	4,404.94	8,165.18	4,040.07
	1,598.73	**4,404.94**	**8,165.18**	**4,040.07**

a Foreign Currency Loan from Banks are secured by first mortgage/ charge on entire fixed assets & second charge on current assets of the Visakhapatnam Unit and are further secured by personal guarantees of two directors.

b Rate of Interest & Particulars of Repayments

Rate of Interest	Nature of Loan	Amount	Term of repayment of Term Loan Outstanding as on 31st March, 2017
LIBOR + 250 BPS	Foreign Currency ECB Loan - Citi Bank NA. Jersey	6,003.67	Repayable in 8 Quarterly Installments upto March 2019.

6. DEFERRED TAX LIABILITY (NET)

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Deferred Tax Liability		
Related to Fixed Assets	2,644.30	2,651.95
Deferred Tax Assets		
Related to Retirement Benefits	64.96	827.61
	2,579.34	**1,824.34**

7. LONG TERM PROVISIONS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Provision for Employee Benefits	169.71	122.85
	169.71	**122.85**

8. SHORT TERM BORROWINGS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Secured		
Working Capital Loans From Banks		
Foreign Currency Loan	-	732.56
Rupee Loan	1,706.09	999.04
	1,706.09	**1,731.60**

Working Capital Loans of Kalyaneshwari & Meghalaya Unit are secured by first charge and hypothecation of stocks of finished goods, work in process, raw materials, stores and consumables, receivables, bills, etc. These are further secured by first charge on moveable and immoveable fixed assets both present and future of both the units. Working Capital Loan of Visakhapatnam Unit is secured by first charge on current assets of the Unit and second charge on fixed assets of the unit and personal guarantee of one director.

9. TRADE PAYABLES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
For Goods	5,692.63	13,318.07
	5,692.63	**13,318.07**

DUES TO MICRO AND SMALL ENTERPRISES

There are no dues to Micro and Small Enterprises as at 31st March, 2017. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

10. OTHER CURRENT LIABILITIES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Current Maturities of Long Term Loan (Refer Note 5)	4,404.94	4,040.07
Creditors for Capital Expenditure	3.84	10.70
Unpaid Dividend*	4.78	4.07
Interest Accrued on Loan	4.08	68.81
Other Payables		
- Statutory Dues	551.21	357.55
- Advance From Customers	1,514.79	147.70
- Others	12,172.58	10,333.05
	18,656.22	14,961.95

* There are no amount due for payment to the Investor Education and Protection Fund at the year end.

11. SHORT TERM PROVISIONS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Provision for Employee Benefits	107.77	104.13
Provision for Income Tax (Net of Advance Tax)	629.98	-
	737.75	104.13

Notes to Financial Statements for the year ended 31st March, 2017

12. FIXED ASSETS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As on 01.04.2016	Addition during the year	Sale/ Adjustment	As on 31.03.2017	Up to 01.04.2016	For the Year	Adjustment	Up to 31.03.2017	As on 31.03.2017	As on 31.03.2016
A. TANGIBLE ASSETS:										
OWN ASSETS										
Land										
Freehold Land & Building	177.84	-	-	177.84	-	-	-	-	177.84	177.84
Building										
Non Factory Building	1,955.82	-	6.81	1,949.01	340.38	91.11	-	431.49	1,517.52	1,615.44
Factory Building	2,173.64	-	5.10	2,168.54	860.29	130.70	-	990.99	1,177.55	1,313.35
Plant & Machinery										
Ferro Alloys Division	28,324.38	104.95	129.44	28,299.89	10,995.83	1,957.00	1.70	12,951.13	15,348.76	17,328.55
Power Plant Division	3,341.48	-	115.60	3,225.88	1,225.86	108.59	5.31	1,329.14	1,896.74	2,115.62
Windmill Division	1,769.16	-	-	1,769.16	998.78	65.96	-	1,064.74	704.42	770.38
Other Assets										
Motor Vehicles	331.76	93.41	14.15	411.02	102.74	46.34	9.52	139.56	271.46	229.02
Furniture & Fixtures	125.33	6.44	-	131.77	58.47	14.36	-	72.83	58.94	66.86
Office Equipments	79.01	1.56	-	80.57	54.40	9.98	-	64.38	16.19	24.61
Computers	95.84	18.45	-	114.29	84.23	5.05	-	89.28	25.01	11.61
Sub-total	**38,374.26**	**224.81**	**271.10**	**38,327.97**	**14,720.98**	**2,429.09**	**16.53**	**17,133.54**	**21,194.43**	**23,653.28**
LEASED ASSETS										
Leasehold Land & Development	2,875.26	-	-	2,875.26	554.22	90.37	-	644.59	2,230.67	2,321.04
Sub-total	**2,875.26**	**-**	**-**	**2,875.26**	**554.22**	**90.37**	**-**	**644.59**	**2,230.67**	**2,321.04**
Total (A)	**41,249.52**	**224.81**	**271.10**	**41,203.23**	**15,275.20**	**2,519.46**	**16.53**	**17,778.13**	**23,425.10**	**25,974.32**
B. INTANGIBLE ASSETS										
Software	79.35	6.30	-	85.65	70.39	3.85	-	74.24	11.41	8.96
Total (B)	**79.35**	**6.30**	**-**	**85.65**	**70.39**	**3.85**	**-**	**74.24**	**11.41**	**8.96**
Total (A+B)	**41,328.87**	**231.11**	**271.10**	**41,288.88**	**15,345.59**	**2,523.31**	**16.53**	**17,852.37**	**23,436.51**	**25,983.28**
Previous Year	40,183.16	1,186.40	40.69	41,328.87	13,028.10	2,329.22	11.73	15,345.59	25,983.28	
Capital Work In Progress									0.23	-

Notes to Financial Statements for the year ended 31st March, 2017

13. NON CURRENT INVESTMENTS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Trade Investments		
In Equity Shares of Subsidiary Companies		
Unquoted, Fully Paid up		
242,625 AXL Exploration (P) Ltd. of ₹100 each (PY-242,625)	549.07	549.07
10,999,994 Anjaney Minerals Ltd. of ₹10 each (PY-7,699,995)	1,062.38	770.00
Other Investments		
In equity Shares of Other Companies		
1,500 Ideal Centre Services Pvt Ltd of ₹10 each (PY-1,500)	0.15	0.15
Total Non Current Investment	**1,611.60**	**1,319.22**
Aggregate amount of unquoted Investments	1,611.60	1,319.22

14. LONG TERM LOANS & ADVANCES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
(Unsecured and Considered Good)		
Capital Advances	67.50	73.22
Deposits	2,720.77	1,853.06
	2,788.27	**1,926.28**

15. CURRENT INVESTMENTS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Investments in Quoted Equity Shares		
144,000 Hindustan Petroleum Corporation Ltd. (PY-Nil)	588.44	-
Investments in Units of Mutual Funds		
167,359.045 SBI Magnum Insta Cash- Reg Plan - Growth (PY-Nil)	6,000.00	-
Nil SBI Magnum Income (PY-370,337.509)	-	109.44
Nil SBI-SHF-Ultra Short Term Fund Institutional Plan (PY-96,802.612)	-	1,400.00
Nil Principal Cash Management Fund Growth Plan (PY-27,689.326)	-	300.00
Nil Templeton India Ultra Short Bond Fund Retail Plan-Growth (PY-2,103,182.115)	-	300.00
Nil Templeton India Low Duration Fund Growth Plan (PY-4,965,983.016)	-	600.00
Nil HDFC Cash Management Fund-Savings Plan-Growth (PY-2,995,248.398)	-	700.00
	6,000.00	3,409.44
	6,588.44	**3,409.44**
Aggregate Amount of Unquoted Investments	6,000.00	3,409.44
Aggregate Amount of Quoted Investments	588.44	-
Aggregate Market Value of Quoted Investments	756.65	-

Notes to Financial Statements for the year ended 31st March, 2017

16. INVENTORIES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Raw Materials		
- Ferro Alloys	5,869.46	2,742.95
- Power Plant	1,752.41	1,967.14
Raw Materials in Transit	4,441.35	6,099.14
Work-In-Process	157.50	75.07
Finished Goods	4,558.27	3,000.47
Finished Goods - Trading Goods	545.51	-
Scrap & Slags	621.31	413.71
Stores and Packing Materials	711.47	780.82
	18,657.28	**15,079.30**

17. TRADE RECEIVABLES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
(Unsecured and Considered Good)		
Outstanding for over six months from the due date	323.06	2,140.13
Others	22,198.05	17,729.02
	22,521.11	**19,869.15**

18. CASH & BANK BALANCES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017		As at 31.03.2016	
Cash & Cash Equivalents				
Cash Balances				
Cash in Hand		17.10		18.30
Cheques in Hand		-		0.46
Bank Balances				
- in Current Accounts	6,829.34		2,113.96	
- in Fixed Deposits of less than 3 months maturity	-		600.00	
- Debit Balances in Cash Credit Accounts	734.72	7,564.06	787.69	3,501.64
Cash & Cash Equivalents		**7,581.16**		**3,520.40**
Other Bank Balances				
- in Fixed Deposits as Margin Money *	1,423.47		1,840.86	
- Unpaid dividend a/c*	4.78	1,428.25	4.07	1,844.93
		9,009.41		**5,365.33**

* Represents Balances not available for use by the Company

18.01. The details of Specified Bank Notes(SBN) held and transacted during the period 08.11.2016 to 30.12.2016 is as provided in the table below:-

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Specified Bank Notes	Other Denomination Notes	Total
Closing cash in hand as on 08.11.2016	2.14	10.75	12.89
(+)Permitted receipts	-	22.55	22.55
(-)Permitted payments	-	20.01	20.01
(-)Amount deposited in Banks	2.14	-	2.14
Closing cash in hand as on 30.12.2016	-	13.29	13.29

"Specified Bank Notes" is defined as Bank Notes of denominations of the existing series of the value of five hundred rupees and one thousand rupees.

19. SHORT TERM LOANS AND ADVANCES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
(Unsecured and Considered Good)		
Advances to Subsidiary Company	90.46	83.32
Other Loans & Advances		
- Advance Income Tax (Net of provisions)	-	71.63
- Income Tax Refundable	5.05	5.05
- MAT Credit Entitlement	-	2,380.05
- Balance with Customs, Central Excise Authorities	686.40	584.77
- Prepaid Expenses	73.36	46.54
- Others*	2,873.64	1,829.72
	3,728.91	5,001.08

*includes primarily advance to Sundry Creditors

20. OTHER CURRENT ASSETS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Interest Accrued on Deposits	157.25	158.76
Export Incentives Receivable	1,086.12	992.39
Insurance Claim Receivable	243.15	243.15
Others	548.37	348.21
	2,034.89	1,742.51

21. REVENUE FROM OPERATIONS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017		Year ended 31.03.2016	
Sale of Products				
- Finished Goods	128,637.75		106,630.46	
- Traded Goods	7,823.59	136,461.34	11,146.95	117,777.41
Other Operating Revenue				
- Sale of Scrap, Waste	1,856.16		1,925.80	
- Forex Fluctuation Gain	763.98		120.18	
- Export Incentives	1,301.04	3,921.18	993.35	3,039.33
		140,382.52		120,816.74

21.01 Details of Sales

Particulars	Year ended 31.03.2017		Year ended 31.03.2016	
Finished Goods				
- Ferro Alloys	128,423.70		106,472.73	
- Wind Power	214.05	128,637.75	157.73	106,630.46
Traded Goods				
- Ferro Alloys	1,457.42		4,963.67	
- Manganese Ore	5,216.31		4,592.31	
- Others	1,149.86	7,823.59	1,590.97	11,146.95
		136,461.34		117,777.41

22. OTHER INCOME

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Interest Income	384.23	327.01
Profit on Sale of Fixed Assets	0.83	-
Profit on Sale of Investments	1,589.75	-
Dividend Received*	60.44	-
Commission Received	11.80	26.14
Sundry Balances Written Back (Net)	-	45.42
Miscellaneous Receipts	6.67	2.05
	2,053.72	400.62

Note: Dividend Received includes ₹ 11,524.65 as dividend received and short term loss of ₹ 11,464.21.

23. COST OF RAW MATERIALS CONSUMED

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Opening Stock	2,742.95	3,673.18
Add: Opening Stock taken over from AAL*	-	3,508.43
	2,742.95	7,181.61
Add: Purchases	60,320.06	43,151.64
	63,063.01	50,333.25
Less: Closing Stock	5,869.46	2,742.95
Raw Materials Consumed	57,193.55	47,590.30

Note: Raw material purchase is net of sale of unusable raw materials.

* Consequent to amalgamation of Anjaney Alloys Limited (AAL) with the Company.

23.01 Details of Raw Materials Consumed

Particulars	Year ended 31.03.2017		Year ended 31.03.2016	
Imported				
- Ores	60.65%	34,687.03	65.02%	30,942.22
- Reductants	14.67%	8,388.53	13.21%	6,287.10
Indigenous				
- Ores	10.39%	5,943.12	1.10%	523.61
- Reductants	9.19%	5,253.69	13.81%	6,573.80
- Fluxes	1.34%	767.65	1.82%	868.23
- Others	3.77%	2,153.53	5.03%	2,395.34
		57,193.55		47,590.30

24. DETAILS OF PURCHASES OF TRADED GOODS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Ferro Alloys	1,338.45	4,849.49
Manganese Ore	4,994.91	4,529.37
Others	1,076.57	1,519.63
	7,409.93	10,898.49

Notes to Financial Statements for the year ended 31st March, 2017

25. CHANGES IN INVENTORY OF FINISHED GOODS & WORK IN PROCESS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017		Year ended 31.03.2016	
Stock at the end of the year				
Finished Goods	4,558.27		3,000.47	
Work-In-Process	157.50		75.07	
Scrap & Slags	621.31	5,337.08	413.71	3,489.25
Stock at the beginning of the year				
Finished Goods	3,000.47		2,300.95	
Add: Opening Stock taken over from AAL*	-		1,487.87	
	3,000.47		3,788.82	
Work-In-Process	75.07		61.69	
Add: Opening Stock taken over from AAL*	-		141.79	
	75.07		203.48	
Scrap & Slags	413.71		612.06	
Add: Opening Stock taken over from AAL*	-		60.76	
	413.71	3,489.25	672.82	4,665.12
Increase / (Decrease) in Stock		**1,847.83**		**(1,175.87)**

* Consequent to amalgamation of Anjaney Alloys Limited (AAL) with the Company.

26. EMPLOYEE BENEFITS EXPENSES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Salaries and Wages	1,807.31	1,467.99
Directors' Remuneration	1,424.89	719.30
Contribution to Provident and Other Funds	69.86	82.77
Staff Welfare Expenses	38.05	22.39
	3,340.11	**2,292.45**

26.01 As per Accounting Standard 15 "Employee benefits", the disclosures as defined in the Accounting Standard are given below :

Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under :

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Employer's Contribution to Provident Fund	54.70	46.23

26. EMPLOYEE BENEFITS EXPENSES *(contd...)*

Defined Benefit Plan

Gratuity & Leave

Particulars	Leave(Unfunded)		Gratuity(Unfunded)	
	2016-17	2015-16	2016-17	2015-16
I. Reconciliation of opening and closing balances of Defined Benefit obligation				
Defined Benefit obligation at beginning of the year	28.80	24.90	116.12	91.45
Acquisition Adjustment	-	-	-	-
Interest Cost	2.06	1.86	8.38	7.10
Past Service Cost	-	-	-	-
Current Service Cost	8.58	7.92	29.72	24.97
Curtailment Cost	-	-	-	-
Settlement Cost	-	-	-	-
Benefit paid	2.53	3.44	8.89	5.47
Actuarial gain/loss on obligation	1.29	(2.51)	4.19	(1.92)
Defined Benefit obligation at year end	**38.20**	**28.73**	**149.52**	**116.13**
II. Reconciliation of opening and closing balances of fair value of plan assets	N.A.	N.A.	N.A.	N.A.
III. Reconciliation of fair value of assets and obligation	N.A.	N.A.	N.A.	N.A.
IV. Expense recognised during the year				
Current Service Cost	8.58	7.92	29.72	24.97
Past Service Cost	-	-	-	-
Interest Cost	2.06	1.86	8.38	7.10
Expected return on plan assets	-	-	-	-
Curtailment Cost	-	-	-	-
Settlement Cost	-	-	-	-
Actuarial (gain)/loss	1.29	(2.51)	4.19	(1.92)
Net Cost	**11.93**	**7.27**	**42.29**	**30.15**
V. Investment details	N.A.	N.A.	N.A.	N.A.
VI. Fair value of Plan Assets	N.A.	N.A.	N.A.	N.A.
VII. Expected rate of return on Assets	N.A.	N.A.	N.A.	N.A.
VIII. Actual return on Plan Assets	N.A.	N.A.	N.A.	N.A.

IX. Actuarial assumption

Particulars	2016-17	2015-16
Mortality Table (LICI)	IALM (2006-2008) Ultimate	IALM (2006-2008) Ultimate
Superannuation age	58	58
Early Retirement & Disablement	10 Per Thousand P.A	10 Per Thousand P.A
	6 above age 45	6 above age 45
	3 between 29 and 45	3 between 29 and 45
	1 below age 29	1 below age 29
Discount rate	7.50%	8.00%
Rate of escalation in inflation (per annum)	6.00%	6.00%
Return on Assets	-	-
Remaining Working Life	16/21	19/23
Formula used	Projected Unit Credit Method	Projected Unit Credit Method

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The expected rate of return on plan assets is not applicable as the scheme is unfunded.

Notes to Financial Statements for the year ended 31st March, 2017

27. POWER COST

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Raw Material Consumed in Power Plant		
Opening Stock	1,967.14	1,063.28
Add: Purchases	3,303.59	2,551.25
	5,270.73	3,614.53
Less: Closing Stock	1,752.41	1,967.14
Raw Material Consumed	3,518.32	1,647.39
Sampling & Chemical Analysis	-	5.04
Electricity Charges	24,283.58	29,664.24
Electricity Duty	32.88	16.57
Operation & Maintenance of Power Plant	188.40	121.97
	28,023.18	**31,455.21**

28. FINANCE COST

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Internet Expenses	943.44	1,223.11
	943.44	**1,223.11**

29. DEPRECIATION AND AMORTISATION EXPENSES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Depreciation and Amortisation	2,523.31	2,329.22
	2,523.31	**2,329.22**

30. OTHER EXPENSES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Stores and Packing Material	1,161.97	931.93
Excise Duty #	149.49	(51.68)
Carriage Inward	17.95	12.09
Demurrage Charges	-	315.02
Repairs to Machinery	1,138.66	958.83
Repairs to Building	63.33	57.14
Repairs to Others	36.11	25.05
Packing & Forwarding Expenses	884.81	834.48
Other Manufacturing Expenses	418.87	372.23
Directors' Sitting Fees	3.50	3.60
Pollution Control Expenses	344.91	434.77
Rent	24.44	25.08
Lease Rent	43.51	42.64
Rates & Taxes	2,002.72	507.11
Professional Charges	130.13	61.46
Insurance Premium	52.85	68.74
Bank Commission and Charges	255.59	429.77
Payment to Auditors		
Audit Fees	12.00	12.00
Tax Audit Fees	1.25	1.25
Other Services	4.45	0.50
Reimbursement of Expenses	1.73	1.54
Carriage Outward	986.79	1,234.37
Rebate & Discounts	494.35	409.83
Service Tax Expenses	56.65	35.18
Irrecoverable Balances and Debts Written Off	349.99	-
Brokerage & Commission	420.34	350.39
Export Expenses	2,079.48	1,248.12
Loss on sale of Fixed Assets	-	3.57
Entry Tax	724.36	-
Amalgamation Expenses	2.29	5.03
CSR Expenses	127.13	100.59
Miscellaneous Expenses	460.37	512.26
	12,450.02	8,942.89

Represents excise duty related to the difference between the closing stock and opening stock.

31. NOTE ON AMALGAMATION

Pursuant to the Scheme of Amalgamation ('the Scheme') of Anjaney Alloys Limited (wholly owned subsidiary) with the Company under Sections 391 and 394 of the Companies Act, 1956 sanctioned by The Hon'ble Calcutta High Court on 31st March, 2016, entire business and all assets and liabilities of Anjaney Alloys Limited were transferred and got vested in the Company effective from 1st April, 2015.

45,125,000 Equity Shares of ₹10/- each fully paid in Anjaney Alloys Limited, held as investment by the Company were cancelled and Anjaney Alloys Ltd being wholly owned subsidiary of the Company, no further shares were issued on Amalgamation.

32. CONTINGENT LIABILITIES AND COMMITMENTS

32.01 Contingent Liabilities: (All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
a) Claims against the Company/ disputed liabilities not acknowledged as debts:		
In respect of disputed Excise Duty & Service Tax demand	407.48	559.12
b) Letters of Credit issued by Banks and Outstanding	4,498.87	7,044.21
c) Bank Guarantees issued by Banks and Outstanding	2,886.12	2,492.17
d) Liability in respect of Bills Discounted with Banks and Outstanding	140.06	593.82

32.02 Commitments:

Particulars	As at 31.03.2017	As at 31.03.2016
Estimated amount of Contracts remaining to be executed on Capital Account	9.99	51.93

33. VALUE OF IMPORTS ON CIF BASIS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Raw Materials & Stock in Trade	48,578.38	39,805.84
Capital Goods	32.68	-

34. EXPENDITURE IN FOREIGN CURRENCY

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Interest and Finance Charges	579.03	837.64
Travelling Expenses	0.80	2.15
Demurrage	69.79	269.21
Membership & Subscription	3.54	1.74
Others	767.07	297.13
	1,420.23	1,407.87

35. EARNINGS IN FOREIGN EXCHANGE

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
FOB Value of Exports	66,073.81	54,114.99

36. CAPITAL RISK MANAGEMENT

(a) Risk Management

The Company aim to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to our shareholders.

The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

36. CAPITAL RISK MANAGEMENT *(contd...)*

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

(b) Dividend

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Equity shares		
Final dividend for the year ended 31st March, 2016 was Nil (31st March, 2015- INR 2/-) per fully paid share	-	582.23
Dividends not recognised at the end of the reporting period		
In addition to the above dividends, since year end the directors have recommended the payment of a final dividend of INR 2.50/- per fully paid share (31st March, 2016- Nil). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting	727.79	-

37. DERIVATIVE INSTRUMENTS AND UNHEDGED FOREIGN CURRENCY EXPOSURE

(Amount in Million)

Particulars	As at 31.03.2017	As at 31.03.2016
a) Derivative Contracts entered into by the Company and outstanding as on 31.03.2017		
Forward Contracts to Sell EURO	€ 11.75	-
Forward Contracts to Purchase USD	$2.34	$7.44
b) Unhedged currency exposures as on 31.03.2017		
External Commercial Borrowing	$9.26	$18.40
Trade Receivables	$19.25	$13.20
Trade Payables	$6.96	$10.72

38. SEGMENT REPORTING

The Company is primarily in the business of manufacturing of 'Ferro Alloys'. The other activity of the company is Wind Power and the revenue from same is not material. Accordingly, there are no reportable business segments as per Accounting Standard AS-17, "Segment Reporting" . The geographical segment is not relevant as exports to individual destinations does not cross 10% of the total turnover.

39. RELATED PARTY DISCLOSURES

a) List of related parties with whom transactions have taken place and nature of relationship

Subsidiary Companies

1. AXL Exploration (P) Ltd.
2. Anjaney Minerals Ltd.

Key Managerial Personnel

1. Mr. B. K. Agarwalla (ceased to be Director w.e.f 4th January, 2017)
2. Mr. S. C. Agarwalla
3. Mr. Subodh Agarwalla
4. Mr. A. Agarwalla (ceased to be Director w.e.f 30th September, 2016)

39. RELATED PARTY DISCLOSURES *(contd...)*

Relatives of Key Managerial Personnel

Mr. Sudhanshu Agarwalla

Enterprises over which Key Managerial Personnel are able to exercise significant influence.

1. Anjaney Ferro Alloys Ltd. #
2. Maithan Smelters Pvt. Ltd.
3. Maithan Ceramic Ltd. #
4. Maithan Steel & Power Ltd. #

As on 31st March, 2017, the KMP does not exercise any influence on these enterprises, hence rendering them unrelated to the Company.

b) Transactions during the year with related parties (Figures in '( )' are for previous year)

(All Amount in ₹ in Lakh, unless otherwise stated)

Sl. No.	Nature of Transaction	Subsidiary	Key Managerial Personnel	Relative of Key Managerial Personnel	Others
1.	Sale of Goods	-	-	-	7,137.71
		(-)	(-)	(-)	(5,982.99)
2.	Purchase of Goods	-	-	-	474.82
		(-)	(-)	(-)	(2,337.64)
3.	Receiving of Services	-	1,424.89	381.70	-
		(-)	(719.30)	(52.80)	(-)
4.	Rent received	-	-	-	0.69
		(-)	(-)	(-)	(0.68)
5.	Consignment Purchase	-	-	-	1,581.03
		(-)	(-)	(-)	(3,312.27)
6.	Commission Received	-	-	-	13.56
		(-)	(-)	(-)	(29.74)
7.	Purchase of Shares	-	-	-	292.38
		(-)	(-)	(-)	(-)
8.	On Behalf Expenses	7.39	-	-	689.46
		(1.18)	(-)	(-)	(54.24)

Balances as at year end

Sl. No.	Nature of Transaction	Subsidiary	Key Managerial Personnel	Relative of Key Managerial Personnel	Others
1.	Trade Receivable	-	-	-	0.17
		(-)	(-)	(-)	(552.89)
2.	Trade Payable	-	326.11	78.32	1.05
		(-)	(333.25)	-	(6.13)
3.	Short Term Loans & Advances	90.46	-	-	-
		(83.32)	(-)	(-)	(-)

39. RELATED PARTY DISCLOSURES *(contd...)*

c) Disclosure in respect of transactions which are more than 10% of the total transactions of the same type with related parties

Particulars	Transaction		Balances	
	2016-17	2015-16	2016-17	2015-16
i) Sale of Goods				
Other				
Anjaney Ferro Alloys Ltd.	7,137.71	5,982.99	-	552.89
ii) Purchase of Goods				
Other				
Anjaney Ferro Alloys Ltd.	300.51	2,122.45	-	0.79
Maithan Steel & Power Ltd.	167.34	199.07	1.05	5.34
Maithan Ceramic Ltd.	6.97	16.11	-	-
iii) Receiving of Services				
Key Managerial Personnel				
Mr. B. K. Agarwalla	332.17	280.00	-	120.26
Mr. S. C. Agarwalla	607.10	244.00	186.35	122.16
Mr. Subodh Agarwalla	467.63	195.30	139.76	90.82
Mr. A. Agarwalla	18.00	-		
Relatives of Key Managerial Personnel				
Mr. Sudhanshu Agarwalla	381.70	52.80	78.32	-
iv) Rent Received				
Other				
Maithan Smelters Pvt. Ltd.	0.69	0.68	0.17	-
v) Consignment Purchase				
Other				
Anjaney Ferro Alloys Ltd.	1,581.03	3,312.27	-	-
vi) Commission Received				
Other				
Anjaney Ferro Alloys Ltd.	13.56	29.74	-	-
vii) Purchase of Shares				
Other				
Anjaney Ferro Alloys Ltd.	292.38	-	-	-
viii) On Behalf Expenses				
Subsidiary				
AXL Exploration (P) Ltd.	7.14	0.07	90.46	83.32
Anjaney Minerals Ltd.	0.24	1.10	-	-
Other				
Maithan Smelters Pvt. Ltd.	634.48	-	-	-
Anjaney Ferro Alloys Ltd.	54.98	54.24	-	-

Notes to Financial Statements for the year ended 31st March, 2017

40. EARNINGS PER SHARE

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
i) Net Profit after tax as per Statement of Profit & Loss attributable to Equity shareholders	19,768.71	7,903.04
ii) Weighted Average number of Equity shares used as denominator for calculating EPS	29,111,550	29,111,550
iii) Basic and Diluted Earning per share	67.91	27.15
iv) Face Value per Equity share	10.00	10.00

41. EVENT OCCURING AFTER BALANCE SHEET DATE

The Board of Directors has recommended Equity dividend of ₹ 2.50 per share (Previous year-Nil) for the financial year 2016-17 (Refer Note-36).

42. The previous year figures are reclassified where considered necessary to confirm to this year's classification.

For and on behalf of the Board of Directors

For D. K. Chhajer & Co.
Chartered Accountants
Firm Reg.No.304138E

S. C. Agarwalla
Chairman & Managing Director
DIN: 00088384

Subodh Agarwalla
Whole-time Director & CEO
DIN: 00339855

Dilip Kumar Saha
Partner
Membership No. 014464

Sudhanshu Agarwalla
President & CFO

Rajesh K. Shah
Company Secretary

Place : Kalyaneshwari
Date : 9th May, 2017

Independent Auditors' Report

To the members of
Maithan Alloys Limited

Report on the Consolidated Financial Statements

1. We have audited the accompanying Consolidated Financial Statements of Maithan Alloys Limited ("hereinafter referred to as the Holding Company") and its Subsidiaries (collectively referred to as "the Company" or "the Group"), comprising of the Consolidated Balance Sheet as at 31st March 2017, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

Management's Responsibility for the Consolidated Financial Statements

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

Auditors' Responsibility

3. Our responsibility is to express an opinion on these Consolidated Financial Statements based on our audit. While conducting the audit we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report

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

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

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

Opinion

7. In our opinion, and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information

required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

(a) of the Consolidated Balance Sheet, of the state of affairs of the Company as at 31st March 2017;

(b) of the Consolidated Statement of Profit and Loss, of the profit for the year ended on that date; and

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

Report on Other Legal and Regulatory Requirements

8. As required by section 143(3) of the Act, we report, to the extent applicable, 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 purpose of our audit of the aforesaid Consolidated Financial Statements;

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books;

(c) The Consolidated Balance Sheet, Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements;

(d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

(e) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A"

(f) On the basis of written representations received from the directors of the Holding Company as on 31st March 2017, taken on record by the Board of Directors of Holding Company and the report of other statutory auditors of its Subsidiaries incorporated in India, none of the directors of the Group Companies incorporated in India is disqualified as on 31st March 2017, from being appointed as a director in terms of Section 164(2) of the Act;

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

i. The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group -Refer Note 31.01 (a) to the Consolidated Financial Statements;

ii. Provision has been made in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses on long-term contracts including derivative contracts;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and Subsidiary Companies incorporated in India;

iv. In the Consolidated Financial Statements, holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016, by the Holding Company and its Subsidiaries has been requisitely disclosed, on the basis of information available with the company. Based on audit procedures and relying on management's representations, we report that disclosures are in accordance with the books of accounts maintained by the Company- Refer Note 18.01 to the Consolidated Financial Statements.

For D K Chhajer & Co.
Chartered Accountants
Firm Registration No. 304138E

Dilip Kumar Saha
Partner
Membership No. 014464

Place: Kalyaneshwari
Date: 9th May, 2017

Annexure A to Independent Auditors' Report

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF MAITHAN ALLOYS LIMITED

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 of Maithan Alloys Limited ("the Company") as of 31st March 2017 in conjunction with our audit of the Consolidated Financial Statements of the Group for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on our 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 Group's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Group has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2017, based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For D K Chhajer & Co.
Chartered Accountants
Firm Registration No. 304138E

Dilip Kumar Saha
Partner
Membership No. 014464

Place: Kalyaneshwari
Date: 9th May, 2017

Consolidated Balance Sheet as at 31st March, 2017

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Note	As at 31.03.2017	As at 31.03.2016
A. EQUITY AND LIABILITIES			
1. Shareholders' Funds			
(a) Share Capital	3	2,911.16	2,911.16
(b) Reserves and Surplus	4	55,541.08	36,394.82
		58,452.24	39,305.98
2. Minority Interest		56.66	357.59
3. Non-Current Liabilities			
(a) Long Term Loan	5	1,598.73	8,165.18
(b) Deferred Tax Liabilities (Net)	6	2,579.34	1,824.34
(c) Long Term Provisions	7	169.71	122.85
		4,347.78	10,112.37
4. Current Liabilities			
(a) Short Term Borrowings	8	1,706.09	1,731.60
(b) Trade Payables	9	5,692.63	13,318.07
(c) Other Current Liabilities	10	18,657.98	14,962.92
(d) Short Term Provisions	11	737.62	104.13
		26,794.32	30,116.72
TOTAL		89,651.00	79,892.66
B. ASSETS			
1. Non Current Assets			
(a) Fixed Assets	12		
(i) Tangible Assets		24,181.47	26,437.05
(ii) Intangible Assets		11.41	288.69
(iii) Capital Work In Progress		0.23	-
		24,193.11	26,725.74
(b) Non Current Investments	13	0.15	0.15
(c) Long Term Loans and Advances	14	2,788.44	1,926.53
		26,981.70	28,652.42
2. Current Assets			
(a) Current Investments	15	6,751.44	3,572.44
(b) Inventories	16	18,657.28	15,103.78
(c) Trade Receivables	17	22,521.11	19,869.15
(d) Cash and Bank Balances	18	9,065.10	5,416.06
(e) Short Term Loans and Advances	19	3,638.58	5,532.99
(f) Other Current Assets	20	2,035.79	1,745.82
		62,669.30	51,240.24
TOTAL		89,651.00	79,892.66

The accompanying notes form an integral part of these financial statements.

This is the Balance Sheet referred to in our report of even date.

For and on behalf of the Board of Directors

For D. K. Chhajer & Co.
Chartered Accountants
Firm Reg.No.304138E

S. C. Agarwalla
Chairman & Managing Director
DIN: 00088384

Subodh Agarwalla
Whole-time Director & CEO
DIN: 00339855

Dilip Kumar Saha
Partner
Membership No. 014464

Sudhanshu Agarwalla
President & CFO

Rajesh K. Shah
Company Secretary

Place : Kalyaneshwari
Date : 9th May, 2017

Consolidated Statement of Profit and Loss for the year ended 31st March, 2017

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Note	Year ended 31.03.2017	Year ended 31.03.2016
1. INCOME			
(a) Revenue from Operations	21	140,382.52	120,816.74
Less: Excise Duty		6,172.98	5,737.22
Revenue from Operations (Net)		134,209.54	115,079.52
(b) Other Income	22	2,059.64	406.16
Total Revenue		**136,269.18**	**115,485.68**
2. EXPENSES			
(a) Cost of Materials Consumed	23	57,193.55	47,590.30
(b) Purchases of Traded Goods	24	7,409.93	10,898.49
(c) Changes in Inventories of Finished Goods & Work-In-Process	25	(1,847.83)	1,175.87
(d) Employee Benefit Expenses	26	3,344.86	2,296.53
(e) Power Cost	27	28,023.18	31,455.21
(f) Finance Cost	28	943.44	1,223.11
(g) Depreciation and Amortisation Expenses	29	2,803.04	2,329.22
(h) Other Expenses	30	12,802.25	8,944.21
Total Expenses		**110,672.42**	**105,912.94**
3. Profit / (Loss) Before Tax		**25,596.76**	**9,572.74**
4. Tax Expense:			
(a) Current Tax		5,704.03	2,049.63
(b) MAT Credit Entitlement		-	(2,049.11)
(c) Deferred Tax		755.00	1,696.25
(d) Short / (Excess) Provision for Earlier Years		0.01	(2.61)
Total Tax Expenses		**6,459.04**	**1,694.16**
5. Profit for The Year		**19,137.72**	**7,878.58**
Less: Minority Interest		(8.54)	(5.96)
		19,146.26	**7,884.54**
6. Earnings Per Share (of ₹ 10/- each):	39		
(a) Basic (in ₹)		65.77	27.09
(b) Diluted (in ₹)		65.77	27.09

The accompanying notes form an integral part of these financial statements.

This is the Statement of Profit and Loss referred to in our report of even date.

For and on behalf of the Board of Directors

For D. K. Chhajer & Co.
Chartered Accountants
Firm Reg.No.304138E

S. C. Agarwalla
Chairman & Managing Director
DIN: 00088384

Subodh Agarwalla
Whole-time Director & CEO
DIN: 00339855

Dilip Kumar Saha
Partner
Membership No. 014464

Sudhanshu Agarwalla
President & CFO

Rajesh K. Shah
Company Secretary

Place : Kalyaneshwari
Date : 9th May, 2017

Consolidated Cash Flow Statement for the year ended 31st March, 2017

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit Before Tax	25,596.76	9,572.74
Adjusted for :		
Depreciation & Amortisation	2,803.04	2,329.22
Interest Expense	943.44	1,223.11
Interest Income	(387.03)	(330.06)
Irrecoverable Balances Written Off/Back	695.47	(45.42)
Loss / (Profit) on Sale of Investments	(1,589.75)	-
Dividend Income	(63.56)	(2.50)
Unrealised Forex (Gain) / Loss	36.37	(45.32)
Loss / (Profit) on Sale of Fixed Assets	(0.83)	3.57
	2,437.15	3,132.60
Operating profit before Working Capital changes	28,033.91	12,705.34
Adjusted for :		
Trade and Other Receivables	(5,183.59)	(2,577.17)
Inventories	(3,577.98)	2,421.47
Trade and Other Payables	(4,068.66)	1,163.07
	(12,830.23)	1,007.37
Cash flow before tax and Extraordinary Items	15,203.68	13,712.71
Adjustment for Extraordinary Items	-	-
Cash generated from Operations Before Tax and After Extraordinary Items	15,203.68	13,712.71
Direct Taxes Received/(Paid)	(2,622.68)	(108.29)
NET CASH FLOW FROM OPERATING ACTIVITIES (A)	12,581.00	13,604.42
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(524.76)	(1,186.39)
Sale of Fixed Assets	117.05	25.39
Capital Work In progress	(0.23)	79.64
Purchase of Investments	(54,588.44)	-
Sale of Investments	41,534.97	-
Interest Income	390.95	224.00
Dividend Income	11,527.77	2.50
Investments in Fixed Deposits	421.11	(252.11)
NET CASH USED IN INVESTING ACTIVITIES (B)	(1,121.58)	(1,106.97)

Consolidated Cash Flow Statement for the year ended 31st March, 2017

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
C. CASH FLOW FROM FINANCING ACTIVITIES		
Dividend Paid including Tax on Dividend	-	(700.76)
Interim Dividend Paid including Tax on Dividend	-	(700.76)
Proceeds / (Repayment) from / of Borrowings	(6,088.74)	(7,424.65)
Interest Expense	(1,008.16)	(1,251.59)
Payment (to)/ from minority interest	(292.38)	-
NET CASH USED IN FINANCING ACTIVITIES (C)	**(7,389.28)**	**(10,077.76)**
Net increase/(decrease) in Cash and Cash Equivalents(A+B+C)	4,070.14	2,419.69
Cash and Cash Equivalents at the beginning of the year	3,537.47	1,117.78
Cash and Cash Equivalents at the end of the year	**7,607.61**	**3,537.47**

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

This is the Cash Flow statement referred to in our report of even date.

For and on behalf of the Board of Directors

For D. K. Chhajer & Co.
Chartered Accountants
Firm Reg.No.304138E

S. C. Agarwalla
Chairman & Managing Director
DIN: 00088384

Subodh Agarwalla
Whole-time Director & CEO
DIN: 00339855

Dilip Kumar Saha
Partner
Membership No. 014464

Sudhanshu Agarwalla
President & CFO

Rajesh K. Shah
Company Secretary

Place : Kalyaneshwari
Date : 9th May, 2017

Significant Accounting Policies and Notes on Consolidated Accounts

1. GENERAL INFORMATION

MAITHAN ALLOYS LIMITED (the 'Holding Company') is a public company domiciled in India. The Company is engaged in the manufacture and export of all three bulk Ferro alloys, namely- Ferro Silicon, Ferro Manganese and Silico Manganese. It is also engaged in the generation and supply of wind power and has a captive power plant. The Holding Company's shares are listed on Calcutta Stock Exchange (CSE) and National Stock Exchange (NSE) and are also traded on Bombay Stock Exchange (BSE) under Permitted Category. The Company and its two subsidiaries namely- Anjaney Minerals Limited and AXL Exploration Private Limited are collectively known as the Group.

ANJANEY MINERALS LIMITED, a wholly owned subsidiary of Maithan Alloys Limited and AXL-EXPLORATION PRIVATE LIMITED, a 75% subsidiary of Maithan Alloys Limited are both engaged in mining.

2. SIGNIFICANT ACCOUNTING POLICIES

a. Basis of Preparation of Consolidated Financial Statements:

These Consolidated Financial Statements have been prepared to comply with the generally accepted Accounting Principles in India (Indian GAAPs), including the Accounting Standards specified under Section 133 of the Companies Act, 2013.

These Consolidated Financial Statements have been prepared on accrual basis under historical cost convention. The accounting policies are consistently followed by the Group. Minority interests represent that part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Company.

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

b. Principles of Consolidation

The Consolidated Financial Statements have been prepared on the following basis:

i) The Consolidated Financial Statements of the Holding company and its subsidiary companies are combined on a line by line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions in accordance with Accounting Standard 21 (AS-21) – "Consolidated Financial Statements" issued by the Institute of Chartered Accountants of India.

ii) The difference between the cost of investment and the net assets of the subsidiaries at the time of acquisition of shares in the subsidiaries is recognized in the Consolidated Financial Statements as Goodwill or Capital Reserve, as the case may be.

iii) Minority's share of net profit of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Group.

iv) Minority's share of net assets of consolidated subsidiaries is identified and presented in the consolidated balance sheet separately from liabilities and the equity of the Group's shareholders.

v) As far as possible, the Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Holding Company's standalone financial statements.

c. Use of Estimates:

The preparation of Consolidated Financial Statements in conformity with Indian GAAPs requires judgments, estimates

and assumptions to be made that affect the reported amount of assets and liabilities, disclosures of Contingent Liabilities on the date of the Consolidated Financial Statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results materialize/ are known.

d. Fixed Assets:

Tangible Assets:

Tangible Assets are stated at cost net of recoverable taxes, less accumulated depreciation and impairment loss, if any. The cost of tangible asset comprises its purchase price, borrowing cost and any cost directly attributable to bringing the asset to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rates variations attributable to the assets.

Subsequent expenditures related to an item of tangible asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Items of fixed assets that have been retired from active use and are held for disposal are stated at the lower of their net book value and net realizable value and are shown separately in the Consolidated Financial Statements. Any expected loss is recognized immediately in the Statement of Profit and Loss.

Losses arising from the retirement of and gains or losses arising from disposal of fixed assets which are carried at cost are recognized in the Statement of Profit and Loss.

Loss or gain on conversion of foreign currency liabilities for acquisition of fixed assets are added to or deducted from the cost of the fixed asset.

Intangible Assets:

Intangible Assets are stated at cost of acquisition, net of recoverable taxes less accumulated amortization/depletion and impairment losses, if any. The cost comprises purchase price, borrowing cost and any cost directly attributable to bringing the asset to the working condition for its intended use.

Capital Work-in-Progress:

Projects under which assets are not ready for their intended use are disclosed under Capital Work-in-Progress. It is stated at cost and is inclusive of preoperative expenses and other project development expenses.

e. Depreciation, Amortization and Depletion:

Tangible Assets:

Depreciation on Fixed Assets is provided on Straight Line Method (SLM), except:

i) in case of AXL Exploration Pvt Ltd,

ii) on additions made after 1st April 2006 to Building and Plant & Machineries of Ferro Alloys Units at Kalyaneshwari and Byrnihat,

on which depreciation has been provided on Written Down Value (WDV) method.

Depreciation is provided based on the useful life of the assets as prescribed in Schedule II to the Companies Act, 2013, other than in case of one unit in Visakhapatnam, Andhra Pradesh where:

i) Factory Building and Plant & Machinery are being depreciated over their useful life of 12 years.

ii) Leasehold land is amortized under SLM over the period of lease.

Intangible Assets:

Intangible assets such as software are amortized based upon their estimated useful lives of 3 years.

f. Impairment:

The carrying amount of assets is reviewed at each Balance Sheet date to determine if there is any indication of impairment, based on internal/external factors. An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which asset is identified as impaired. Impairment loss recognized in prior accounting period(s) is reversed if there has been a change in the estimate of recoverable amount. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation, if there was no impairment.

g. Investments:

Investments that are readily realizable and are intended to be held for not more than one year from the date on which such investments are made, are classified as current investments in accordance with Accounting Standard 13 on 'Accounting for Investments'. All other investments are classified as Non-Current investments. Current investments are carried at cost or fair value, whichever is lower. Non-Current investments are carried at cost. However, provision for diminution is made to recognize a decline, other than temporary, in the value of the Non-Current investments, such reduction being determined and made for each investment individually.

h. Inventories:

Inventories are stated at cost (net of CENVAT credit) or net realisable value, whichever is lower. Cost is determined on weighted average method and comprises expenditure incurred in the normal course of business in bringing such inventories to their present location and condition and includes, where applicable appropriate overheads. Obsolete, slow moving and defective inventories are identified at the time of physical verification and where necessary, provision is made for such inventories.

i. Revenue Recognition:

Revenue is recognized only when risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection.

i) Revenue From Operations:

Sale of Goods:

Revenue is recognized when the significant risks and rewards of ownership of goods are transferred to the customer, which generally coincides with delivery. It includes excise duty but excludes value added tax/sales tax.

Export Benefits:

Export Entitlements in the form of Duty Drawback and Merchandise Export from India, scheme are recognized in the Statement of Profit and Loss Account when right to receive credit as per the terms of the scheme is established in respect of exports made and when there is no significant uncertainty regarding the ultimate collection of the relevant exports proceeds.

ii) Other income:

Interest:

Income is recognized proportionately on time- basis taking into account the amount outstanding and the rate applicable.

Dividend income:

Income is recognised only when the right to receive the same is established by the reporting date.

j. Insurance Claim Receivable:

Insurance claims are accounted for on the basis of claims admitted/expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

k. Employee Benefits:

Short term employee benefits:

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by the employees are recognized as an expense in the Statement of Profit and Loss of the year in which the employees render the services. These benefits include performance incentive and compensated absences.

Post-employment benefits:

Defined contribution plans:

A defined contribution plan is a post-employment benefit plan under which the Company pays specified monthly contributions to Provident Fund. The Company's contribution is recognized as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

Defined benefit plans:

The Company provides for gratuity and leave encashment, a defined benefit plan (the "Gratuity Plan and Leave Encashment Plan") covering eligible employees. The Company's liability is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees services. Actuarial losses/ gains are recognized in the Statement of Profit and Loss in the year in which they arise.

l. Foreign Currency transaction:

Initial Recognition:

On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate or that approximates the actual rate between the reporting currency and the foreign currency on the date of the transaction.

Subsequent Recognition:

Monetary items denominated in foreign currencies at the year-end are re-stated at the year-end rates. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange Differences:

Foreign currency assets and liabilities as on the Balance Sheet date are revalued in the accounts on the basis of exchange rates prevailing at the close of the period and exchange loss/gain arising there from, is adjusted to the cost of fixed assets or charged to the statement of Profit & Loss, as the case may be.

Forward Exchange Contracts:

In case of transactions covered by forward contracts, the difference between the contract rate and exchange rate prevailing on the date of transaction, is adjusted to the cost of fixed assets or charged to the Statement of Profit & Loss, as the case may be, proportionately over the life of the contract. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognised as income or expense for the period.

m. Borrowing Cost:

General and specific 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 their intended use or sale. All other borrowing costs are recognized in Statement of Profit and Loss in the period in which they are incurred.

n. Income Taxes:

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets are recognised only if there is virtual certainty that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Group has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Group will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Group.

o. Financial derivatives and Commodity Hedging Transactions:

In respect of derivative contracts , premium paid, gains / losses on settlement and losses on restatement are recognized in the Statement of profit and loss except in case where they relate to the acquisition or construction of Fixed assets, in which case, they are adjusted to the carrying cost of such assets.

p. Government grants and subsidies:

Grants and subsidies from the government are recognized when there is reasonable assurance that the grant/subsidy will be received and all attaching conditions will be complied with.

When the grant or subsidy relates to an expense item, these are deducted from related expense which it is intended to compensate. Where the grants or subsidy relates to an asset, its value is deducted in arriving at the carrying amount of the related asset.

q. Leases

Where the Group as a lessor leases assets under finance leases, such amounts are recognised as receivables at an amount equal to the net investment in the lease and the finance income is recognised based on a constant rate of return on the outstanding net investment. Assets leased by the Group in its capacity as lessee where substantially all the risks and rewards of ownership vest in the Group are classified as finance leases. Such leases are capitalised at the inception of the lease at the lower of the fair value and the present value of the minimum lease payments and a liability is created for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor are recognised as operating leases. Lease rentals under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis.

r. Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present

obligation at the Balance sheet date and are not discounted to its present value. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

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

Contingent Assets are neither recognized nor disclosed in the Consolidated Financial Statements.

s. Segment Reporting :

The accounting policies adopted for segment reporting are in conformity with the accounting policies adopted for the Group. Inter-segment revenues have been accounted for based on prices normally negotiated between the segments with reference to the costs, market prices and business risks, within an overall optimization objective for the Group. Revenue and expenses have been identified with segments on the basis of their relationship to the operating activities of the segment. Revenue and expenses, which relate to the Group as a whole and are not allocable to segments on a reasonable basis have been included under "Unallocated/ Others."

t. Cash and Cash Equivalents :

Cash and cash equivalents for the purpose of the Cash Flow Statement comprises cash on hand, cash at bank, fixed deposits and other short-term highly liquid investments with an original maturity of three months or less that are readily convertible into known amount of cash and which are subject to an in-significant risk of change in value.

u. Earnings Per Share:

i) Basic Earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares outstanding during the year.

ii) Diluted earnings per share is computed by dividing the profit after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations.

iii) Weighted average number of Equity Shares for previous period is changed for events, other than the conversion of potential equity shares that have changed the number of equity shares outstanding without a corresponding change in resources.

3. SHARE CAPITAL

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Authorised Share Capital:		
80,000,000 Equity Shares of ₹10/- each (PY-80,000,000)	8,000.00	8,000.00
Issued & Subscribed Capital		
29,111,550 Equity Shares of ₹10/- each (PY-29,111,550)	2,911.16	2,911.16
Paid up Capital		
29,111,550 Equity Shares of ₹10/- each (PY-29,111,550)	2,911.16	2,911.16
	2,911.16	**2,911.16**

a 14,555,775 (14,555,775) Shares out of the Issued, Subscribed & Paid up capital were allotted as Bonus Shares in the last five years by capitalisation of Share Premium, Capital Redemption Reserve and General Reserves.

b Details of Shareholders holding more than 5% of the aggregate shares in the company

Name of the Shareholder	As at 31.03.2017		As at 31.03.2016	
	No. of Shares	% held	No. of Shares	% held
Maithan Smelters Pvt. Ltd.	5,397,357	18.54	Nil	Nil
H. S. Consultancy Pvt. Ltd.	3,259,200	11.20	750,000	2.58
Woodhat Distributors Pvt. Ltd.	Nil	Nil	915,000	6.29

c Reconciliation of number of shares and share capital:

Particulars	As at 31.03.2017		As at 31.03.2016	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the year	29,111,550	2,911.16	14,555,775	1,455.89
Add: Shares issued / (bought back) during the year	-	-	14,555,775	1,455.58
Less: Shares Forfeited	-	-	-	0.31
Balance at the end of the year	29,111,550	2,911.16	29,111,550	2,911.16

Notes to Consolidated Financial Statements for the year ended 31st March, 2017

4. RESERVES AND SURPLUS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017		As at 31.03.2016	
Capital Reserve				
As per last Balance Sheet	190.29		189.98	
Add: Transfer of Forfeited Shares	-	190.29	0.31	190.29
Securities Premium Account				
As per last Balance Sheet	3,186.70		-	
Add: Received from Transferor Company	-	3,186.70	3,186.70	3,186.70
General Reserve				
As per last Balance Sheet	-		3,099.81	
Add: Transferred from Profit & Loss A/c	3,000.00		750.00	
	3,000.00		3,849.81	
Less: Utilised for issue of Bonus Shares	-		1,455.58	
	3,000.00		2,394.23	
Less: Adjustment for Amalgamation	-	3,000.00	2,394.23	-
Surplus in the Statement of Profit & Loss				
As per last Balance Sheet	33,017.83		27,473.62	
Add: Net Profit for the year	19,146.26		7,884.54	
	52,164.09		35,358.16	
Less: Appropriations				
Transferred to General Reserve	3,000.00		750.00	
Interim Dividend on Equity Shares	-		582.23	
Tax on Dividend	-		118.53	
Less: Adjustment for Amalgamation	-		889.57	
	3,000.00	49,164.09	2,340.33	33,017.83
		55,541.08		**36,394.82**

5. LONG TERM BORROWINGS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017		As at 31.03.2016	
	Non-Current	Current	Non-Current	Current
Secured				
Foreign Currency Loans	1,598.73	4,404.94	8,165.18	4,040.07
	1,598.73	**4,404.94**	**8,165.18**	**4,040.07**

a Foreign Currency Loan from Banks are secured by first mortgage/ charge on entire fixed assets & second charge on current assets of the Visakhapatnam Unit and are further secured by personal guarantees of two directors.

b Rate of Interest & Particulars of Repayments

Rate of Interest	Nature of Loan	Amount	Term of repayment of Term Loan Outstanding as on 31st March, 2017
LIBOR + 250 BPS	Foreign Currency ECB Loan - Citi Bank NA. Jersey	6,003.67	Repayable in 8 Quarterly Installments upto March 2019.

6. DEFERRED TAX LIABILITY (NET)

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Deferred Tax Liability		
Related to Fixed Assets	2,644.30	2,651.95
Deferred Tax Assets		
Related to Retirement Benefits	64.96	827.61
	2,579.34	**1,824.34**

7. LONG TERM PROVISIONS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Provision for Employee Benefits	169.71	122.85
	169.71	**122.85**

8. SHORT TERM BORROWINGS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Secured		
Working Capital Loans From Banks		
Foreign Currency Loan	-	732.56
Rupee Loan	1,706.09	999.04
	1,706.09	**1,731.60**

Working Capital Loans of Kalyaneshwari & Meghalaya Unit are secured by first charge and hypothecation of stocks of finished goods, work in process, raw materials, stores and consumables, receivables, bills, etc. These are further secured by first charge on moveable and immoveable fixed assets both present and future of both the units. Working Capital Loan of Visakhapatnam Unit is secured by first charge on current assets of the Unit and second charge on fixed assets of the unit and personal guarantee of one director.

9. TRADE PAYABLES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
For Goods	5,692.63	13,318.07
	5,692.63	**13,318.07**

DUES TO MICRO AND SMALL ENTERPRISES

There are no dues to Micro and Small Enterprises as at 31st March, 2017. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

10. OTHER CURRENT LIABILITIES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Current Maturities of Long Term Loan (Refer Note 5)	4,404.94	4,040.07
Unpaid Dividend*	4.78	4.07
Interest payable on Secured Loan	4.08	68.81
Creditors for Capital Expenditure	3.84	10.70
Other Payables		
-Statutory Dues	551.28	357.63
-Advance From Customers	1,514.79	147.70
-Others	12,174.27	10,333.94
	18,657.98	14,962.92

* There are no amount due for payment to the Investor Education and Protection Fund at the year end.

11. SHORT TERM PROVISIONS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Provision for Employee Benefits	107.77	104.13
Provision for Income Tax (Net of Advance Tax)	629.85	-
	737.62	104.13

Notes to Consolidated Financial Statements for the year ended 31st March, 2017

12. FIXED ASSETS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As on 01.04.2016	Addition during the year	Sale/ Adjustment	As on 31.03.2017	Up to 01.04.2016	For the Year	Adjustment	Up to 31.03.2017	As on 31.03.2017	As on 31.03.2016
A. TANGIBLE ASSETS:										
OWN ASSETS										
Land										
Freehold Land & Development	620.09	-	-	620.09	-	-	-	-	620.09	620.09
Building										
Non Factory Building	1,955.83	-	6.82	1,949.01	340.39	91.11	-	431.50	1,517.51	1,615.44
Factory Building	2,173.64	-	5.10	2,168.54	860.29	130.71	-	991.00	1,177.54	1,313.35
Plant & Machinery										
Ferro Alloys Division	28,324.38	104.95	129.43	28,299.90	10,995.84	1,957.00	1.70	12,951.14	15,348.76	17,328.54
Power Plant Division	3,341.48	-	115.60	3,225.88	1,225.86	108.59	5.31	1,329.14	1,896.74	2,115.62
Windmill Division	1,769.16	-	-	1,769.16	998.77	65.96	-	1,064.73	704.43	770.39
Other Assets										
Motor Vehicles	336.83	93.41	14.150	416.09	107.56	46.34	9.52	144.38	271.71	229.27
Furniture & Fixtures	125.33	6.44	-	131.77	58.48	14.36	-	72.84	58.93	66.85
Office Equipments	79.47	1.56	-	81.03	54.83	9.98	-	64.81	16.22	24.64
Computers	95.84	18.45	-	114.29	84.23	5.05	-	89.28	25.01	11.61
Sub-total	**38,822.05**	**224.81**	**271.10**	**38,775.76**	**14,726.25**	**2,429.10**	**16.53**	**17,138.82**	**21,636.94**	**24,095.80**
LEASED ASSETS										
Leasehold Land & Development	2,895.47	293.64	-	3,189.11	554.22	90.36	-	644.58	2,544.53	2,341.25
Sub-total	**2,895.47**	**293.64**	**-**	**3,189.11**	**554.22**	**90.36**	**-**	**644.58**	**2,544.53**	**2,341.25**
Total (A)	**41,717.52**	**518.45**	**271.10**	**41,964.87**	**15,280.47**	**2,519.46**	**16.53**	**17,783.40**	**24,181.47**	**26,437.05**
B. INTANGIBLE ASSETS										
Goodwill	279.73	-	-	279.73	-	279.73	-	279.73	-	279.73
Software	79.35	6.30	-	85.65	70.39	3.85	-	74.24	11.41	8.96
Total (B)	**359.08**	**6.30**	**-**	**365.38**	**70.39**	**283.58**	**-**	**353.97**	**11.41**	**288.69**
Total (A + B)	**42,076.60**	**524.75**	**271.10**	**42,330.25**	**15,350.86**	**2,803.04**	**16.53**	**18,137.37**	**24,192.88**	**26,725.74**
Previous Year	41,059.96	1,186.39	169.75	42,076.60	13,033.37	2,329.22	11.73	15,350.86	26,725.74	
Capital Work In Progress									0.23	-

Notes to Consolidated Financial Statements for the year ended 31st March, 2017

13. NON CURRENT INVESTMENTS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Other Investments		
In equity Shares of Other Companies		
1,500 Ideal Centre Services Pvt Ltd of ₹10 each (PY-1,500)	0.15	0.15
Total Non Current Investment	**0.15**	**0.15**
Aggregate amount of unquoted Investments	0.15	0.15

14. LONG TERM LOANS & ADVANCES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
(Unsecured and Considered Good)		
Capital Advances	67.50	73.22
Deposits	2,720.94	1,853.31
	2,788.44	**1,926.53**

15. CURRENT INVESTMENTS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Investments in Quoted Equity Shares		
144,000 Hindustan Petroleum Corporation Ltd. (PY-Nil)	588.44	-
Investments in Units of Mutual Funds		
167,359.045 SBI Magnum Insta Cash- Reg Plan - Growth (PY-Nil)	6,000.00	-
Nil SBI-SHF-Ultra Short Term Fund Institutional Plan (PY-96,802.612)	-	1,400.00
Nil Principal Cash Management Fund Growth Plan (PY-27,689.326)	-	300.00
Nil Templeton India Ultra Short Bond Fund Retail Plan-Growth (PY-2,103,182.115)	-	300.00
Nil Templeton India Low Duration Fund Growth Plan (PY-4,965,983.016)	-	600.00
Nil HDFC Cash Management Fund-Savings Plan-Growth (PY-2,995,248.398)	-	700.00
181,365.099 SBI Magnum Income Fund - Regular Plan - Growth (PY-551,702.608)	50.00	159.44
386,279.357 SBI Short Term Debt Fund - Regular Plan - Growth (PY - 386,279.357)	50.00	50.00
156,041.016 ICICI Prudential Focused Bluechip Equity Fund - Div (PY - 156,041.016)	35.00	35.00
11,761.741 ICICI Prudential Top 100 Fund - Growth (PY - 11,761.741)	28.00	28.00
	6,163.00	**3,572.44**
	6,751.44	**3,572.44**
Aggregate Amount of Unquoted Investments	6,163.00	3,572.44
Aggregate Amount of Quoted Investments	588.44	-
Aggregate Market Value of Quoted Investments	756.65	-

16. INVENTORIES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Raw Materials		
- Ferro Alloys	5,869.46	2,742.95
- Power Plant	1,752.41	1,967.14
Raw Materials in Transit	4,441.35	6,099.14
Work-in-Process	157.50	75.07
Finished Goods		
- Ferro Alloys	4,558.27	3,000.47
- Ores	-	24.48
- Trading Goods	545.51	-
Scrap & Slags	621.31	413.71
Stores and Packing Materials	711.47	780.82
	18,657.28	**15,103.78**

17. TRADE RECEIVABLES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
(Unsecured and Considered Good)		
Outstanding for over six months from the due date	323.06	2,140.13
Others	22,198.05	17,729.02
	22,521.11	**19,869.15**

18. CASH & BANK BALANCES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017		As at 31.03.2016	
Cash & Cash Equivalents				
Cash Balances				
Cash in Hand		19.95		22.16
Cheques in Hand		-		0.46
Bank Balances				
- in Current Accounts	6,852.94		2,127.16	
- in Fixed Deposits of 3 months and less maturity	-		600.00	
- Debit Balances in Cash Credit Accounts	734.72	7,587.66	787.69	3,514.85
Cash & Cash Equivalents		**7,607.61**		**3,537.47**
Other Bank Balances				
- in Fixed Deposits of more than 3 months maturity	8.73		33.66	
- in Fixed Deposits as Margin Money*	1,443.98		1,840.86	
		1,452.71		1,874.52
Unpaid Dividend a/c*		4.78		4.07
		9,065.10		**5,416.06**

* Represents Balances not available for use by the Company.

18.01. The details of Specified Bank Notes(SBN) held and transacted during the period 08.11.2016 to 30.12.2016 is as provided in the table below:-

Particulars	Specified Bank Notes	Other Denomination Notes	Total
Closing cash in hand as on 08.11.2016	2.14	14.58	16.72
(+)Permitted receipts	-	22.55	22.55
(-)Permitted payments	-	20.26	20.26
(-)Amount deposited in Banks	2.14	-	2.14
Closing cash in hand as on 30.12.2016	-	16.87	16.87

"Specified Bank Notes" is defined as Bank Notes of denominations of the existing series of the value of five hundred rupees and one thousand rupees.

19. SHORT TERM LOANS AND ADVANCES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
(Unsecured and Considered Good)		
Other Loans & Advances		
- Advance Income Tax (Net of Provisions)	-	71.46
- Income Tax Refundable	5.05	5.05
- MAT Credit Entitlement	-	2,380.05
- Balance with Customs, Central Excise Authorities	686.40	584.77
- Prepaid Expenses	73.36	340.79
- Others	2,873.77	2,150.87
	3,638.58	5,532.99

20. OTHER CURRENT ASSETS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Interest Accrued on Deposits	158.16	162.08
Export Incentives Receivable	1,086.12	992.39
Insurance Claim Receivable	243.15	243.15
Others	548.36	348.20
	2,035.79	1,745.82

21. REVENUE FROM OPERATIONS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017		Year ended 31.03.2016	
Sale of Products				
- Finished Goods	128,637.75		106,630.46	
- Traded Goods	7,823.59	136,461.34	11,146.95	117,777.41
Other Operating Revenue				
- Sale of Scrap, Waste	1,856.16		1,925.80	
- Forex Fluctuation Gain	763.98		120.18	
- Export Incentives	1,301.04	3,921.18	993.35	3,039.33
		140,382.52		120,816.74

21.01 Details of Sales

Particulars	Year ended 31.03.2017		Year ended 31.03.2016	
Finished Goods				
- Ferro Alloys	128,423.70		106,472.73	
- Wind Power	214.05	128,637.75	157.73	106,630.46
Traded Goods				
- Ferro Alloys	1,457.42		4,963.67	
- Manganese Ore	5,216.31		4,592.31	
- Others	1,149.86	7,823.59	1,590.97	11,146.95
		136,461.34		117,777.41

22. OTHER INCOME

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Interest Income	387.03	330.06
Net Gain on sale of Investments	1,589.75	-
Profit on Sale of Fixed Assets	0.83	-
Commission Received	11.80	26.14
Dividend Received*	63.56	2.50
Miscellaneous Receipts	6.67	2.04
Sundry Balances Written Back (Net)	-	45.42
	2,059.64	406.16

Note: Dividend Received includes ₹ 11,524.65 as dividend received and short term loss of ₹ 11,464.21.

23. COST OF RAW MATERIALS CONSUMED

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Opening Stock	2,742.95	7,181.61
Add: Purchases	60,320.06	43,151.64
	63,063.01	50,333.25
Less: Closing Stock	5,869.46	2,742.95
	57,193.55	**47,590.30**

Note: Raw material purchase is net of sale of unusable raw materials.

23.01 Details of Raw Materials Consumed

Particulars	Year ended 31.03.2017		Year ended 31.03.2016	
Imported				
- Ores	60.65%	34,687.03	65.02%	30,942.22
- Reductants	14.67%	8,388.53	13.21%	6,287.10
Indigenous				
- Ores	10.39%	5,943.12	1.10%	523.61
- Reductants	9.19%	5,253.69	13.81%	6,573.80
- Fluxes	1.34%	767.65	1.82%	868.23
- Others	3.78%	2,153.53	5.03%	2,395.34
		57,193.55		**47,590.30**

24. DETAILS OF PURCHASE OF TRADED GOODS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Ferro Alloys	1,338.45	4,849.49
Manganese Ore	4,994.91	4,529.37
Others	1,076.57	1,519.63
	7,409.93	**10,898.49**

25. CHANGES IN INVENTORY OF FINISHED GOODS & WORK IN PROCESS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017		Year ended 31.03.2016	
Stock at the end of the year				
Finished Goods	4,558.27		3,000.47	
Work-In-Process	157.50		75.07	
Scrap & Slags	621.31		413.71	
Total (A)		5,337.08		3,489.25
Stock at the beginning of the year				
Finished Goods	3,000.47		3,788.82	
Work-In-Process	75.07		203.48	
Scrap & Slags	413.71		672.82	
Total (B)		3,489.25		4,665.12
Increase / (Decrease) in Stock (A-B)		**1,847.83**		**(1,175.87)**

26. EMPLOYEE BENEFITS EXPENSES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Salaries and Wages	1,811.58	1,471.59
Directors' Remuneration	1,424.89	719.30
Contribution to Provident and Other Funds	70.34	83.24
Staff Welfare Expenses	38.05	22.40
	3,344.86	2,296.53

27. POWER COST

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Raw Material Consumed in Power Plant		
Opening Stock	1,967.14	1,063.28
Add: Purchases	3,303.59	2,551.25
	5,270.73	3,614.53
Less: Closing Stock	1,752.41	1,967.14
Raw Material Consumed	3,518.32	1,647.39
Sampling & Chemical Analysis	-	5.04
Electricity Charges	24,283.58	29,664.24
Electricity Duty	32.88	16.57
Operation & Maintenance of Power Plant	188.40	121.97
	28,023.18	31,455.21

28. FINANCE COST

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Interest Expenses	943.44	1,223.11
	943.44	1,223.11

29. DEPRECIATION AND AMORTISATION EXPENSES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Depreciation and Amortisation	2,803.04	2,329.22
	2,803.04	2,329.22

30. OTHER EXPENSES

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Stores and Packing Material	1,161.97	931.93
Excise Duty #	149.49	(51.68)
Carriage Inward	17.95	12.09
Demurrage Charges	-	315.02
Repairs to Machinery	1,138.66	958.83
Repairs to Building	63.33	57.14
Repairs to Others	36.11	25.05
Packing & Forwarding Expenses	884.81	834.48
Others Manufacturing Expenses	418.87	372.23
Director's Sitting Fees	3.50	3.60
Pollution Control Expenses	345.51	434.77
Rent	24.53	25.50
Lease Rent	43.51	42.64
Rates & Taxes	2,007.82	507.17
Professional Charges	130.24	61.53
Insurance Premium	52.85	68.74
Bank Commission and Charges	255.63	429.78
Payment to Auditors		
Audit Fees	12.28	12.27
Tax Audit Fees	1.25	1.25
Other Services	4.45	8.91
Reimbursement of Expenses	1.73	1.58
Carriage Outward	986.79	1,225.96
Rebate & Discounts	494.35	409.83
Service Tax Expenses	56.65	35.18
Brokerage & Commission	420.34	350.39
Export Expenses	2,079.48	1,248.12
Irrecoverable Balances & Debts W/off	349.99	-
Provision for Doubtful Advances	321.00	-
Inventory Loss	24.48	-
Loss on Sale of Fixed Asset	-	3.57
Amalgamation Expenses	2.29	5.03
Entry Tax	724.36	-
CSR Expenses	127.13	100.59
Miscellaneous Expenses	460.90	512.71
	12,802.25	8,944.21

Represents excise duty related to the difference between the closing stock and opening stock.

31. CONTINGENT LIABILITIES AND COMMITMENTS

31.01 Contingent Liabilities: (All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
a) Claims against the Company/ disputed liabilities not acknowledged as debts:		
In respect of disputed Excise Duty & Service Tax demand	845.94	559.12
b) Letters of Credit issued by Banks and Outstanding	4,498.87	7,044.21
c) Bank Guarantees issued by Banks and Outstanding	2,886.12	2,492.17
d) Liability in respect of Bills Discounted with Banks and Outstanding	140.06	593.82

31.02 Commitments:

Particulars	As at 31.03.2017	As at 31.03.2016
Estimated amount of Contracts remaining to be executed on Capital Account	9.99	51.93

32. VALUE OF IMPORTS ON CIF BASIS

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Raw Materials & Stock in Trade	48,578.38	39,805.84
Capital Goods	32.68	-

33. EXPENDITURE IN FOREIGN CURRENCY

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Interest and Finance Charges	579.03	837.64
Travelling Expenses	0.80	2.15
Demurrage	69.79	269.21
Membership & Subscription	3.54	1.74
Others	767.07	297.13
	1,420.23	1,407.87

34. EARNINGS IN FOREIGN EXCHANGE

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
FOB Value of Exports	66,073.81	54,114.99

35. CAPITAL RISK MANAGEMENT

(a) Risk Management

The Group aim to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to our shareholders.

The capital structure of the Group is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

35. CAPITAL RISK MANAGEMENT *(contd...)*

The Group's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Group will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

(b) Dividend

(All Amount in ₹ in Lakh, unless otherwise stated)

Particulars	As at 31.03.2017	As at 31.03.2016
Equity shares		
Final dividend for the year ended 31st March, 2016 was Nil (31st March, 2015- INR 2/-) per fully paid share	-	582.23
Dividends not recognised at the end of the reporting period		
In addition to the above dividends, since year end the directors have recommended the payment of a final dividend of INR 2.50/- per fully paid share (31st March, 2016- Nil). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting	727.79	-

36. DERIVATIVE INSTRUMENTS AND UNHEDGED FOREIGN CURRENCY EXPOSURE

All Amount in Millions

Particulars	As at 31.03.2017	As at 31.03.2016
a) Derivative Contracts entered into by the Company and outstanding as on 31.03.2017		
Forward Contracts to Sell EURO	€ 11.75	-
Forward Contracts to Purchase USD	$2.34	$7.44
b) Unhedged currency exposures as on 31.03.2017		
External Commercial Borrowing	$ 9.26	$ 18.40
Trade Receivables	$ 19.25	$ 13.20
Trade Payables	$ 6.96	$ 10.72

37. SEGMENT REPORTING

The Company is primarily in the business of manufacturing of 'Ferro Alloys'. The other activity of the company is Wind Power and the revenue from same is not material. Accordingly, there are no reportable business segments as per Accounting Standard AS-17, "Segment Reporting" . The geographical segment is not relevant as exports to individual destinations does not cross 10% of the total turnover.

38. RELATED PARTY DISCLOSURES

a) List of related parties with whom transactions have taken place and nature of relationship

Key Managerial Personnel

1. Mr. B. K. Agarwalla (ceased to be Director w.e.f 4th January, 2017)
2. Mr. S. C. Agarwalla
3. Mr. Subodh Agarwalla
4. Mr. A. Agarwalla (ceased to be Director w.e.f 30th September, 2016)

Relatives of Key Managerial Personnel

1. Mr. Sudhanshu Agarwalla

38. RELATED PARTY DISCLOSURES *(contd...)*

Enterprises over which Key Managerial Personnel are able to exercise significant influence.

1. Anjaney Ferro Alloys Ltd. #
2. Maithan Smelters Pvt. Ltd.
3. Maithan Ceramic Ltd. #
4. Maithan Steel & Power Ltd. #

As on 31st March, 2017, the KMP does not exercise any influence on these enterprises, hence rendering them unrelated to the Company.

b) Transactions during the year with related parties (Figures in '( )' are for previous year)

(All Amount in ₹ in Lakh, unless otherwise stated)

Sl. No.	Nature of Transaction	Key Managerial Personnel	Relative of Key Managerial Personnel	Others
1.	Sale of Goods	-	-	7,137.71
		-	-	(5,982.99)
2.	Purchase of Goods	-	-	474.82
		-	-	(2,337.64)
3.	Receiving of Services	1,424.89	381.70	-
		(719.30)	(52.80)	-
4.	Rent received	-	-	0.69
		-	-	(0.68)
5.	Consignment Purchase	-	-	1,581.03
		-	-	(3,312.27)
6.	Commission Received	-	-	13.56
		-	-	(29.74)
7.	Purchase of Shares	-	-	292.38
		-	-	-
8.	On Behalf Expenses	-	-	689.46
		-	-	(54.24)

Balances as at year end

Sl. No.	Nature of Transaction	Key Managerial Personnel	Relative of Key Managerial Personnel	Others
1.	Trade Receivable	-	-	0.17
		-	-	(552.89)
2.	Trade Payable	326.11	78.32	1.05
		(333.25)	-	(6.13)

38. RELATED PARTY DISCLOSURES *(contd...)*

c) Disclosure in respect of transactions which are more than 10% of the total transactions of the same type with related parties

Particulars	Transaction		Balances	
	2016-17	2015-16	2016-17	2015-16
i) Sale of Goods				
Other				
Anjaney Ferro Alloys Ltd.	7,137.71	5,982.99	-	552.89
ii) Purchase of Goods				
Other				
Anjaney Ferro Alloys Ltd.	300.51	2,122.45	-	0.79
Maithan Steel & Power Ltd.	167.34	199.07	1.05	5.34
Maithan Ceramic Ltd.	6.97	16.11	-	-
iii) Receiving of Services				
Key Managerial Personnel				
Mr. B. K. Agarwalla	332.17	280.00	-	120.26
Mr. S. C. Agarwalla	607.10	244.00	186.35	122.16
Mr. Subodh Agarwalla	467.63	195.30	139.76	90.82
Mr. A. Agarwalla	18.00	-	-	-
Relatives of Key Managerial Personnel				
Mr. Sudhanshu Agarwalla	381.70	52.80	78.32	-
iv) Rent Received				
Other				
Maithan Smelters Pvt. Ltd.	0.69	0.68	0.17	-
v) Consignment Purchase				
Other				
Anjaney Ferro Alloys Ltd.	1,581.03	3,312.27	-	-
vi) Commission Received				
Other				
Anjaney Ferro Alloys Ltd.	13.56	29.74	-	-
vii) Purchase of Shares				
Other				
Anjaney Ferro Alloys Ltd.	292.38	-	-	-
viii) On Behalf Expenses				
Other				
Maithan Smelters Pvt. Ltd.	634.48	-	-	-
Anjaney Ferro Alloys Ltd.	54.98	54.24	-	-

Notes to Consolidated Financial Statements for the year ended 31st March, 2017

39. EARNINGS PER SHARE

Particulars	As at 31.03.2017	As at 31.03.2016
i) Net Profit after tax as per Statement of Profit & Loss attributable to Equity shareholders	19,146.26	7,884.54
ii) Weighted Average number of Equity shares used as denominator for calculating EPS*	29,111,550	29,111,550
iii) Basic and Diluted Earning per share	65.77	27.09
iv) Face Value per Equity share	10	10

40. i) Enterprises consolidated as subsidiary in accordance with Accounting Standard 21-Consolidated Financial Statements :

Name of the Enterprise	Country of Incorporation	Proportion of ownership interest
Anjaney Minerals Limited	India	100%
AXL Exploration Private Limited	India	75%

ii) Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary :

Name of the Enterprise	Net Assets i.e. total assets minus total liabilities		Share in profit or loss	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount
Parent				
Maithan Alloys Limited	101.24%	59,236.18	103.25%	19,768.71
Subsidiaries				
Indian				
AXL Explorations Private Limited	0.39%	226.60	-0.18%	(34.16)
Anjaney Minerals Limited	1.12%	657.57	-1.66%	(317.08)
Foreign				
Nil				
Minority Interests in all subsidiaries		56.66		(8.54)
Consolidated		58,508.90		19,146.26

41. EVENT OCCURING AFTER BALANCE SHEET DATE

The Board of Directors has recommended Equity dividend of ₹ 2.50 per share (Previous year-Nil) for the financial year 2016-17 (Refer Note-35).

42. The previous year figures are reclassified where considered necessary to conform to this year's classification.

For and on behalf of the Board of Directors

For D. K. Chhajer & Co.
Chartered Accountants
Firm Reg.No.304138E

S. C. Agarwalla
Chairman & Managing Director
DIN: 00088384

Subodh Agarwalla
Whole-time Director & CEO
DIN: 00339855

Dilip Kumar Saha
Partner
Membership No. 014464

Sudhanshu Agarwalla
President & CFO

Rajesh K. Shah
Company Secretary

Place : Kalyaneshwari
Date : 9th May, 2017

Form AOC-I

(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

PART "A": SUBSIDIARIES

(Information in respect of each subsidiary to be presented with amounts in ₹ Lakh)

1. Sl. No.	01	02
2. Name of the subsidiary	Anjaney Minerals Limited	AXL-Exploration Private Limited
3. The date since when subsidiary was acquired.	22nd October, 2008	16th March, 2004
4. Reporting period for the subsidiary concerned, if different from the holding company's reporting period	1st April, 2016 to 31st March, 2017	1st April, 2016 to 31st March, 2017
5. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Indian Rupees	Indian Rupees
6. Share capital	1100.00	323.50
7. Reserves & surplus	-442.43	-96.90
8. Total assets	658.35	318.04
9. Total liabilities	0.79	91.43
10. Investments	163.00	Nil
11. Turnover	Nil	Nil
12. Profit before taxation	-316.88	-34.16
13. Provision for taxation	0.20	Nil
14. Profit after taxation	-317.08	-34.16
15. Proposed Dividend	Nil	Nil
16. Extent of shareholding in percentage	100%	75%

1. Anjaney Minerals Limited has acquired some mining lands and has applied for mining licences which are in process and is yet to commence its operations.
2. AXL-Exploration Private Limited. has made an application to the government authorities for renewal of its mining lease and necessary approval thereon is awaited. The Company has not undertaken activity pending renewal of mining lease.
3. None of the subsidiary(ies) have been liquidated or sold during the year 2016-17.

PART "B": ASSOCIATES AND JOINT VENTURES

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures:

The Company do not have any associate company or joint ventures.

For and on behalf of the Board of Directors

S. C. Agarwalla
Chairman & Managing Director
DIN: 00088384

Subodh Agarwalla
Whole-time Director & CEO
DIN: 00339855

Place : Kalyaneshwari
Date : 9th May, 2017

Sudhanshu Agarwalla
Chief Financial officer

Rajesh K. Shah
Company Secretary

NOTES

CORPORATE INFORMATION

Chairman and Managing Director
Mr. S. C. Agarwalla

Whole-time Director and CEO
Mr. Subodh Agarwalla

Directors
Mr. Nand Kishore Agarwal
Mr. Biswajit Choudhuri
Mr. Ashok Bhandari
Mr. Vikash Kumar Jewrajka
Mr. P. K. Venkatramani
Mrs. Kalpana Biswas Kundu
Mr. Parasanta Chattopadyay

President & CFO
Mr. Sudhanshu Agarwalla

Company Secretary
Mr. Rajesh K. Shah

Corporate Identification Number
L27101WB1985PLC039503

Auditors
D. K. Chhajer & Co.,
Chartered Accountants

Registered Office
Ideal Centre, 4th Floor,
9, AJC Bose Road,
Kolkata - 700 017

Works
Kalyaneshwari (West Bengal)
Ri-Bhoi (Meghalaya)
Visakhapatnam (Andhra Pradesh)
Jaisalmer (Rajasthan)
Sangli (Maharashtra)

Banks/Financial Institutions
State Bank of India
IndusInd Bank Limited
Citibank N.A.
Axis Bank Limited
ICICI Bank Limited

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maithan alloys ltd

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