



MAHAMAYA STEEL INDUSTRIES LIMITED

CIN : L27107CT1988PLC004607



IS 2062:2011

ISO 9001:2015

REGD. OFFICE & WORKS :

B/8-9, Sector-C, Sarora,
Urla Industrial Complex,
Raipur-493 221 Chhattisgarh



Phone : 0771 4910058
091099 88271

E-mail : marketing@mahamayagroup.in
Website : www.mahamayagroup.in

Ref: MSIL/2019-20/

Date: 05.09.2019

The Secretary, Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Maharashtra, India
Scrip Code: 513554

The Manager
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1
G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai – 400 001
Maharashtra, India
Symbol: MAHASTEEL

Sub: Submission of Annual Report of the Company for the FY 2018-19

Dear Sir,

Pursuant to Regulation 34 (I) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, please find enclosed herewith Annual Report of the Company for the FY 2018-19 including Notice convening the 31st Annual General Meeting (AGM) to be held on 30th September, 2019.

The Annual Report and the Notice of AGM is also placed on the website of the Company i.e. www.mahamayagroup.in and can be accessed as per the details given below:

Annual Report for the FY 2018-19:

Investors > Annual Reports> Annual Report 2019.

Notice of AGM to be held on 30th September, 2019:

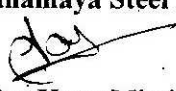
Investor> Notices & Announcements> Notice of Annual General Meeting 2018-19.

This is for your information and records please.

Thanking You,

Yours truly,

For, Mahamaya Steel Industries Limited


Jaswinder Kaur Mission
Company Secretary
Encl: as above



APPROVED SUPPLIER OF : BSP, BHEL, DGS&D, DMRC, SAIL, RIL, NTPC, SEBs, RDSO, CORE, ONGC, GAIL, EIL
MANUFACTURERS : JOIST, CHANNEL, ANGEL, FLAT, ROUND, CROSSING SLEEPER BAR, BLOOM, BILLET etc.

MAHAMAYA

ISO 9001 : 2008



MAHAMAYA STEEL INDUSTRIES LIMITED

31st ANNUAL REPORT 2018-19



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COMPANY'S GENERAL INFORMATION

BOARD OF DIRECTORS :

Mr. Rajesh Agrawal
Mrs. Rekha Agrawal
Mr. Suresh Raman
Mr. Suresh Prasad Agrawal
Mr. Uday Raj Singhania
Mr. Rajesh Lunia

Managing Director
Executive Director
Executive Director & Chief Financial Officer
Independent Director
Additional Independent Director
Additional Independent Director

COMPANY SECRETARY :

Mrs. Jaswinder Kaur Mission

REGISTERED OFFICE & WORKS :

B/8-9, Sector - C,
Urla Industrial Area,
Sarora, Raipur - 493 221 (Chhattisgarh)
Telephone: +91 771 4910058
Fax No.: +91 771 4006611
Email: cs@mahamayagroup.in
Website: www.mahamayagroup.in

STATUTORY AUDITOR:

M/s KPRK & Associates
Nagpur (M.H.)

COST AUDITOR:

M/s Sanat Joshi & Associates
Raipur (C.G.)

BANKERS:

- UCO Bank
Mid Corporate Branch, Raipur (C.G.)
- Andhra Bank
Fafadih Chowk, Raipur (C.G.)

REGISTRAR & SHARE TRANSFER AGENT:

M/s Link Intime India Private Limited,
C-101, 247 Park,
L.B.S. Marg, Vikhroli (W)
Vikhroli (W),
MUMBAI - 400 083 (M.H.)
Contact : 022-49186000
Email: dematremat@linkintime.co.in,
rnt.helpdesk@linkintime.co.in

CIN: L27107CT1988PLC004607

ANNUAL GENERAL MEETING:

Monday, September 30, 2019 at 11.00 am at
B/8-9, Sector - C,
Urla Industrial Complex,
Sarora, Raipur - 493 221 (Chhattisgarh)

A REQUEST :

As a measure of economy copies of Annual Report will not be distributed at the Annual General Meeting. Members are therefore requested to bring their copy to the meeting.

Managing Director's Speech

Dear Shareholders,

Being core sector, steel industry tracks the overall economic growth in the long term. Also, steel demand, being derived from other sectors like automobiles, consumer durables and infrastructure, its fortune is dependent on the growth of these user industries. The Indian steel sector enjoys advantages of domestic availability of raw materials and cheap labour. Iron ore is also available in abundant quantities. This provides major cost advantage to the domestic steel industry.

The Indian steel industry, after recovering from the twin shocks of demonetisation and the Goods and Services Tax (GST) reform, is one of the few bright spots for the world's steel industry in what is forecasted to be a lower growth era. India's apparent steel use per capita for finished steel products stood at 66.2 kg, way below the world average of 212.3 kg in 2017, which suggests that India has a huge unrealised potential for steel demand growth

A Worldsteel study of India, conducted in collaboration with the Indian Steel Association and the support of Indian member companies, identifies the construction sector as a pan-India steel demand driver on the back of strong infrastructure development and housing demand, especially affordable housing. Projects like industrial corridors (connecting existing industrial cities and develop manufacturing sectors) and Sagarmala (connecting states through waterways) will increase India's connectivity, reducing logistical costs of transportation across Indian states. The Smart Cities initiatives will further boost urban infrastructure investment. There are currently 99 smart cities planned across India. The outlook for India's manufacturing sector, which has been lagging behind the service sector as a growth driver, should improve.

Government of India's focus on infrastructure and restarting road projects is aiding the boost in demand for steel. Also, further likely acceleration in rural economy and infrastructure is expected to lead to growth in demand for steel. The Union Cabinet,



Government of India has approved the National Steel Policy (NSP) 2017, as it seeks to create a globally competitive steel industry in India. NSP 2017 envisages 300 million tonnes (MT) steel-making capacity and 160 kgs per capita steel consumption by 2030-31. The Ministry of Steel is facilitating setting up of an industry driven Steel Research and Technology Mission of India (SRTMI) in association with the public and private sector steel companies to spearhead research and development activities in the iron and steel industry at an initial corpus of Rs. 200 crore (US\$ 30 million). The Government of India raised import duty on most steel items twice, each time by 2.5 per cent and imposed measures including anti-dumping and safeguard duties on iron and steel items.

The year 2018-19 was very much favorable for Steel Industry because of it your Company has also grabbed as much opportunities as possible and had performed very well. The results could have been better but due to the elections and certain other factors your company could not grab all the opportunities.

We are glad to inform you all that during the year 2018-19 Your Company has earned revenue from operation of Rs. 46517.06 Lacs giving a significant growth of approx 53.57% as compared to last year. The Net Profit of Your Company stood at Rs. 610.35 Lacs during the year ended on March 31, 2019 against Rs. 253.40 Lacs of previous year ended on March 31, 2018.

For the current year also if the market conditions will be favorable it is expected to grow even better, but at present the market is not very good there is reduction in prices of approx 30 percent also there are lots of changes going on in respect of Government Policies, as and when it becomes little stable your company will strategise accordingly and will try to achieve even more better.

I extend my sincere thanks to the Board of Directors, Management and each & every person of Mahamaya Group.

To Shareholders, on behalf of Board I thank you for your continued support and look forward to a positive 2018-19 and beyond.

With best regards:
Rajesh Agrawal
Managing Director

NOTICE**Mahamaya Steel Industries Limited**

(CIN: L27107CT1988PLC004607)

Regd. Office:

B/8-9, Sector - C, Urla Industrial Area,
Sarora, Raipur - 493 221, Chhattisgarh

Tel. : +91 771 4910058

Fax No. : +91 771 4006611

Email : cs@mahamayagroup.in

Web. : www.mahamayagroup.in

Notice is hereby given that the Thirty First Annual General Meeting of the Members of the Mahamaya Steel Industries Ltd. will be held on Monday 30th September, 2019 at 11.00 am at Registered Office at Plot B/8-9, Sector - C, Urla Industrial Area, Sarora, Raipur - 493 221 (C.G.) to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements (including audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Rekha Agrawal (DIN: 00597156), who retires by rotation and being eligible, offers herself for re-appointment.

Special Business:

3. **To appoint Mr. Uday Raj Singhania (DIN: 02465416) as a Non-Executive Independent Director of the Company.**

To consider and, if thought fit, to give your assent or dissent to the following Ordinary Resolution:

"RESOLVED THAT Mr. Uday Raj Singhania who was appointed by the Board of Directors as an Additional Director of the Company with effect from 22nd September, 2018 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 ("Act") and who is eligible for appointment be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act, the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, Mr. Uday Raj Singhania, who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder, and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, and in respect of whom the Company has received a notice in

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writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Uday Raj Singhania as a candidate for the office of director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a consecutive term of five years commencing from 22nd September, 2018 to 21st September, 2023.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary, be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

4. To appoint Mr. Rajesh Lunia (DIN: 08441126) as a Non-Executive Independent Director of the Company.

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

"RESOLVED THAT Mr. Rajesh Lunia who was appointed by the Board of Directors as an Additional Director of the Company with effect from 4th May, 2019 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 ("Act") and who is eligible for appointment be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act, the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, Mr. Rajesh Lunia, who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder, and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Rajesh Lunia as a candidate for the office of director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a consecutive term of five years commencing from 4th May, 2019 to 3rd May, 2024.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary, be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

5. Ratification of Remuneration of Cost Auditors of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs. 35,000/- (Rupees Thirty Five Thousand Only) including out of pocket expenses if any plus GST as applicable, to be paid to M/s Sanat Joshi & Associates, Cost Accountants (Firm Registration no. 000506), Cost Auditors of the Company, for the financial year 2019-20, as approved by the Board of Directors of the Company, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary, be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

6. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any amendment, modification or re-enactment thereof) and rules made there under and Schedule V thereto and Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), consent be and is hereby accorded for continuation of payment of remuneration to Mr. Rajesh Agrawal, Managing Director & Promoter and Mrs. Rekha Agrawal, Executive Director & Promoter as per the existing terms and conditions as approved by the shareholders at the Annual General Meeting held on 29th September, 2017 till 31st March, 2020, and notwithstanding that:

i) annual remuneration to each of them exceeding Rs. 5 Crores or 2.5 per cent of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013, whichever is higher; or

ii) their aggregate annual remuneration exceeding 5 per cent of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013, till 31st March, 2020.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary, be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

7. To consider and, if thought fit, to pass with or without modification, the following resolution as a Special Resolution

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 ("the Act") and SEBI (LODR) Regulations 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded to the Audit Committee and the Board of Directors to authorize the management of the Company to enter into below

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mentioned transactions, with Abhishek Steel Industries Limited, Shree Shyam Sponge & Power Limited, Devi Iron & Power Private Limited, and Rajesh Agrawal HUF 'Related Parties' as defined under Section 2(76) of the Act and SEBI (LODR) Regulations 2015 including any modifications thereof and such other transactions as required in connection to efficiently carry out the operations of the Company from 30th September, 2019 till 30th September, 2020.

(A) Sale, Purchase & Services to be received from Abhishek Steel Industries Limited (Limit of Rs. 250 Crore from 30th September, 2019 till 30th September, 2020)

- a) Purchase and Sale of Blooms, Billets, Sponge Iron, Pig Iron, End Cutting, Joist, Channel, M.S. Angle, Scrap, Coal or any other goods.
- b) Conversion of Blooms and Billets in to Steel Structures.
- c) All other types of services to be received in connection with the business of the Company.

(B) Sale and Purchases to be done with Devi Iron & Power Private Limited (Limit of Rs. 150 Crore from 30th September, 2019 till 30th September, 2020)

- a) Purchase of Blooms, Billets, Sponge Iron, Pig Iron, End Cutting, Scrap, Coal or any other goods.
- b) Sale of Coal or any other goods

(C) Sale and Purchases to be done with Shree Shyam Sponge & Power Limited (Limit of Rs. 100 Crore from 30th September, 2019 till 30th September, 2020)

- a) Purchase of Blooms, Billets, Sponge Iron, Pig Iron, End Cutting, Scrap, Coal or any other goods.
- b) Sale of Coal or any other goods.

(D) Transportation Services to be received from Rajesh Agrawal HUF (Limit of Rs. 5 Crore 30th September, 2019 till 30th September, 2020)

Transportation Services to be received from Rajesh Agrawal HUF

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary, be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.

Place: Raipur
Date: 5th September, 2019

By Order of the Board

Rajesh Agrawal
Managing Director

NOTES:

1. An explanatory Statement setting out details relating to the special business to be transacted at Annual General Meeting pursuant to section 102(1) of the Companies Act, 2013 is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER. THE INSTRUMENT APPOINTING A PROXY MUST BE DEPOSITED WITH THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.

A Person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. Proxies submitted on behalf of limited companies, societies etc, must be supported by an appropriate resolution/authority as applicable.

3. The Members/Proxies/Representatives are requested to bring the duly filled and signed Attendance Slip enclosed in the Annual Report for attending the Meeting.
4. In case of Joint holders, the signature of any one holder on proxy form will be sufficient, but names of all the joint holders should be stated.
5. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
6. The information regarding the Directors who is proposed to be reappointed, as required to be provided under Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings is annexed hereto.
7. The Company's Registrar and Transfer Agent for its Share Registry Work (Physical and Electronic) is M/s Link Intime India Private Limited having its Registered Office at C-101, 247 Park, L.B.S. Marg, Vikhroli (West) Mumbai - 400 083 (M.H.).
8. Pursuant to the provisions of Section 91 of the Act, the Register of Members and Share Transfer Books will remain closed from 22nd September, 2019 to 30th September, 2019 (both days inclusive).
9. The Ministry of Corporate Affairs, Government of India, has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by the Companies and has issued Circulars allowing companies to send official documents to their Members electronically.

In support of the Green Initiative, the electronic copy of the Notice of the 31st Annual General Meeting of the Company interalia indicating the process and manner of e-voting along with Annual Report, Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for only a hard copy of the

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same. For members who have not registered their email address, physical copy of the Notice of the 31st Annual General Meeting along with Annual Report of the Company inter alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode. Also the Notice of the 31st Annual General Meeting and the Annual Report for the year 2018-19 will also be available on the Company's website at www.mahamayagroup.in.

In case if any Member does not wish to avail the service of documents through electronic mode, such Member may send a request for obtaining the Notice and Annual Report from the Company, in physical mode, by sending a request to the Company at its Registered Office address or through email at: cs@mahamayagroup.in, accordingly the company will send the same, free of cost, upon receipt of a request from such member.

Members are requested to support this Green Initiative by registering / updating their email addresses, with the Depository Participant (in case of shares held in dematerialized form) or with Link Intime India Private Limited (in case of shares held in physical form).

10. Members can avail right of nomination in respect of shares held by them in physical form pursuant to the provisions of section 72 of the Companies Act, 2013. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to Link Intime India Private Limited at the above mentioned address. Members holding shares in electronic mode may contact their respective Depository Participants for availing this facility.
11. A Route Map for easy location to reach the venue of Annual General Meeting is annexed with the notice of Annual General Meeting.
12. Members are requested to:
 - a) Intimate to the Company's Registrar and Transfer Agents, Link Intime India Private Limited at the abovementioned address, changes, if any, in their registered addresses at an early date, in case of Shares held in physical form.
 - b) Intimate to the respective Depository Participant, changes, if any, in their registered addresses, mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s) at an early date, in case of Shares held in dematerialized form.
 - c) Quote their folio numbers/Client ID/DP ID in all correspondence, and
 - d) Consolidate their holdings into one folio in case they hold Shares under multiple folios in the identical order of names.
13. The Company has transferred the unpaid or unclaimed dividends declared up to financial years 2009-10, from time to time, to the Investor Education and Protection Fund (IEPF) established by the Central Government. The Company has uploaded the details of unpaid and unclaimed dividends lying with the on the website of the Company www.mahamayagroup.in. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.
14. (a) Adhering to the various requirements set out in the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has, during financial year 2017-18, transferred to the IEPF Authority all shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more as on the due date of transfer, i.e. October 31, 2017. Details of shares

transferred to the IEPF Authority are available on the website of the Company. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.

- (b) (b) Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back from them. Concerned members/investors are advised to visit the weblink: <http://iepf.gov.in/IEPFA/refund.html> or contact Link Intime India Pvt. Ltd. for lodging claim for refund of shares and / or dividend from the IEPF Authority.

15. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 1, 2019 unless the securities are held in the dematerialized form with the depositories. Therefore, Shareholders are requested to take action to dematerialize the Equity Shares of the Company, promptly.

16. Members holding shares in physical mode:

- (a) are required to submit their Permanent Account Number (PAN) and bank account details to the Company / Link Intime India Pvt. Ltd., if not registered with the Company as mandated by SEBI.
- (b) are requested to register / update their e-mail address with the Company / Link Intime India Pvt. Ltd. for receiving all communications from the Company electronically.

17. Members holding shares in electronic mode:

- (a) are requested to submit their PAN and bank account details to their respective DPs with whom they are maintaining their demat accounts.
- (b) are requested to register / update their e-mail address with their respective DPs for receiving all communications from the Company electronically.

18. Non-Resident Indian members are requested to inform Link Intime India Pvt. Ltd. / respective DPs, immediately of:

- (a) Change in their residential status on return to India for permanent settlement.
- (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

19. Voting through electronic means:

- I. In compliance with the provisions of Section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is pleased to provide its members facility to exercise their right to vote on Resolutions proposed to be considered at the 31st AGM by electronic means known as remote e-voting. The Company has engaged the services of Central Depository Services (India) Limited (CDSL). The Company also will be providing voting facility through polling paper at the Meeting and the members attending the Meeting who have not already cast their vote by remote e-voting may be able to exercise their voting right at the Meeting.

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Members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.

The instructions for members for Remote e-voting electronically are as under:-

- (i) The voting period begins on 26th September, 2019 at 10.00 am and ends on 29th September, 2019, at 5.00 pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20th September, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders/Members.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

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

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for Mahamaya Steel Industries Limited on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non - Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

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- II. Mr. Nitesh Jain, A Practicing Company Secretary, C.P. No. 9273, Membership No. 8216 has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- III. The Chairman shall, at the AGM at the end of discussions on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of "Polling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- IV. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting by polling papers and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- V. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company viz. www.mahamayagroup.in and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited, Mumbai.

Details of Director seeking re-appointment

Disclosure required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 in respect of Directors seeking reappointment:

Name of the Director	Mrs. Rekha Agrawal	Mr. Uday Raj Singhania	Mr. Rajesh Lunia
Director Identification Number (DIN)	00597156	02465416	08441126
Nature of Directorship	Executive Non-Independent Director	Non Executive Independent Director	Non Executive Independent Director
Date of Birth / Age	22.03.1973	24.05.1988	11.08.1967
Nationality	Indian	Indian	Indian
Date of Appointment on Board	19.06.2014	22.09.2018	04.05.2019
Qualification	B.Sc	CA	B.Com
Nature of Expertise	Mrs. Rekha Agrawal is having an experience of more than 15 years in General Administration	Mr. Udayraj Singhania has more than 7 years of experience in the field of accountancy, auditing, and finance. He possess outstanding exposure as a Practicing Chartered Accountant with various prominent groups of varied industries.	Mr. Rajesh Lunia has 9 years of experience in Marketing & more than 18 years of experience in Auto Finance Industry. He has worked with many big Organizations Citi Bank, AXIS, HDFC, YES Bank
Terms and conditions of appointment/ re-appointment	Executive Non-Independent, liable to retire by rotation.	Non Executive Independent Director for a period of 5 years not liable to retire by rotation.	Non Executive Independent Director for a period of 5 years not liable to retire by rotation.
Remuneration last drawn (2018-19)	Details of remuneration is provided in Report of Corporate Governance forming a apart of Annual Report for the FY 2018-19		
Number of Meetings of the Board attended during the year (i e F.Y. 2018-19)	12 out of 12 Board meetings, the details of the same, is morefully described in the Corporate Governance Report which forms part of the Annual Report	6 out of 6 Board meetings The details of the same, is morefully described in the Corporate Governance Report which forms part of the Annual Report	None*
**Directorships held in other Public Companies	Abhishek Steel Industries Limited	Abhishek Steel Industries Limited	Abhishek Steel Industries Limited
***Memberships/ Chairmanships of Committees in other Public	NIL	Chairmanship in Audit Committee of Abhishek Steel Industries Limited	Membership in Audit Committee of Abhishek Steel Industries Limited
No. of Shares held in the Company	1977477	NIL	NIL
Relationship with other Directors & KMP of the Company	Mrs. Rekha Agrwal is Wife of Mr. Rajesh Agrawal Managing Director of the Company.	None	None

* Appointed as an Additional Director (Independent) w.e.f. 04.05.2019

** Directorships in Private Limited Companies are excluded.

*** Membership and Chairmanship of only Audit Committees and Stakeholders' Relationship Committees have been included in the aforesaid table.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

The statement pursuant to Section 102(1) of the Companies Act, 2013 for Item Nos. 3 to 7 of the accompanying notice is as under:

ITEM NO. 3

The Board of Directors of the Company at its meeting held on 22nd September, 2018 on the recommendation of Nomination and Remuneration Committee, appointed Mr. Uday Raj Singhania, aged 31years (DIN: 02465416) as an Additional Director and also an Independent Director, not liable to retire by rotation, for a term of 5 (Five) years with effect from 22nd September, 2018, subject to approval of the shareholders of the Company.

He is entitled to hold office up to the conclusion of the ensuing Annual General Meeting.

The Company has received notices in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Uday Raj Singhania for appointment as Independent Director of the Company. He is not disqualified from being appointed as Director in terms of Section 164 of the Act and have given her consent to act as Director. The Company has also received declaration from him that he meet with the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Further, in terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that that he is not aware of any circumstances or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

The Board of Directors considered the matter of his appointment and felt that his continued association would be of immense benefit to the Company and proposed his appointment as Independent Director under Section 149 of the Act to hold office for a term of five consecutive years commencing from 22nd September, 2018 to 21st September, 2023 or till such earlier date to conform with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines thereto. In the opinion of the Board, he fulfill conditions of appointment as Independent Director as specified in the Act and the Listing Regulation.

Brief particulars of the Director, such as his educational and professional qualifications, nature of the working experience, name(s) of the companies in which he hold directorships, memberships and chairmanships in various Committees, his shareholding in the Company, relationship between director inter-se are provided by way of Annexure to the Notice. This statement may also be regarded as a disclosure under Regulation 36(3) Of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.

Copy of the draft letter for appointment of the aforesaid director as Independent Director, setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day between 11.00 a.m. to 5.00 p.m. upto the date of the AGM.

Mr. Uday Raj Singhania is interested in the resolution with regard to his appointment. Save and except the above, no other Director / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the resolution set out at Item No. 3 to the shareholders for their approval.

ITEM NO. 4

The Board of Directors of the Company at its meeting held on 4th May, 2019 on the recommendation of Nomination and Remuneration Committee, appointed Mr. Rajesh Lunia, aged 52 years (DIN: 08441126) as an Additional Director and also an Independent Director, not liable to retire by rotation, for a term of 5 (Five) years with effect from 4th May, 2019, subject to approval of the shareholders of the Company.

He is entitled to hold office up to the conclusion of the ensuing Annual General Meeting.

The Company has received notices in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Rajesh Lunia for appointment as Independent Director of the Company. He is not disqualified from being appointed as Director in terms of Section 164 of the Act and have given her consent to act as Director. The Company has also received declaration from him that he meet with the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Further, in terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that that he is not aware of any circumstances or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

The Board of Directors considered the matter of his appointment and felt that his continued association would be of immense benefit to the Company and proposed his appointment as Independent Director under Section 149 of the Act to hold office for a term of five consecutive years commencing from 4th May, 2019 to 3rd May, 2024 or till such earlier date to conform with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines thereto. In the opinion of the Board, he fulfill conditions of appointment as Independent Director as specified in the Act and the Listing Regulation.

Brief particulars of the Director, such as his educational and professional qualifications, nature of the working experience, name(s) of the companies in which he hold directorships, memberships and chairmanships in various Committees, his shareholding in the Company, relationship between director inter-se are provided by way of Annexure to the Notice. This statement may also be regarded as a disclosure under Regulation 36(3) Of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.

Copy of the draft letter for appointment of the aforesaid director as Independent Director, setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day between 11.00 a.m. to 5.00 p.m. upto the date of the AGM.

Mr. Rajesh Lunia is interested in the resolution with regard to his appointment. Save and except the above, no other Director / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the resolution set out at Item No. 4 to the shareholders for their approval.

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ITEM NO. 5

The Board of Directors of the Company, on the recommendation of the Audit Committee, at its meeting held on 4th May, 2019, has considered and approved the appointment of M/s Sanat Joshi & Associates, Cost Accountants (Firm Registration no. 000506), Cost Auditors of the Company, for the financial year 2019-20 at a remuneration of Rs. 35,000/- (Rupees Thirty Five Thousand Only) including out of pocket expenses if any plus GST as applicable.

Pursuant to Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration, as approved by the Board of Directors of the Company on the recommendation of the Audit Committee, is required to be subsequently ratified by the Members of the Company.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives is concerned or interested financially or otherwise in this resolution.

The Board recommends the resolution set out at Item No. 5 to the shareholders for their approval.

ITEM NO. 6

The remuneration of Mr. Rajesh Agrawal, Managing Director and Mrs. Rekha Agrawal Executive Director Promoters of the Company was approved by the Shareholders by passing a Special Resolution on 29th September, 2015. Regulation 17(6)(e) was inserted in the Listing Regulations vide Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 with effective from April 1, 2019. The said regulation prescribe that the fee or compensation payable to all the Executive Directors who are promoters or members of the promoter group, shall be subject to the approval of the Shareholders by special resolution in general meeting, if -

- i) the annual remuneration payable to such Executive Director exceeds rupees 5 crores or 2.5% of the net profits of the listed entity, whichever is higher; or
- ii) where there is more than one such director, the aggregate annual remuneration to such Directors exceeds 5% of the net profits of the listed entity:

Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such Director.

Mr. Rajesh Agrawal, Managing Director and, Mrs. Rekha Agrawal Executive Director are promoters of the Company and their aggregate annual remuneration exceeds 5% of the net profits of the Company. In order to comply with the requirement of Regulation 17(6)(e) of the listing regulations and on recommendation of Nomination and Remuneration Committee, Board of Directors is seeking to take members' approval by way of Special Resolution for paying remuneration at the same levels as paid during the financial year 2018- 2019, to both the directors up to 31st March, 2020, which was already approved by the members by passing a Special Resolution on 29th September, 2017.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives except Mr. Rajesh Agrawal, Mrs. Rekha Agrawal and their relatives is concerned or interested in the Special Resolution set out at Item No. 6.

The Board recommends the resolution set out at Item No. 6 to the shareholders for their approval.

ITEM NO. 7

Section 188 of the Companies Act, 2013 read with Rule 15 of Companies (Meetings of Board Pursuant to Regulation 23 of SEBI (LODR) Regulations, 2015 all material related party transactions shall require approval of the shareholders through resolution and the related parties shall abstain from voting on such resolution whether the entity is a related party to the particular transactions or not.

Thus Approval is required from the Shareholders for the following Contracts/transactions to be entered in to with Abhishek Steel Industries Limited, Shree Shyam Sponge & Power Limited, Devi Iron & Power Private Limited, and Rajesh Agrawal HUF (Related Parties).

(A) Sale, Purchase & Services to be received from Abhishek Steel Industries Limited (Limit of Rs. 250 Crore from 30th September, 2019 till 30th September, 2020)

- d) Purchase and Sale of Blooms, Billets, Sponge Iron, Pig Iron, End Cutting, Joist, Channel, M.S. Angle, Scrap, Coal or any other goods.
- e) Conversion of Blooms and Billets in to Steel Structures.
- f) All other types of services to be received in connection with the business of the Company.

(B) Sale and Purchases to be done with Devi Iron & Power Private Limited (Limit of Rs. 150 Crore from 30th September, 2019 till 30th September, 2020)

- c) Purchase of Blooms, Billets, Sponge Iron, Pig Iron, End Cutting, Scrap, Coal or any other goods.
- d) Sale of Coal or any other goods

(C) Sale and Purchases to be done with Shree Shyam Sponge & Power Limited (Limit of Rs. 100 Crore from 30th September, 2019 till 30th September, 2020)

- a) Purchase of Blooms, Billets, Sponge Iron, Pig Iron, End Cutting, Scrap, Coal or any other goods.
- b) Sale of Coal or any other goods.

(D) Transportation Services to be received from Rajesh Agrawal HUF (Limit of Rs. 5 Crore 30th September, 2019 till 30th September, 2020)

Transportation Services to be received from Rajesh Agrawal HUF

The Particulars of the transaction pursuant to Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 read with Section 188 of the Companies Act, 2013 are as under:

Related Party transaction with Abhishek Steel Industries Limited

- 1) Name of the Related Party: Abhishek Steel Industries Limited.
- 2) Name of the Director or Key Managerial Personnel who is related: Mr. Rajesh Agrawal, Managing Director and Mrs. Rekha Agrawal, Director.
- 3) Nature of Relationship: Mr. Rajesh Agrawal and Mrs. Rekha Agrawal are common Directors and shareholders in Abhishek Steel Industries Limited and the Company.

Relative

Mr. Ramanand Agrawal(relative of Mr. Rajesh Agrawal and Mrs. Rekha Agrawal) is Director in Abhishek Steel Industries Limited and common shareholder in Abhishek Steel Industries Limited and the Company.

- 4) Nature, Material terms, Monetary Value and particulars of the Contract or arrangement: All the Contracts/transactions are at best negotiated terms/market price.
- 5) Any other information relevant or important for the members to take decision on the proposed resolution - None.

Related Party transaction with Devi Iron & Power Private Limited

- 1) Name of the Related Party: Devi Iron & Power Private Limited.
- 2) Name of the Director or Key Managerial Personnel who is related: Mr. Rajesh Agrawal, Managing Director and Mrs. Rekha Agrawal, Director.
- 3) Nature of Relationship: Mr. Rajesh Agrawal is common director and shareholder in both the Companies, Mrs Rekha Agrawal is common shareholder in Devi Iron & Power Private Limited and the Company.

Relative

Mr. Ramanand Agrawal(relative of Mr. Rajesh Agrawal and Mrs. Rekha Agrawal) is Director in Devi Iron & Power Private Limited and common shareholder in Devi Iron & Power Private Limited and the Company.

- 4) Nature, Material terms, Monetary Value and particulars of the Contract or arrangement: All the Contracts/transactions are at best negotiated terms/market price.
- 5) Any other information relevant or important for the members to take decision on the proposed resolution – None.

Related Party transaction with Shree Shyam Sponge & Power Limited

- 1) Name of the Related Party: Shree Shyam Sponge & Power Limited.
- 2) Name of the Director or Key Managerial Personnel who is related: Mr. Rajesh Agrawal, Managing Director and Mrs. Rekha Agrawal, Director.
- 3) Nature of Relationship: Mr. Rajesh Agrawal and Mrs Rekha Agrawal are common shareholder in Shree Shyam Sponge & Power Limited and the Company.

Relative

Mr. Ramanand Agrawal(relative of Mr. Rajesh Agrawal and Mrs. Rekha Agrawal) is Director in Shree Shyam Sponge & Power Limited and common shareholder in Shree Shyam Sponge & Power Limited and the Company.

- 4) Nature, Material terms, Monetary Value and particulars of the Contract or arrangement: All the Contracts/transactions are at best negotiated terms/market price.
- 5) Any other information relevant or important for the members to take decision on the proposed resolution – None.

Related Party transaction with Rajesh Agrawal HUF

- 1) Name of the Related Party: Rajesh Agrawal HUF.
- 2) Name of the Director or Key Managerial Personnel who is related: Mr. Rajesh Agrawal, Managing Director and Mrs. Rekha Agrawal, Director.
- 3) Nature of Relationship: Mr. Rajesh Agrawal is Director of the Company is Karta of Rajesh Agrawal HUF and Mrs Rekha Agrawal relative of Mr. Rajesh Agrawal.
- 4) Nature, Material terms, Monetary Value and particulars of the Contract or arrangement: All the Contracts/transactions are at best negotiated terms/market price.
- 5) Any other information relevant or important for the members to take decision on the proposed resolution – None.

The Board, therefore recommends the Special Resolution set out in Item No. 7.

Place: Raipur
Date: 5th September, 2019

By Order of the Board

Rajesh Agrawal
Managing Director

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DIRECTORS' REPORT

To
The Member of
Mahamaya Steel Industrial Limited

Your Directors have pleasure in presenting the 31st Annual Report together with audited accounts of your Company for the year ended 31st March, 2019.

1. FINANCIAL RESULTS

(Rs. In Lacs)

Particulars	Standalone		Consolidated	
	2018-19	2017-18	2018-19	2017-18
Revenue from Operations	46517.06	0291.22	46517.06	30291.22
Other Income	211.84	172.80	211.84	172.80
Total Revenue	46728.90	30464.02	46728.90	30464.02
Profit/Loss before Finance Cost, Depreciation & Amortization Expense and Tax	1028.72	1118.62	2269.25	1157.81
Finance Cost	1118.62	1157.81	1118.62	1157.81
Profit/(Loss) before Depreciation & Tax	1355.51	1114.44	1355.51	1114.44
Depreciation	632.81	669.45	632.81	669.45
Profit/(Loss) before Tax & Exceptional Items	722.70	441.99	722.70	441.99
Add: Exceptional Items	(1.49)	(3.58)	(1.49)	(3.58)
Profit/(Loss) before Tax	721.20	438.41	721.20	438.41
Share of Profit/(loss) of Associates	-	-	(24.59)	(17.29)
Provision for Tax				
Less: Current Tax	148.00	86.52	148.00	86.52
Deferred Tax	(37.15)	98.49	(37.15)	98.28
Net Profit / (Loss) after Tax	610.35	253.40	585.76	236.33
Other Comprehensive Income	5.00	6.76	5.00	6.76
Total Comprehensive Income	615.35	260.16	590.76	243.08
Face Value per Equity	10	10	10	10
Earnings Per Share (in Rs.)				
Basic	4.50	1.87	4.32	1.74
Diluted	4.50	1.87	4.32	1.74

2. RESULTS OF OPERATION AND STATE OF COMPANY'S AFFAIRS

The Company has earned revenue from operation of Rs. 46517.06 Lacs during the year ended on 31st March, 2019 as against Rs. 30291.22 Lacs earned during the previous year ended on 31st March, 2018, giving a significant growth of 53.57% as compared to previous year. The Company has also earned other income of Rs 211.84 Lacs during the year under review as against Rs. 172.80 Lacs earned during the previous year. The Company earned Profit Before Tax (PBT) of Rs. 721.20 Lacs during the year ended on 31st March, 2019 against Rs. 438.41 Lacs of previous year ended on 31st March, 2018. The Company earned Profit After Tax (PAT) of Rs. 610.35 Lacs during the year ended on 31st March, 2019 against Rs. 253.40 Lacs of previous year ended on 31st March, 2018.

There are no material changes and commitments affecting the financial position of the company which have occurred between the end of Financial Year 2018-19 and the date of this report.

3. DIVIDEND & RESERVES

The Directors have decided to consolidate Company's finances during the current year. As a result, the Directors do not recommend any Dividend on Equity Shares for the financial year ended 31st March, 2019.

During the year under review, no transfer is proposed to the General Reserve. An amount of Rs. 615.35 Lacs is proposed to be retained as Surplus in the Statement of Profit and Loss.

4. REDEMPTION OF PREFERENCE SHARES

During the year under review as per the terms of Issue 22,00,000 8% Redeemable Non Convertible Non Cumulative Preference Shares which is due to be redeemed, has been redeemed aggregating to Rs. 2,20,00,000 being the redemption of first tranche.

5. SHARE CAPITAL

During the financial year under review, there is change in the debt component of Share Capital due to redemption of 22,00,000 8% Redeemable Non Convertible Non Cumulative Preference Shares. Further there is no change in Equity Component of Share Capital.

6. CHANGE IN THE NATURE OF BUSINESS

During the year under review, there are no changes in the nature of the business of the Company.

7. SUBSIDIARIES, ASSOCIATE AND JOINT VENTURE COMPANIES & CONSOLIDATED FINANCIAL STATEMENTS

As on 31st March, 2019 the company have one associate M/s Abhishek Steel Industries Limited, and do not have any subsidiary and Joint Venture Companies. During the year under

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review, no other Company became or ceased to become Subsidiary, Joint Venture or Associate Company. As per Regulation 33 of the Securities and Exchange Board Regulations, 2015 (hereinafter referred to as "Listing Regulations") and Section 129(3) of the Companies Act, 2013 read with the Rules issued thereunder, the Consolidated Financial Statements of the Company for the Financial Year 2018-19 have been prepared in compliance with applicable accounting standards and on the basis of audited financial statement of the Company, its associate Company, as approved by the respective Board of Directors.

The Consolidated Financial Statements together with the Auditors' Report form part of this Annual Report.

Further a statement containing the salient features of the financial statement of our associate in the prescribed format AOC-1 is appended as **Annexure-A** to the Director's Report.

The audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of each of its associates are available on our website www.mahamayagroup.in. These documents will also be available for inspection during business hours at registered office of the Company.

8. SEGMENT REPORTING

The Company is engaged in the Steel Structural business only and therefore there is only one reportable segment in accordance with the Indian Accounting Standard (Ind AS) 108 Operating Segments.

9. QUALITY

Your Company has continued emphasis on Research & Development. A dedicated Quality Assurance team is monitoring product quality. Your Company strives to be industry leader by adopting modern technology.

10. INSURANCE

All assets of the Company, including Building, Plant & Machinery, Stocks etc., wherever necessary and to the extent required, have been adequately insured.

11. INTERNAL FINANCIAL CONTROLS

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observation has been received from the Statutory Auditors and the Internal Auditors of the Company on the inefficiency or inadequacy of such controls.

12. SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to Meetings of the Board of Directors and General Meetings, respectively, have been duly followed by the Company.

13. PARTICULARS OF CONTRACTS AND ARRANGEMENTS WITH RELATED PARTY

All related party transactions, contracts or arrangements that were entered into, during the financial year under review, were on an arms-length basis and in the ordinary course of business. The Company has adhered to its Policy on Related Party Transactions and Materiality of Related Party Transactions while pursuing all Related Party transactions.

Further, during the year, the Company had entered into contract/ arrangement / transaction with related parties which are material in accordance with SEBI LODR Regulations and with the policy of the Company on materiality of related party transactions, for that prior approval was taken in the last AGM via Special Resolution.

Information on transactions with related parties pursuant to section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in **Annexure-B** in Form AOC-2 and the same forms part of this report.

Further Company has put up a Special Resolution in the Notice of the ensuing AGM for the Shareholder's approval in order to enter in to transaction with related parties which may result in material transaction in terms of SEBI LODR Regulations and with the policy of the Company on materiality of related party transactions

14. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Particulars of Loans, Guarantees and Investments covered under section 186 of the Companies Act, 2013 form part of the notes to the Financial Statements provided in this Annual Report.

15. RECLASSIFICATION OF PROMOTER & PROMOTER GROUP CATEGORY TO PUBLIC CATEGORY

During the year under review certain persons Mr. Nitin Agrawal, Mr. Ravi Agrawal, Mrs. Neha Agrawal & Anand Agrawal HUF has been reclassified from Promoter Group Category to Public Category vide receipt of approval from the National Stock Exchange of India Limited and BSE Limited on 1st June, 2019, under Regulation 31A of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

16. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are enclosed with this report as **Annexure-C**.

The Statement of particulars of employees under Section 197(12) read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 is not provided with as during the financial year under review, no employee of the Company including Managing Director was in receipt of remuneration in excess of the limits set out in the said rules.

17. REPORT ON CORPORATE GOVERNANCE & MANAGEMENT DISCUSSION & ANALYSIS

Pursuant to Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Company has taken adequate steps to ensure that all mandatory provisions of Corporate Governance as prescribed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are complied with, a separate section titled Report on Corporate Governance together with a Certificate from the Practicing Company Secretary forms part of this Report.

A detailed Management Discussion & Analysis forms part of this Report.

18. MEETINGS

Board Meetings

During the year, Twelve Board Meetings were convened and held the details of which are given in the Corporate Governance Report. The maximum interval between any two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013.

Committee Meetings

During the year Ten Audit Committee Meetings, Five Nomination & Remuneration Committee Meetings, Four Stakeholders Relationship Committee Meetings & One Corporate Social Responsibility Committee Meetings were convened and held the details of which are given in the Corporate Governance Report.

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Meeting of Independent Directors

During the year under review, the Independent Directors met on 25th March, 2019, inter alia, to:

- a) Review the performance of Non Independent Directors, and the Board of Directors as a whole;
- b) Review the performance of the Managing Director of the Company, taking into account the views of the Executive and Non Executive Directors.
- c) Assess the quality, content and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at this meeting. The observations made by the Independent Directors have been adopted and put into force.

19. DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declarations from each Independent Directors under section 149(7) of the Companies Act, 2013 that he/she meets the criteria of Independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 16(b) and Regulation 25 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015.

20. BOARD EVALUATION

Pursuant to the corporate governance requirements as prescribed in the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015, the Board of Directors has carried out an annual evaluation of its own performance, Board Committees and of individual directors. In a separate meeting of independent directors, performance of non-independent directors, performance of the Board as a whole, performance of the Committee(s) of the Board and performance of the Chairman was evaluated, taking into account the views of other directors. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated

21. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

In compliance with the requirements of SEBI Regulations, the Company has put in place a familiarization programme for the Independent Directors to familiarize them with their role, rights and responsibility as Directors, the working of the Company, nature of the industry in which the Company operates, business model etc. The details of such familiarization programme can be accessed on the Company's website at www.mahamayagroup.in

22. POLICIES

In accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 the Company has formulated and implemented the following policies. All the Policies are available on Company's website (www.mahamayagroup.in) under the heading "**Policies**". The policies are reviewed periodically by the Board and updated based on need and requirements.

Whistle Blower & Vigil Mechanism Policy

In pursuant to regulation 9A(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015 the Company has revised Whistle Blower Policy to include in its scope any instances related to Insider Trading and has also provided access to the employees of the Company to report the instances of leak of Unpublished Price Sensitive Information or suspected leak of Unpublished Price Sensitive Information. The Company has established Vigil Mechanism for the directors and employees of the Company to report, serious and genuine unethical behavior, actual or suspected fraud and violation of the Company's code of conduct or ethics policy. It also provides adequate safeguards against victimization of persons, who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee

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in appropriate or exceptional cases. None of the employees of the Company has been denied access to the Audit Committee.

Mrs. Jaswinder Kaur Mission Company Secretary and Compliance Officer of the Company, has been designated as Vigilance and Ethics Officer for various matters related to Vigil Mechanism.

Policy for Related Party Transactions

In pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the Company has revised the Policy on Related Party Transactions. The policy regulates all transactions taking place between the Company and its related parties in accordance with the applicable provisions.

Code of conduct for Director(s) and Senior Management Personnel

The Company has adopted a Code of Conduct for the Senior Management Personnel, Directors (executive / non-executive) including a code of conduct for Independent Directors which suitably incorporates the duties of Independent Directors as laid down in the Act.

Risk Management Policy

The Risk Management policy is formulated and implemented by the Company in compliance with the provisions of the new Companies Act, 2013. The policy helps to identify the various elements of risks faced by the Company, which in the opinion of the Board threatens the existence of the Company.

Nomination and Remuneration Policy

In pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 and Companies (Amendment) Act, 2017, the Company has revised Nomination & Remuneration Policy. The key changes include, inter alia, addition of the definition of senior management along with recommendations about their remuneration.

The Nomination & Remuneration policy provides guidelines to the Nomination & Remuneration Committee relating to the Appointment, Removal & Remuneration of Directors, Key Managerial Personnel and Senior Management. This policy formulates the criteria for determining qualifications, competencies, positive attributes and independence for the appointment of a director (executive / non-executive) and also the criteria for determining the remuneration of the directors, key managerial personnel, senior management and other employees. It also provides the manner for effective evaluation of performance of Board, its committees and individual directors.

Policy for Determination of Materiality of an Event or Information

In pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the Company has revised this policy for determination of materiality based events.

Document Retention & Archival Policy

In pursuant to Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has adopted Document Retention & Archival Policy.

Insider Trading -Code of Conduct

In pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 and SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2019 the Company has adopted revised Insider Trading Code. The Code provides framework for dealing with the securities of Company in mandated manner.

Policy for Procedure of Inquiry in Case of Leak of Unpublished Price Sensitive Information ("UPSI")

The SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 ("PIT Amendment Regulations") mandates every listed company to formulate a written policy and procedures for inquiry in case of leak of unpublished price sensitive information and initiate appropriate action on becoming aware of leak of unpublished price sensitive information and inform the Board promptly of such leaks, inquiries and results of such inquiries. In pursuant to this regulation, the Company has adopted the Policy for Procedure of Inquiry in Case of Leak of Unpublished Price Sensitive Information ("UPSI").

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information was revised pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 to include therein the policy for determination of "Legitimate purposes for sharing UPSI".

Corporate Social Responsibility Policy

The Corporate Social Responsibility Policy (hereinafter "CSR Policy") of the Company has been prepared pursuant to Section 135 of the Companies Act, 2013 and the CSR Rules. The CSR policy serves as the referral document for all CSR-related activities at the Company. CSR Policy relates to the activities to be undertaken by the Company as specified in schedule VII and other amendments/circulars thereon to the Companies Act, 2013.

23. CORPORATE SOCIAL RESPONSIBILITY

The Company has constituted Corporate Social Responsibility (CSR) Committee in compliance with the provisions of section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

The CSR Committee consists of Mr. Rajesh Agrawal as Chairman and Mr. Suresh Prasad grawal & Mr. Uday Raj Singhania as members.

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In last years the provisions of CSR were not applicable on Company, from F.Y. 2018-19 Profits the provisions became applicable, for which the said committee had taken some resolutions in respect of the amount to be spent in CSR Activities during the year 2019-20, manner in which amount will be spent etc.

The total amount need to be spend is Rs 9,65,000 (approx), out of which Company has already spent some amount on Plantations, Cleaning of Water Bodies, distribution of Water Filters & Helmets to Public etc, further during the year 2019-20, the Company will try to spend the remaining amount.

The detailed report for same will be provided in next year Report.

24. PREVENTION OF SEXUAL HARASSMENT

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 have been provided in the Report on Corporate Governance.

25. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of Directors, based on the recommendation of Nomination and Remuneration Committee, appointed Mr. Uday Raj Singhania (DIN 02465416) & Mr. Rajesh Lunia (DIN 08441126) as an Additional Director – Independent w.e.f. 22nd September, 2018 & 4th May, 2019 respectively up to the date of ensuing Annual General Meeting.

Accordingly, it is proposed to appoint Mr. Uday Raj Singhania as non-retiring Independent Director of the Company in accordance with Section 149 of the Companies Act, 2013 and applicable regulation of the Listing Regulations, to hold office upto 21st September, 2023 i.e. for the tenure of 5 years & is proposed to appoint Mr. Rajesh Lunia as non-retiring Independent Director of the Company in accordance with Section 149 of the Companies Act, 2013 and applicable regulation of the Listing Regulations, to hold office up to 3rd May, 2024 i.e. for the tenure of 5 years.

Mrs. Rekha Agrawal (DIN: 07562480), retires by rotation as Director at the ensuing Annual General Meeting and being eligible, offers herself for reappointment.

The proposals regarding the reappointment of the aforesaid directors are placed for your approval.

Mr. Suresh Prasad Agrawal (DIN-07771685), Mr. Uday Raj Singhania (DIN 02465416) & Mr. Rajesh Lunia (DIN 08441126) are the Independent Directors of the Company.

Mr. Manish Kumar Agrawal (DIN 02822174) & Mr. Atul Garg (DIN 02822051) Independent Directors, have resigned from the directorship of the Company on 13th October, 2018 & 25th June, 2019 respectively, due to other preoccupations. The Board placed on record its appreciation for the services rendered by Mr. Manish Kumar Agrawal & Mr. Atul Garg during their tenure of directorships with the Company.

There were no changes in the Key Managerial Personnel of the Company during the year under review.

Mr. Rajesh Agrawal, Managing Director, Mr. Suresh Raman Executive Director & Chief Financial Officer and Mrs. Jaswinder Kaur Mission, Company Secretary are the KMPs of the Company as per the provisions of the Act.

26. COMMITTEES OF THE BOARD

Currently the Board has 4 Committees the Audit Committee, the Nomination and Remuneration Committee, the Stakeholders Relationship Committee & Corporate Social Responsibility Committee.

Further due to resignation of Mr. Manish Kumar Agrawal & thereafter Mr. Atul Garg Independent Directors, from the Board and all Committees of the Board, the said Committees were reconstituted.

A detailed note on the composition of the Board and its committees is provided in the Corporate Governance Report Section of this Annual Report.

RISK MANAGEMENT:

The Company recognizes that risk is an integral and unavoidable component of business and is committed to managing the risk in a proactive and efficient manner. The Company as part of business strategy has in place a mechanism to identify, assess, monitor risks and mitigate various risks with timely action. Risks are discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

27. EXTRACT OF THE ANNUAL RETURN

In accordance with Section 134(3)(a) of the Companies Act, 2013, an extract of the Annual Return in the prescribed format is appended as **Annexure D** to the Board's Report. The Extract of Annual Return of the Company for the year ended 31st March, 2019 is available on the website of the Company at www.mahamayagroup.in>Investor>Annual Return

28. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your directors make the following statement in terms of Section 134 of the Act.

Your Directors state that:

1. In the preparation of the annual accounts for the year ended 31st March, 2019, the applicable accounting standards have been followed and there are no material departures from the same;
2. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair

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view of the state of affairs of the Company as at 31st March, 2019 and of the profit of the Company for the year ended on that date;

3. the Directors have taken proper and sufficient care for the 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 fraud and other irregularities;
4. the Directors have prepared the annual accounts on a 'going concern' basis;
5. the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
6. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

29. AUDITORS AND AUDITOR OBSERVATION

STATUTORY AUDITOR

At the Company's 30th Annual General Meeting held on 13th August, 2018 M/s KPRK & Associates, Chartered Accountants, Nagpur (Firm Registration No. 103051W) has been appointed as the Statutory Auditors of the Company for a term of 3 years to hold office from the conclusion of the 30th Annual General Meeting until the conclusion of 33rd Annual General Meeting.

AUDITORS' OBSERVATIONS ON STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS

With reference to the Qualification/Observation of the Auditor in Standalone and Consolidated Audit Report, Management reply is given below:

Regarding Electricity Duty Exemption

Management's Reply:

The Company is eligible for electricity duty subsidy under the Industrial Policy of the state of Chhattisgarh. In this regard the company has filed an application to the CGM DIC which is progressed and presently pending before Commissioner of Industries for its approval and its order is awaited. Therefore, there is a reasonable certainty regarding ultimate collection of the same. So the company has recognized the same as assets in its books of accounts in accordance with the Accounting standards.

COST AUDITOR

Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit record maintained by the Company is required to be audited. Your Directors had, on the recommendation of the Audit Committee, re appointed M/s Sanat Joshi & Associates, Cost Accountants (Firm Registration

no. 000506), Raipur for conducting the cost audit of the Company for Financial Year 2019-20. As required under the Companies Act, 2013, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company. Accordingly, resolution seeking members ratification for remuneration to be paid to Cost Auditors is included at Item No. 5 of the Notice convening Annual General Meeting.

The Cost audit report for the financial year 2017-18 was filed with the Ministry of Corporate Affairs

SECRETARIAL AUDITOR

The Board has appointed Nitesh Jain, Practising Company Secretary as the Secretarial Auditor of your Company to conduct Secretarial Audit for the financial year 2018-19. The Secretarial Audit Report for the financial year ended 31st March 2019 is annexed herewith marked as **Annexure-E** to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

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

The Information on conservation of energy, technology absorption, foreign exchange earnings and out go, which is required to be given pursuant to the provisions of section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of Companies (Account) Rules, 2014 is annexed hereto marked as **Annexure-F** and forms part of this report.

31. PAYMENT OF ANNUAL LISTING FEES

The listing fees payable for the financial year 2019-2020 have been paid to Bombay Stock Exchange and National Stock Exchange within due date.

32. GENERAL DISCLOSURE

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save or ESOS.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
5. None of the auditors of the Company have reported any fraud as specified under the second proviso of Section 143(12) of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

33. EMPLOYEE RELATIONS

Employee relations throughout the Company were harmonious. The Board wishes to place on record its sincere appreciation of the devoted efforts of all the employees in advancing the Company's vision and strategy to deliver good performance.

ACKNOWLEDGMENT

The Board of Directors place on record sincere gratitude and appreciation for all the employees at all levels for their hard work, solidarity, cooperation and dedication during the year. The Board conveys its appreciation for its customers, shareholders, suppliers as well as vendors, bankers, regulatory and government authorities for their continued support.

Place: Raipur
Date: 05th September, 2019

By Order of the Board

Rajesh Agrawal
Managing Director

Form AOC-1

(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/associate companies/joint ventures

Part "A": Subsidiaries: NA**Part "B": Associates and Joint Ventures**

Amount in Lacs

Particulars	Details of Associates
Name of Associates/Joint Ventures	Abhishek Steel Industries Limited
1. Latest audited Balance Sheet Date	31.03.2019
2. Shares of Associate held by the company on the year end	
No. of Equity Shares of Rs 10 each	27,88,200
Amount of Investment in Associates	55.76
Extend of Holding %	31.75%
3. Description of how there is significant influence	Substantial Holding in the Company i.e. more than 20%.
4. Reason why the associate is not consolidated	Not Applicable
5. Networth attributable to Shareholding as per latest audited Balance Sheet	487.75
6. Profit/(Loss) for the year	(77.46)
i. Considered in Consolidation	(24.59)
ii Not Considered in Consolidation	(52.87)

1. Names of associates or joint ventures which are yet to commence operations. Nil

2. Names of associates or joint ventures which have been liquidated or sold during the year. Nil

FOR, MAHAMAYA STEEL INDUSTRIES LTD

Rajesh Agrawal
Managing Director
DIN 00806417

Rekha Agrawal
Director
DIN 00597156

Jaswinder Kaur Mission
Company Secretary

Suresh Raman
CFO

FOR, K P R K & Associates
Chartered Accountant
FRN: 0103051W

(Swapnil M. Agrawal)
Partner
M. NO.121269

Form AOC-2**Particulars of Contracts/arrangements made with Related Parties**

**Pursuant to Clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013
an Rule 8(2) of the Companies(Accounts) Rules, 2014**

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

There were no contracts or arrangements or transactions entered in to during the year ended 31st March, 2019 which were not at arm's length basis.

2. Details of material contracts/arrangements or transactions at arm's length basis

a) Name(s) of the related party and nature of relationship	Abhishek Steel Industries Ltd., Shree Shyam Sponge & Power Ltd., Devi Iron & Power Pvt. Ltd. and Rajesh Agrawal HUF Companies under Common Control
b) Nature of contracts/arrangements/ transactions	Sale, Purchase of goods and materials and Receiving or Rendering Services on arm length basis and in tune with market parameters
c) Duration of contracts/arrangements/ transactions	30.09.2018 to 30.09.2019
d) Salient terms of the contracts/ arrangements/transactions including the value, if any	In tune with best negotiated terms / market price not exceeding 505 crores.
e) Date(s) of approval by the Board and Shareholder	Board's approval -18th July, 2018 Shareholder's approval-13th August, 2019
f) Amount paid as advance, if any	707.30 Lacs Dr.

By Order of the Board

Place: Raipur
Date: 05th September, 2019

Rajesh Agrawal
Managing Director

ANNEXURE - C

Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- (i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2018-19 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2018-19 are as under:

2. Details of material contracts/arrangements or transactions at arm's length basis

S.No.	Name of the Director/KMP and Designation	Remuneration of Director/KMP for Financial year 2018-19	% increase in Remuneration in the Financial Year 2018-19	Ratio of Remuneration of each Director/ to median remuneration of employees
1	Mr. Rajesh Agrawal Managing Director	48,00,000	-	26.50
2	Mr. Suresh Raman Executive Director & CFO	4,92,000	-	2.71
3	Mrs. Jaswinder Kaur Mission Company Secretary & Compliance Officer	11,41,269	-	Not Applicable

Note: Except Key Managerial Personnel i.e. Managing Director, Chief Financial officer and Company Secretary, no other directors received any remuneration from the Company other than sitting fees for attending Board meetings and Committees meetings.

- (ii) The median remuneration of employees of the Company during the financial year was Rs. 1,81,200/-.
- (iii) In the Financial Year, there was an increase of 8% in the median remuneration of Employees.
- (iv) There were 578 permanent employees on the rolls of Company as on 31st March, 2019.
- (v) 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:
- During the year, the total increase in remuneration of employees other than Managerial Personnel is 36% and there was no increase in Managerial Remuneration.
- (vi) It is hereby affirmed that the remuneration paid is as per the as per the Nomination and Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

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Information as per Rule 5(2) & 5(3) of Chapter XIII, the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014

Top Ten Employees in terms of remuneration drawn during the year

S. No.	Name & Designation	Remuneration Received	Qualification	Experience	Date of commencement of employment	Age	Last Employment held	% of Equity shares held
1	Rajesh Agrawal Managing Director	4800000	B. Com	18 Years	15.05.2004	47	-	212798
2	Dhananjay Kumar Assistant Foreman	1125750	Graduate	13 Years	01.02.2011	41	Abhishek Steel Ltd, Raipur	-
3	Jaswinder Kaur Mission Company Secretary	1029000	B.Com M.Com FCS	13 Years	01.01.2011	43	Simplex Engineering & Foundry Works Pvt. Ltd.	-
4	Mandeep Singh Bhamra Assistant Foreman	447902	M.B.B.S.	11 Years	01.12.2015	39	Vandna Ispat Pvt Ltd Raipur	-
5	Pawan Kumar Sharma GM Purchase	640859	M.B.A.	15 Years	11.09.2017	53	Monnet Ispat Ltd., Raipur	-
6	Shailendra Kumar Tripathi GM SMS & CCM	386129	Graduate	17 Years	16.10.2017	37	Niros Steel Ltd.	-
7	Baldau Prasad Sahu Production Manager	648000	Graduate	21 Years	01.11.2013	51	Abhishek Steel Ltd, Raipur	-
8	Yogendra Kumar Sinha Work Shop Incharge	432727	Graduate	18 Years	01.11.2014	39	Monnet Ispat Ltd Mandir Hasaud, Raipur	-
9	Balwant Singh Gm Hr & Admin	559354	M.B.A.	14 Years	01.09.2017	35	Rama Power- & Steel Ltd Borjhara, Raipur	-
10	Y. Govinda Rao Oxygen Plant Incharge	335000	Graduate	19 Years	05.11.2004	49	Lupin Gases Pvt Ltd Sarora, Raipur	-

Notes:

1 Details of Employees who were :

- Employed throughout the Financial Year under review and in receipt of remuneration for the Financial Year in the aggregate of not less than Rs. 1,02,00,000 per annum- None
 - Employed for the part of the Financial Year under review and in receipt of remuneration at the rate of not less than Rs. 8,50,000/- per month : None
- There was no employee either throughout the financial year or part thereof who was in receipt of remuneration which in the aggregate was in excess of that drawn by the Managing Director or and who held by himself or along with his spouse or dependent children two percent or more of the Equity Shares of the Company.
 - Mr. Rajesh Agarwal, Managing Director of the Company is husband of Mrs. Rekha Agrawal Director of the Company.

By Order of the Board

Place: Raipur
Date: 05th September, 2019

Rajesh Agrawal
Managing Director

FORM NO. MGT 9**EXTRACT OF ANNUAL RETURN****As on financial year ended on 31st March, 2019****[Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014]****I. REGISTRATION & OTHER DETAILS**

1.	CIN	L27107CT1988PLC004607
2.	Registration Date	23 rd May, 1988
3.	Name of the Company	MAHAMAYA STEEL INDUSTRIES LIMITED
4.	Address of the Registered office & contact details	B/8-9, Sector-C, Urla Industrial Area, Sarora, Raipur - 493 221, Chhattisgarh Tel.: +91 771 4910058
5.	Category/Sub-category of the Company	Company Limited by Shares/Indian Non Government Company
6.	Whether Listed Company (Yes/No)	Yes (Listed in BSE and NSE)
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s Link Intime India Pvt.Ltd. C-101, 247 Park, LBS Marg, Vikhroli (West), MUMBAI 400 083 Telephone : 022-49186000 Fax : 022-49186060 E-mail: dematremat@linkintime.co.in, E-mail: rnt.helpdesk@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of Main Products / Services	NIC Code of the Product / Service	% to Total Turnover of the Company
1	Structural Steel (Joist/Channel/Angle/HBeam)	27151	87.70%
2	Bloom/Billet	27142	12.30%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1	Abhishek Steel Industries Ltd. Chamber No. 4, B/8-9, Sector-C, Urla Industrial Area, Sarora, Raipur - 493 221 Chhattisgarh Industrial Area, Raipur - 493221, C.G.	U27106CT2002PLC015056	Associate	31.75%	Section 2(6) of the Companies Act, 2016

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 31-March-2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.Promoters*									
1 Indian									
a) Individual/HUF	6772721	0	6772721	49.92	6638022	0	6638022	48.91	-1.01
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	2585000	0	2585000	19.05	2585000	0	2585000	19.05	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Sub Total-A(1)	9357721	0	9357721	68.97	9223022	0	9223022	67.96	-1.01
2 Foreign									
a) NRI Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
Sub Total-A(2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoters (1+2)	9357721	0	9357721	68.97	9223022	0	9223022	67.96	-1.01
B. Public Shareholding									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	15888	100	15988	0.12	55	100	155	0.0011	-0.1189
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital	0	0	0	0	0	0	0	0	0
f) Insurance Co.	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign portfolio Corporate									
i) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
j) Others (Specify)	0	0	0	0	0	0	0	0	0
Sub-Total -B(1)	15888	100	15988	0.12	55	100	155	0.0011	-0.1189

2. Non-Institutions									
a) Bodies Corp.	448701	56600	505301	3.72	329447	56600	386047	2.84	-0.88
b) Individual									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	1686661	437330	2123991	15.65	1357951	407830	1765781	13.01	-2.64
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	867553	0	867553	6.39	1395485	0	1395485	10.28	3.89
NBFCs registered with RBI	0	0	0	0	0	0	0	0	0
c) Others									
i) NRI (Rep)	97566	0	97566	0.72	19135	0	19135	0.14	-0.58
ii) NRI (Non Rep)	1825	0	1825	0	2082	0	2082	0.01	0.01
iii) OCB	0	0	0	0	0	0	0	0	0
iv) Foreign Bodies	0	0	0	0	0	0	0	0	0
v) Clearing Members	214682	0	214682	1.58	254044	0	254044	1.87	0.29
vi) Individuals - HUF	117473	0	117473	0.87	256349	0	256349	1.89	1.02
vii) IEPF	268300	0	268300	1.97	268300	0	268300	1.97	0
Sub-Total-B(2):-	3702761	493930	4196691	30.90	3882793	464430	4347223	32.03	1.13
Net Total (1+2)	3718649	494030	4212679	31.02	3882848	464530	4347378	32.04	1.02
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	13076370	494030	13570400	100	13105870	464530	13570400	100	0

Note: Change during the year in Shareholding of Promoter*, is due to re-classification of certain persons from Promoter Group Category to Public Category vide receipt of approval from the National Stock Exchange of India Limited and BSE Limited on 01.06.2019, under Regulation 31A of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

*includesPromoterGroup

ii) Shareholding of Promoter :

S. No.	Shareholder's Name	Shareholding at the beginning of the year 01.04.2018			Shareholding at the end of the year 31.03.2019			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Rajesh Agrawal	1754510	12.93	0.00	3212798	23.67	0.00	+10.74
2	Rekha Agrawal	895395	6.60	0.00	1977477	14.57	0.00	+7.97
3	Ramanand Agrawal HUF	794700	5.86	0.00	749700	5.52	0.00	-0.34
4	Rajesh Agrawal HUF	698047	5.14	0.00	698047	5.14	0.00	0.00
5	Abhishek Steel Industries Ltd	1349000	9.94	0.00	1349000	9.94	0.00	0.00
6	Adept IT Solutions Pvt. Ltd.	636000	4.69	0.00	636000	4.69	0.00	0.00
7	JSR Networks Pvt. Ltd.	600000	4.42	0.00	600000	4.42	0.00	0.00
8	Ramanand Agrawal	2540370	18.72	0.00	0	0.00	0.00	-18.72
9	Anand Kumar Agrawal HUF*	50000	0.37	0.00	0	0.00	0	-0.37
10	Ravi Agrawal*	20000	0.15	0.00	0	0.00	0	-0.15
11	Neha Agrawal*	4699	0.03	0.00	0	0.00	0	-0.03
12	Nitin Agrawal*	15000	0.11	0.00	0	0.00	0	-0.11

*Note: Reclassified in to Public Category vide receipt of approval from the National Stock Exchange of India Limited and BSE Limited on 01.06.2019, under Regulation 31A of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

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

Sl. No	Share holder's Name	Shareholding at the beginning of the year		Cumulative Share holding during the year		Date wise Increase/ Decrease in Promoters Shareholding during the Year			
		No. of Shares held as on 01.04.2018	% of Total Shares of the Company	No. of Shares held as on 31.03.2019	% of Total Shares of the Company	Date	Sold	Purchased	No. of Shares at the end of the Year
1	Ramanand Agrawal	2540370	18.72	2540370	18.72	22.01.19	Interse Transfer between Promoter Group by way of Gift 1458288 Shares gifted to Rajesh Agrawal & 1082082 Shares gifted to Rekha Agrawal (Off Market)	0	0
2	Ramanand Agrawal HUF	794700	5.86	749700	5.52	06.03.19	25000	0	749700
						12.03.19	20000	0	
3	Rajesh Agrawal	1754510	12.93	3212798	23.67	22.01.19	0	Interse Transfer between Promoter Group by way of Gift 1458288 Shares received from Ramanand Agrawal as a Gift (Off market)	3212798
4	Rajesh Agrawal HUF	698047	5.14	698047	5.14		NO CHANGE		
5	Rekha Agrawal	895395	6.60	1977477	14.57	22.01.19	0	Interse Transfer between Promoter Group by way of Gift 1082082 Shares received from Ramanand Agrawal as a Gift (Off market)	1977477
6	Abhishek Steel Industries Ltd	1349000	9.94	1349000	9.94	NO CHANGE			
7	Adept IT Solutions Pvt. Ltd.	636000	4.69	636000	4.69	NO CHANGE			
8	JSR Networks Pvt. Ltd.	600000	4.42	600000	4.42	NO CHANGE			
9	Anand Kumar Agrawal HUF	50000	0.37	0	0.00	Reclassified in to Public Category vide receipt of approval from the National Stock Exchange of India Limited and BSE Limited on 01.06.2019, under Regulation 31A of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015			
10	Ravi Agrawal	20000	0.15	0	0.00				
11	Neha Agrawal	4699	0.035	0	0.00				
12	Nitin Agrawal	15000	0.11	0	0.00				

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

S. No.	Shareholder's Name	Shareholding at the beginning of the year as on 01.04.2018		Shareholding at the end of the year as on 31.03.2019	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	Manoj Roopchand Jain	199583	1.47	220348	1.62
2	Yatin Amrutlal Shah	0	0.00	163493	1.20
3	Galaxy Trading Private Limited	64000	0.47	101650	0.75
4	Rashmi Saboo	70267	0.52	76704	0.56
5	Hemant Saboo	64967	0.48	64967	0.48
6	Shyam Kumar Dammani	54150	0.40	63881	0.47
7	Shubham S Kothari	0	0.00	62300	0.45
8	Antriksh Commerce Pvt. Ltd.	57809	0.42	57809	0.42
9	Vidya Lokhande	48166	0.35	56486	0.41
10	Umesh Mahendra Shah HUF	0	0.00	50259	0.37

Note : The change in the shareholding in the above shareholders was due to buying/selling of shares by the shareholders on various dates. The Company has not allotted any shares, issued bonus/sweat equity during the year.

v) Shareholding of Directors and Key Managerial Personnel :

Sl. No.	Name of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year		Date wise Increase/Decrease in Directors and KMP Shareholding during the Year			
		No. of Shares held as on 01.04.2018	% of Total Shares of the Company	No. of shares held as on 31.03.2019	% of total shares of the company	Date	Sold	Purchased	No. of Shares at the end of the Year
1	Rajesh Agrawal (Managing Director)	1754510	12.93	3212798	23.67	22.01.19	0	Interest Transfer between Promoter Group by way of Gift 1458288 Shares received from Ramanand Agrawal as a Gift (Off market)	3212798
2	Rekha Agrawal (Executive Director)	895395	6.60	1977477	14.57	22.01.19	0	Interse Transfer between Promoter Group by way of Gift 1082082 Shares received from Ramanand Agrawal as a Gift (Off market)	1977477
3	Suresh Raman (Executive Director & CFO)	NIL							
4	Jaswinder Kaur Mission (CS)	NIL							

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Short Term Secured Borrowings	Short Term un-secured Borrowings	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (Restated as per Ind AS)						
i) Principal Amount	490.03	311.71	5811.47	489.41	0.00	7102.62
ii) Interest due but not paid						
iii) Interest accrued but not due						
Total (i+ii+iii)	490.03	311.71	5811.47	489.41	0.00	7102.62
Change in Indebtedness during the financial year						
+Addition	152.99	79.52	81349.84	2454.58	0.00	84036.93
- Reduction	185.76	179.31	81007.31	2630.07	0.00	84002.45
Net Change	(32.77)	(99.79)	342.53	(175.49)	0.00	34.48
Indebtedness at the end of the financial year						
i) Principal Amount	457.26	211.93	6154.00	313.92	0.00	7137.10
ii) Interest due but not paid						
iii) Interest accrued but not due						
Total (i+ii+iii)	457.26	211.93	6154.00	313.92	0.00	7137.10
The above figures excluding Debt component of Preference Shares						2968.39

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :

A. Remuneration to Managing Director, Executive Directors and/or Manager :

S. No.	Particulars of Remuneration	Name of MD/ED/Manager			Total
		Rajesh Agrawal Managing Director	Rekha Agrawal Executive Director	Suresh Raman Executive Director & CFO	
1.	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act	4800000	-	492000	5292000
	(b) Value of perquisites u/s 17(2) of Income Tax Act	-	-	-	-
	(c) Profits in lieu of salary u/s 17(3) of Income Tax Act	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission -As % of Profit -Others, specify	-	-	-	-
5	Others, Allowances	-	-	-	-
	Total (A)	4800000	-	492000	5292000
Ceiling as approved by the members vide Special Resolution dated AGM 29.09.2017 up to 31.03.2020					10800000

B. Remuneration to Other Directors :

S. No.	Particulars of Remuneration	Name of Directors					Total Amount
		Niraj Kansal*	Manish Ku. Agrawal**	Atul Garg	Suresh Prasad Agrawal	Uday Raj Singhania***	
1	Independent Directors						
	A. Fee for attending Board/ Committee meetings	6000	13000	31000	28000	15000	93000
	B. Commission -	-	-	-	-	-	-
	C. Others	-	-	-	-	-	-
	Total (B)	-	-	-	-	-	93000

* Ceased w.e.f. 25th June, 2018

** Ceased w.e.f. 13th October, 2018

*** Appointed w.e.f. 22nd September, 2018

C. Remuneration to Key Managerial Personnel other than MD/WTD/ED/Manager :

S. No.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount
		Jaswinder Kaur Mission (CS)	Suresh Raman (Executive Director & CFO)	
1.	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act	570632	492000	1062632
	(b) Value of perquisites u/s 17(2) of Income Tax Act	507866	-	507866
	(C) Profits in lieu of salary u/s 17(3) of Income Tax Act	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - As % of Profit - Others, specify	-	-	-
5	Others, Allowances	62771	-	62771
	Total (C)	1141269	492000	1633268

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES (Under the Companies Act)

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

By Order of the Board

Place: Raipur
Date: 05th September, 2019

Rajesh Agrawal
Managing Director

FORM No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH 2019

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

**To,
The Members
Mahamaya Steel Industries Limited
B-8 &9, Sarora Industrial Area
Sarora, Raipur 492001 (CG)**

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Mahamaya Steel Industries Limited (hereinafter called the company) CIN No. L27107CT1988PLC004607. 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 Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March 2019 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the regulations and bye laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and the external commercial borrowing;
- (v) The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 2015;
 - c) 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;

- (vi) The Industrial and Labour laws consisting of The Factories Act, 1948 Industrial Relations Act, 1946, Industrial Disputes Act, 1947, The Payment of Wages Act, 1936, The Minimum Wages Act, 1948, Employees State Insurance Act, 1948, The Employees Provident Funds and Miscellaneous Provisions Act, 1952 etc.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

I report that during the period under review and based on the information provided, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.

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 the directors of the Board Meetings and agenda items for the meeting 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. The decisions of the Board were taken properly.

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

During the year the redemption of first tranche of 8% Redeemable Non Cumulative Non Convertible Shares were done and all the required compliances were done within due time.

I further report that to the best of my information there were no issues relating to public/right/preferential issue or buy back of securities. I further report that there were no major decisions under section 180 or merger, amalgamation or reconstruction etc. or foreign technical collaborations.

Date: 28.05.2019
Place: Raipur

(Nitesh Jain)
Practicing Company Secretary
FCS no: 8216 | C.P. No.: 9273

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This report is to be read with letter of even date by the Secretarial Auditor and forms an integral part of this report

Annexure to Secretarial Audit Report of Mahamaya Steel Industries Limited dated 28.05.2019

To,
The Members
Mahamaya Steel Industries Limited
B-8 &9, Sarora Industrial Area
Sarora, Raipur 492001 (CG)

Our Secretarial Audit Report of even date is to be read along with this letter

Management Responsibility

1. It is the responsibility of the management of the company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all the applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standard and procedures followed by the company with respect to Secretarial Compliances.
3. We believe that audit evidence and information obtained from the company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Whenever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

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

Date: 28.05.2019
Place: Raipur

(Nitesh Jain)
Practicing Company Secretary
FCS no: 8216 | C.P. No.: 9273

INFORMATION ON CONSERVATION OF ENERGY, TECHNOLOGYU ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**A. CONSERVATION OF ENERGY****i) Steps Taken or Impact on Conservation of Energy:**

The Company has always been giving due consideration for the conservation of energy by

- Use of energy efficient LED Lights all over.
- Use of 50 HP Induction Furnace for water circulation
- Continuously monitoring the energy parameters such as maximum demand, power factor, load factor, TOD tariff utilization on regular basis.
- Continuously replacing the inefficient equipment's with latest energy efficient technology & up gradation of equipment's continually.
- Increasing the awareness of energy saving within the organization to avoid the wastage of energy
- Use of good quality lubricants to reduce frictions.

ii) The steps taken by the Company for utilising alternate sources of energy : No such new steps taken during the year under review, we are continuing steps taken in last years

iii) The capital investment on energy conservation equipment : N.A.

B. TECHNOLOGY ABSORPTION

No such new steps taken during the year under review, we are continuing steps taken in last years. The Company hasn't imported any technology during last three years.

C. FOREIGN EXCHANGE EARNING AND OUTGO**Amount in Lacs**

Particulars	2018-19	2017-18
Earning	0	0
Outgo	27.14	0

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Steel Industry Scenario

Being core sector, steel industry tracks the overall economic growth in the long term. Also, steel demand, being derived from other sectors like automobiles, consumer durables and infrastructure, its fortune is dependent on the growth of these user industries. The Indian steel sector enjoys advantages of domestic availability of raw materials and cheap labour. Iron ore is also available in abundant quantities. This provides major cost advantage to the domestic steel industry. The January to November crude steel production statistics released by Worldsteel on 20 December 2018 show that India has become the second largest steel producer in the world, overtaking Japan for the second month in a row, with a growth rate of 4.9%. The growth in steel production is supported by fast-growing steel demand. According to Worldsteel's October Short Range Outlook, it is likely that India will also become 2nd in steel use by the end of 2019 as its steel demand is expected to grow by 7.3%. The Indian steel industry, after recovering from the twin shocks of demonetisation and the Goods and Services Tax (GST) reform, is one of the few bright spots for the world's steel industry in what is forecasted to be a lower growth era. India's apparent steel use per capita for finished steel products stood at 66.2 kg, way below the world average of 212.3 kg in 2017, which suggests that India has a huge unrealised potential for steel demand growth. Recently, India has been trying to unleash this through an extensive reform agenda to clear institutional bottlenecks. Also, there is an ongoing push for infrastructure development. These factors, along with the favourable demographics, are improving the macroeconomic fundamentals, which translate into sustained growth in steel use. A Worldsteel study of India, conducted in collaboration with the Indian Steel Association and the support of Indian member companies, identifies the construction sector as a pan-India steel demand driver on the back of strong infrastructure development and housing demand, especially affordable housing. Projects like industrial corridors (connecting existing industrial cities and develop manufacturing sectors) and Sagarmala (connecting states through waterways) will increase India's connectivity, reducing logistical costs of transportation across Indian states. The Smart Cities initiatives will further boost urban infrastructure investment. There are currently 99 smart cities planned across India. The outlook for India's manufacturing sector, which has been lagging behind the service sector as a growth driver, should improve.

Firstly, the Make in India initiative, which aims to transform India into a global design and manufacturing hub, will support the further development of steel using sectors along the industrial and freight corridors. Secondly, many states are expected to develop automotive and ancillary industries, to be a global auto hub for small cars with a focus on exports. Lastly, some states are also expected to strengthen their mechanical machinery sector. All these factors point to a high potential for steel demand growth in India, but how fast the potential can be realised will depend upon whether India can successfully implement both its reform agenda and infrastructure plans.

Government Initiatives Some of the other recent government initiatives in this sector are as follows:

- Government of India's focus on infrastructure and restarting road projects is aiding the boost in demand for steel. Also, further likely acceleration in rural economy and infrastructure is expected to lead to growth in demand for steel.

- The Union Cabinet, Government of India has approved the National Steel Policy (NSP) 2017, as it seeks to create a globally competitive steel industry in India. NSP 2017 envisages 300 million tonnes (MT) steel-making capacity and 160 kgs per capita steel consumption by 2030-31.
- The Ministry of Steel is facilitating setting up of an industry driven Steel Research and Technology Mission of India (SRTMI) in association with the public and private sector steel companies to spearhead research and development activities in the iron and steel industry at an initial corpus of Rs. 200 crore (US\$ 30 million).
- The Government of India raised import duty on most steel items twice, each time by 2.5 per cent and imposed measures including anti-dumping and safeguard duties on iron and steel items.

Opportunities and Threats

Opportunities abound in growing economies and opening of economy in India has created opportunities for Indian enterprise to move beyond national boundaries as well to create productive assets. Presently, the Company is consolidating its gains out of creating additional production capabilities. Competition in Steel industry is escalating and technological changes will spur or drag the forward march of individual units in steel industry. Supply side could also be an issue in next few years because of increase in production capacity by steel industry in India and expression of interest by foreign companies to set up new steel making units. However, coming years are also going to witness substantial additions particularly in the Asian regions. The Company's thrust on improving productivity and reducing cost of production will, in such a scenario, help in forging ahead in globally competitive environment. Sponge Iron is no longer considered as an alternative to scrap rather considered as a raw material for steel making in electric furnaces. It is being used as a principle raw material and is charged at 40-80% of the charge mix in furnaces. As per the National steel policy crafted during FY 2017-18, the crude steel production target for India is set at 300 MT by 2030. Share of sponge iron in steel making will be 80MT, which will create huge opportunity for sponge iron industry. Iron ore and non-coking coal are main raw materials used to produce sponge iron. The non-availability of non-coking coal and the rising prices of Iron Ore might pose significant challenge in the future.

Outlook

The basic aim of the Company is to be able to produce Steel Structures as per market requirements and be able to manage market trends to its advantage. "Opportunities abound in growing economies and opening of economy in India has created opportunities for Indian enterprise to move beyond national boundaries as well to create productive assets". The Company is currently engaged in structural steel and is looking for new avenues of business in various areas like infrastructure and trading. Since Infrastructure has linkages to other industries like cement, brick and steel through backward and forward linkages. The outlook for the industry looks reasonable, since India has good iron ore deposits, skilled manpower and growing demand for steel. The improved demand is expected to continue in the current fiscal as well on the back of ongoing government funded infrastructure projects. In spite of a downturn in the Global Steel demand, Indian steel demand could survive showing an upward trend, setting a road ahead for the growth of the domestic steel industry in the long run. The upward trend is expected to be continued on account of fiscal measures taken by the Government such as infusion of funds for development of infrastructure sector, introduction of

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stimulus packages for revival of industry besides factors like increase in consumption and production of steel, upcoming infrastructure and Greenfield projects, stabilization of prices etc. The National Steel Policy has a target for taking Indian Steel production upto 110 MT by 2019-20.

Risk and concerns

Global economic uncertainties have affected India's economy, Key risks synonymous to industry include the global recessionary trend, economic slowdown, increase in financial charges, non-availability (or undue increase in cost) of rawmaterials, such as , iron ore, coal and labour etc., coupled with market fluctuations. The Company does not apprehend any inherent risk in the long run, with the exception of certain primary concerns that have afflicted the progress of our industry in general, like Shortage of Labour, Rising manpower and material costs, Approvals and procedural difficulties, Lack of adequate sources of finance. Apart from this, Industry is highly labour intensive and is subject to stringent labour laws.

Mitigation of Risk /Risk Management

The Company recognises that every business has its inherent risks and it is required to possess a proactive approach to identify and mitigate them. Your Company has embedded an efficient organisational risk management framework, which regularly scans all possible internal and external environment to identify risks, decide on possible mitigation plans and incorporate them in its strategic plans. Some of the key risks include industry risk, foreign currency fluctuation, client concentration, technology risks and financial risk. The processes relating to minimising of the above risks have already been put in place at different levels of management. The risk mitigation plans are regularly monitored and reviewed by the Management and Audit Committee of your Company.

Internal Control System and their adequacy

The Management of your Company has put in place adequate Internal Controls that are commensurate with the size and nature of its Business. The Internal financial controls placed also ensures that executed transactions are recorded in all material respects to permit preparation of financial statements in conformity with established accounting principles. Internal Audit Department along with the help of external professional agencies continuously monitors the effectiveness of the internal controls with an objective to provide to the Audit Committee and the Board of Directors, an independent, objective and reasonable assurance on the adequacy and effectiveness of the internal control. Based on their assessment, Management believes that your Company maintained effective internal control over financial reporting.

Discussion on financial performance with respect to operational performance

The financial performance of the Company has been discussed in Directors Report under the heading 'Results of Operation and the State of the Company's Affairs'.

The year 2018-19 was very much favorable for Steel Industry because of it your Company has also grabbed as much opportunities as possible and had performed very well. The results could have been better but due to the elections and certain other factors your company could not grab all the opportunities.

We are glad to inform you all that during the year 2018-19 Your Company has earned revenue from operation of Rs. 46517.06 Lacs giving a significant growth of approx 53.57% as compared to last year. The Net Profit of Your Company stood at Rs. 610.35 Lacs during the year ended on 31st March, 2019 against Rs. 253.40 Lacs of previous year ended on 31st March, 2018.

For the current year also if the market conditions will be favorable it is expected to grow even better, but at present the market is not very good there is reduction in prices of approx 30 percent also there are lots of changes going on in respect of Government Policies, as and when it becomes little stable your company will strategise accordingly and will try to achieve even more better.

Human Resources and Industrial Relations

Human Resources Department ("HRD") works continuously for maintaining healthy working relationship with the workers and other staff members. The underlying principle is that workers and staff at all levels are equally instrumental in attaining the Company's goals. Training programmes are regularly conducted to update their skills and apprise them of latest techniques. Senior management is easily accessible for counseling and redressal of grievances. The HR department continuously strives to maintain and promote harmony and coordination among workers, staff and members of the senior management. The total number of employees as on 31st March, 2019 was 578.

Key Financial Ratios

There is no significant changes (change of 25% or more as compared to the immediately previous financial year) in key financial ratios.

Cautionary Statement

The Management Discussions and Analysis describe Company's projections, expectations or predictions and are forward looking statements' within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand and supply and price conditions in domestic and international market, changes in Government regulations, tax regimes, economic developments and other related and incidental factors.

CORPORATE GOVERNANCE REPORT

I. COMPANY'S PHILOSOPHY

The Company is committed to good Corporate Governance. The basic philosophy of Corporate Governance in the Company is to achieve business excellence and dedicate itself for increasing long-term shareholder value, keeping in view the interests of all its stakeholders. The Company is committed to transparency in all its dealings and places emphasis on business ethics. In India, Corporate Governance standards for listed companies are regulated by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

The Company has adopted best practices mandated in the Listing Regulations. A Report on compliance with Corporate Governance as stipulated in the Listing Regulations as amended from time to time is given below:

II. BOARD OF DIRECTORS

a. Composition and Category of Directors / Attendance at Meetings/Directorships and Committee Memberships in other companies as on 31st March, 2019.

Your Company's Board has an optimum combination of Executive, Non-executive Independent Directors with one women Director, as per the requirements of Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. The composition of the Board and the Independent Directors of the Company meet all the criteria mandated by SEBI Listing Regulations and the Companies Act, 2013. The Company has a balanced and diverse Board, which includes independent professionals and confirms to the provisions of the Companies Act, 2013 and the Listing Regulations. As on 31st March, 2019 your Company's Board comprised of 6 Directors (out of which 3 are Executive Directors and 3 are Independent Directors).

As per the declarations received by the Company from each of the Directors, none of them are disqualified under Section 164(2) of the Companies Act, 2013. The Independent Directors of the Company are in compliance with the provisions of Regulation 16(1)(b) of the Listing Regulations. Further, disclosures have been made by the Directors regarding their Chairmanships/ Memberships of the mandatory Committees of the Board and that the same are within the maximum permissible limit as stipulated under Regulation 26(1) of the Listing Regulations.

The composition of Board of Directors as on 31st March, 2019 and other relevant details is as follows:

S. No.	Name and Designation (DIN)	Status / Status / Category	Attendance in FY 2018-19		Number of Directorships in other Companies		Committee Membership and Chairmanship in other Companies		Share holding in the Company
			Board Meetings (12 Meeting held)	AGM	Private	Public	Chairman ship	Membership	
1	Mr. Rajesh Agrawal Managing Director (DIN: 00806417)	Promoter and Executive	12	Yes	6	2	0	0	3212798
2	Mrs. Rekha Agrawal Director (DIN: 00597156)	Promoter and Executive	12	Yes	3	1	0	0	1977477
3.	Mr. Suresh Raman Director (DIN: 07562480)	Executive Director	12	Yes	0	0	0	0	0
4.	Mr. Suresh Prasad Agrawal Director (DIN: 01052928)	Non Executive and Independent Director	12	Yes	3	1	0	2	0
5.	Mr. Uday Raj Singhania* Director (DIN: 02465416)	Non Executive and Independent Director	6	No	1	1	0	2	0
6.	Mr. Atul Garg Director** (DIN: 02822051)	Non Executive and Independent Director	12	Yes	0	1	2	0	0

* Mr. Uday Raj Singhania was appointed as Additional Director in Independent Category w.e.f. 22nd September, 2018.

** Mr. Atul Garg has resigned from Directorship w.e.f 24th June, 2019.

Committees considered are Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

Relationship between the Directors inter-se

Mr. Rajesh Agrawal is husband of Mrs. Rekha Agrawal. None of the other Directors are related to each other.

The names of the listed entities where the person is a director and the category of directorship -
None of the Directors are holding directorship in any other Listed Company.

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b. Board & Independent Directors' Meeting

Board Meetings

The Board meets at regular intervals to discuss and decide on Company / business policies and strategy apart from other regular business matters. Board Meetings are usually held at the Registered Office of the Company at Raipur. During the financial year ended on 31st March, 2019, Twelve Board Meetings were held on 4th April, 2018, 28th May, 2018, 29th June, 2018, 18th July, 2018, 14th August, 2018, 22nd September, 2018, 22nd October, 2018, 14th November, 2018, 17th December, 2018, 07th February, 2019, 25th March, 2019 & 30th March, 2019.

Maximum time gap between two consecutive meetings had not exceeded 120 days.

The agenda and notes are circulated to the Directors in advance. All material information is included in the agenda for facilitating meaningful discussions at the meeting. The Board is updated on the discussions held at the Committee meetings and the recommendations made by various Committees.

Decisions taken at the Board/Committee meetings are communicated to the concerned departments. The minutes are approved by the Board/Committee at its next Meeting.

The information as required under Regulation 17(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is made available periodically to the Board. The Board periodically reviews the compliance status of the Company.

Disclosure of Directors' and Other Interest in Transactions with the Company

None of the Directors, Key Managerial Personnel and Senior Management, whether they, directly, indirectly or on behalf of third parties, have had any material interest in any transaction or matter directly affecting the Company pursuant to the provisions of Regulation 4(2)(f) of the SEBO (LODR) Regulations.

However, some commercial transactions have taken place with some of the Companies where Directors also hold Directorships. Such transactions have taken place only at arm's length basis and in the ordinary course of business, which have been disclosed to the Board and entered in the Register of Contracts and approved by the Board in accordance with the requirements of the Companies Act, 2013.

Independent Directors

The Independent Directors of the Company fully meet the requirements laid down under Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015.

Tenure of Independent Directors

The tenure of the Independent Directors is fixed in accordance with the requirements laid down in the Companies Act, 2013 and clarifications/circulars issued by the Ministry of Corporate Affairs, in this regard, from time to time.

Separate meetings of the Independent Directors

The Independent Directors held a Meeting on 25th March, 2019, without the attendance of Non-Independent Directors and members of Management. All the Independent Directors were present at such meeting. At the Meeting, they -

- i) Reviewed the performance of non-independent directors and the Board as a whole
- ii) Reviewed the performance of the Managing Director of the Company, taking into account the views of Executive Directors and Non-Executive Directors;
- iii) Assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The Independent Directors hold an unanimous opinion that the non independent Directors, including the Managing Director bring to the Board, abundant knowledge in their respective field and are experts in their areas. Besides, they are insightful, convincing, astute, with a keen sense of observation, mature and have a deep knowledge of the Company.

The Board as a whole is an integrated, balanced and cohesive unit where diverse views are expressed and dialogued when required, with each Director bringing professional domain knowledge to the table. All Directors are participative, interactive and communicative.

The Managing Director has abundant knowledge, experience, skills and understanding of the Board's functioning, possesses a mind for detail, is meticulous to the core and conducts the Meetings with poise and maturity.

The information flow between the Company's Management and the Board is complete, timely with good quality and sufficient quantity.

Familiarization programme for Independent Directors

Whenever any person joins the Board of the Company as an Independent Director, they are made aware of the Company's operation, their role, responsibilities and liabilities. At the time of appointment the Company communicates to the Directors their Role, Responsibilities and liabilities via appointment letters, briefing sessions, plant visit, technical session, etc. The Plant Visit is conducted to make them familiar with the manufacturing and operating procedure at different products and processes. The Company holds regular Board Meetings at its Registered Office to discuss and decide upon the various strategic and operational matters and Directors have an opportunity to interact with the Senior Company personnel. The minutes of the Board's sub-committees such as Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, are regularly placed before the Board. In addition to the above the Directors have full access to all the information's within the Company.

The details of such familiarization programmes can be viewed on the Company's website at www.mahamayagroup.in

III. COMMITTEES OF THE BOARD

The Board Committees play a vital role in strengthening the Corporate Governance practices and focus effectively on the issues and ensure expedient resolution of the diverse matters. The Committees also make specific recommendations to the Board on various matters when required. All observations, recommendations and decisions of the Committees are placed before the Board for information or for approval. The Board of Directors has, from time to time, constituted the following Committees, namely:

a. Audit Committee:

The Audit Committee of the Company is constituted in line with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee of the Company consist three directors. All the directors have good knowledge of finance, accounts as well as company law.

Role of the Audit Committee, inter alia, includes the following

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. Recommending the 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 the auditor's report thereon, before submission to the board for approval, with particular reference to:
 - (a) Matters required to be included in Director's Responsibility Statement included in Board's report;
 - (b) Changes, if any, in accounting policies and practices and reasons for the same;
 - (c) Major accounting entries based on 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) Qualifications 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, statement of uses and application of funds raised through an issue, statement of funds utilised for other purposes and report of monitoring agency.
7. Review and monitor the auditors' 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 thereon.
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 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.
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
21. Reviewing the following information:
 - The Management Discussion and Analysis of financial condition and results of operations;
 - Statement of significant related party transactions(as defined by the Audit Committee), submitted by management;
 - Management letters/letters of internal control weaknesses issued by the statutory auditors;
 - Internal audit reports relating to internal control weaknesses; and
 - Reviewing the appointment, removal and terms of remuneration of the Chief internal auditor / internal auditor(s)
 - Statement of deviations:
 - (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).

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- (b) annual statement of funds utilized for purposes other than those stated in the offer document prospectus/notice in terms of Regulation 32(7).

Powers of the Audit Committee

1. To investigate any activity within its terms of reference
2. To seek information from any employee
3. To obtain outside legal or other professional advice
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

Recommendations by the Audit Committee

All the recommendations made by the Audit Committee are accepted and implemented by the Board of Directors.

The composition of Audit Committee as on date and as on 31st March, 2019 and the information on attendance at Audit Committee Meetings held during the year is as under:

As on 31st March, 2019

Name of the Directors	Status	No. of Meetings	
		Held	Attended
Mr. Atul Garg	Chairman	10	10
Mr. Manish Kumar Agrawal	Member	5	5
Mr. Suresh Prasad Agrawal	Member	10	10
Mr. Uday Raj Singhania*	Member	5	5

* During the year due to resignation of Mr. Manish Kumar Agrawal from the Board & Audit Committee Mr. Uday Raj Singhania was appointed as a new member in the Audit Committee.

Note: Further due to resignation of Mr. Atul Garg the Audit Committee of the Company was reconstituted on 3rd July, 2019 the new composition is given below:

Name of the Directors	Positions Held
Mr. Uday Raj Singhania	Chairman
Mr. Suresh Prasad Agrawal	Member
Mr. Rajesh Lunia	Member

All the members of the Audit Committee are Non Executive Independent Directors.

The Company Secretary acts as Secretary to the Audit Committee.

During the year under review, the Audit Committee met ten times on 2nd April, 2018, 28th May, 2018, 15th June, 2018, 04th July, 2018, 14th August, 2018, 01st November, 2018, 14th November, 2018, 01st December, 2018, 07th February, 2019 & 20th March, 2019.

Mr. Atul Garg, who was Chairman of the Audit Committee at that time was present at the last Annual General Meeting held on 13th August, 2018.

Audit Committee meetings are attended by the Chief Financial Officer.

The Statutory Auditors and Internal Auditors are regular invitee.

The Cost Auditors appointed by the Company under Section 148 of the Companies Act, 2013 (earlier Section 233B of the Companies Act, 1956) attends the Audit Committee Meeting whenever Cost Audit Report is discussed.

The Company Secretary acts as the Secretary of the Committee.

Risk Management

The Audit Committee regularly reviews the Risk Management Strategy of the Company to ensure the effectiveness of risk management policies and procedures.

b. Nomination and Remuneration Committee:

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Section 178 of the Companies Act, 2013 read with Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Terms of Reference of the Committee, inter alia, includes the following:

- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/or removal.
- To carry out evaluation of every Director's performance.
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.
- To formulate the criteria for evaluation of Independent Directors and the Board.
- To decide whether to extend or continue the term of appointment of Independent Director, on the basis of the report of performance evaluation of independent directors.

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- To devise a policy on Board diversity.
- To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria.
- To recommend to the board, all remuneration, in whatever form, payable to senior management.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

The composition of Nomination & Remuneration Committee as on date and as on 31st March, 2019 and the information on attendance at Nomination & Remuneration Committee Meetings held during the year is as under:

As on 31st March, 2019

Name of the Directors	Status	No. of Meetings	
		Held	Attended
Mr. Atul Garg	Chairman	5	5
Mr. Manish Kumar Agrawal*	Member	2	2
Mr. Suresh Prasad Agrawal	Member	5	5
Mr. Uday Raj Singhania*	Member	3	3

* During the year due to resignation of Mr. Manish Kumar Agrawal from the Board & Nomination & Remuneration Committee Mr. Uday Raj Singhania was appointed as a new member in the Committee.

Note: Further due to resignation of Mr. Atul Garg the Nomination & Remuneration of the Company was reconstituted on 3rd July, 2019 the new composition is given below:

Name of the Directors	Positions Held
Mr. Uday Raj Singhania	Chairman
Mr. Suresh Prasad Agrawal	Member
Mr. Rajesh Lunia	Member

All the members of the Nomination & Remuneration Committee are Non Executive Independent Directors.

The Company Secretary acts as Secretary to the Committee.

During the year under review, the Nomination & Remuneration Committee met five times on 29th June, 2018, 10th September, 2018, 01st November, 2018, 01st February, 2019 & 30th March, 2019.

Appointment and Nomination and Remuneration Policy for Directors, Key Managerial Personnel and Senior Management

The Nomination and Remuneration Committee ("NRC") has adopted a policy which, inter alia, deals with the manner of selection of Board of Directors, Managing Director/Executive Director, other Key Managerial Personnel and their remuneration. The Nomination and Remuneration Policy can be accessed on the Company's website at www.mahamayagroup.in

Performance Evaluation Criteria for IDs

The performance evaluation criteria for IDs is determined by the NRC. An indicative list of factors on which evaluation was carried out includes participation and contribution by the director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behaviour and judgement.

Mr. Atul Garg, who was Chairman of the Nomination & Remuneration Committee at that time was present at the last Annual General Meeting held on 13th August, 2018.

c. Stakeholders Relationship Committee:

The Stakeholders Relationship Committee of the Company is constituted in line with the provisions of Section 178 of the Companies Act, 2013 for redressal of Shareholders' grievances like transfer of shares, non-receipt of balance sheet, non-receipt of declared dividend etc.

The composition of Stakeholders Relationship Committee as on date and as on 31st March, 2019 and the information on attendance at Stakeholders Relationship Committee Meetings held during the year is as under:

As on 31st March, 2019

Name of the Directors	Status	No. of Meetings	
		Held	Attended
Mr. Atul Garg	Chairman	4	4
Mr. Rajesh Agrawal	Member	4	4
Mr. Suresh Prasad Agrawal	Member	4	4

Note: Due to resignation of Mr. Atul Garg the Stakeholders Relationship Committee of the Company was reconstituted on 3rd July, 2019 the new composition is given below:

Name of the Directors	Positions Held
Mr. Uday Raj Singhania	Chairman
Mr. Suresh Prasad Agrawal	Member
Mr. Rajesh Lunia	Member

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Mr. Uday Raj Singhania , Non Executive Independent Director is heading the Committee.

The Company Secretary acts as Secretary to the Committee.

Report on number of shareholder complaints received and resolved by the Company during the year ended 31st March, 2019

No. of complaints pending as on 1st April, 2018	0
No. of complaints identified and reported during FY 2018-19	4
No. of Complaints disposed of during the year ended 31st March, 2019	4
No. of pending complaints as on 31st March, 2019	0

During the year under review, the Stakeholders Relationship Committee met four times on 8th April, 2018, 6th July, 2018, 6th October, 2018 & 13th January, 2019.

d. Corporate Social Responsibility ("CSR") Committee

The purpose of Corporate Social Responsibility (CSR) Committee of the Company is to formulate and recommend to the Board a CSR Policy indicating the activities to be undertaken by the Company, recommend the amount of expenditure to be incurred on the activities and monitor the CSR Policy of the Company from time to time. The Committee also encourages the employees to voluntarily participate in the CSR initiatives undertaken by the Company. The CSR Policy can be accessed on the Company's website at www.mahamayagroup.in

The composition of the Committee as on as on 31st March, 2019 is as under:

Name of the Directors	Status Category	Position Held
Mr. Rajesh Agrawal	Executive Director	Chairman
Mr. Suresh Prasad Agrawal	Non-executive & Independent	Member
Mr. Uday Raj Singhania	Non-executive & Independent	Member

IV Directors' Appointment, Tenure and Remuneration

In terms of Section 152 read with Section 149(13) of the Companies Act, 2013, Mrs. Rekha Agrawal is liable to retire by rotation. the said Director has offered herself for reappointment, further on 22nd September, 2018 Mr. Uday Raj Singhania and on 4th May, 2019 Mr. Rajesh Lunia was appointed as an Additional Non Executive Independent Directors, resolution for their reappointment, are incorporated in the Notice of the ensuing Annual General Meeting. The brief profile and other information as required under Regulation 36(3) of the Listing Regulations relating to appointees forms part of the Notice of ensuing Annual General Meeting.

The remuneration paid for the financial year ended 31st March, 2019 to Mr. Rajesh Agrawal Managing Director & Mr. Suresh Raman Executive Director & CFO of the Company are in accordance with the terms and conditions of his appointment. The tenure of office of Mr. Rajesh Agrawal, Managing Director is for five years w.ef. 01st October, 2015.

Details of remuneration / sitting fees paid to Executive and Non-Executive Directors for the year ended 31st March, 2019 is as follows:

S. No.	Name of the Director	Salary	Perquisites and allowances	Performance Linked Incentive	Sitting Fees*	Total	Stock Options Granted
1	Mr. Rajesh Agrawal	48,00,000	-	-	-	48,00,000	-
2	Mrs. Rekha Agrawal	-	-	-	-	-	-
3	Mr. Suresh Raman	4,92,000	-	-	-	4,92,000	-
4	Mr. Niraj Kansal	-	-	-	6,000	6,000	-
5	Mr. Manish Kumar Agrawal	-	-	-	13,000	13,000	-
6	Mr. Atul Garg	-	-	-	31,000	31,000	-
7	Mr. Suresh Prasad Agrawal	-	-	-	28,000	28,000	-
8	Mr. Uday Raj Singhania	-	-	-	15,000	15,000	-

* The Non Executive Directors are paid only sitting fees on the recommendation of Nomination and Remuneration Committee.

Criteria of making payment to Non Executive Directors

Criteria of making payments of sitting fees or commission to non-executive directors can be accessed on the Company's website at www.mahamayagroup.in under the heading "Policies"

Note: There were no pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company. The Company has not granted any stock option to any of its Directors

V Board evaluation

Pursuant to the provisions of the Companies Act, 2013 and in compliance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman

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and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Key Managerial Personnel. The Directors expressed their satisfaction with the evaluation process.

Experience of serving on the Board's of different companies in order to develop insights about Corporate Governance, Management Responsibility, Protecting the Stakeholders interest.

VI. Skills/Expertise/Competence of the Board of Directors of the Company

The following is the list of core skills/expertise/competencies possessed by the Board of Directors of the Company, which are essential for the functioning of the Company in an effective manner.

a) Market Exploration & Potential Marketing:

Experience in developing promotional strategies to increase the sales in the existing market and explore potential market for the Company.

b) Service on the Board's of Various Companies:

Experience of serving on the Board's of different companies in order to develop insights about Corporate Governance, Management Responsibility, Protecting the Stakeholders interest.

c) Financial Expertise:

Expertise in accounting and financial control functions. Possessing analytical skills. Expertise in preparation of financial strategies for the long term growth of the business of the Company.

d) Law & policies:

Awareness of the existing law and economical policies applicable to the Company thereby ensuring proper legal and statutory compliances and appropriate application of policies to the advantage of the Company.

e) Expansion , Modification & Updation:

A significant background about the technology applicable to the company resulting in how to implement technological updates into the Business of the Company.

VII. DISCLOSURES

a) Related Party Transactions and Policy Related thereto:

There were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company. There were transaction which may call material but only because of percentage of transaction, but all those transaction are in in the normal course of business and at arm's length. The details of transactions are periodically placed before the Audit Committee for review and approval. Members may refer to the notes to the accounts for details of related party transactions.

The Board of Directors of the Company has, on the recommendation of the Audit Committee, adopted a policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act 2013, the Rules framed

thereunder including the SEBI (LODR) Regulations. The policy has been placed on the website of the Company at www.mahamayagroup.in.

b) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company has always believed in providing a safe and harassment-free workplace for every individual working in the Company. The Company has complied with the applicable provisions of the aforesaid Act and the Rules framed thereunder, including constitution of the Internal Complaints Committee (ICC). The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary and trainees, etc.) are covered under this Policy.

The Policy is gender neutral.

During the year under review, no complaint of sexual harassment was filed with the Internal Complaints Committee.

c) Details of Non-Compliance by the Company, penalties strictures imposed on the Company by Stock Exchanges or SEBI or any Statutory Authority on any matter related to Capital Markets during the last three years: NIL

d) Whistle Blower Policy and affirmation that no personnel has been denied access to the Audit Committee :

The Company has formulated Whistle Blower Policy & established Vigil Mechanism for the directors and employees of the Company to report, serious and genuine unethical behavior, actual or suspected fraud and violation of the Company's code of conduct or ethics policy.

During the year under review no personnel have either approached the Audit Committee or been denied access

e) Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause:

The company has complied with all the mandatory requirements. As regards the Non-Mandatory requirements they are complied with to the extent possible.

f) Web link where policy for determining material subsidiaries is disclosed

Not Applicable

g) Weblink where policy on dealing with Related Party Transactions

www.mahamayagroup.in>Investors>Policies>Related Party Transaction Policy.pdf

h) Disclosure of Commodity Price Risks and Commodity Hedging Activities:

Not Applicable

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- i) Total fees for all services paid by the Listed Entity and its Subsidiaries, on a Consolidated basis, to the Statutory auditor and all entities in the network firm/network entity of which the Statutory Auditor is a part is given below:

Particulars	In Lacs
Statutory Auditors Fees	4.00
Tax Audit Fees	2.00
Total	6.00

VIII.DISCLOSURE OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS GENERAL SHAREHOLDERS INFORMATION

a) General Body Meeting

i. Annual General Meeting

The Annual General Meetings of the Company during the preceding three years were held at registered office of the Company at at Plot B/8-9, Sector - C, Urla Industrial Area, Sarora, Raipur 493 221 (C.G.) on the following dates and times, wherein the following special resolutions were passed:

Year	Date & Time	Brief Description of Special Resolution
2015-16	11 th July, 2016 11.00 a.m.	Approval of Related Party Transactions
2016-17	29 th September, 2017 11.00 a.m	Approval of increase in director remuneration of Mr. Rajesh Agrawal for a period of three years
		Approval of increase in director remuneration of Mrs. Rekha Agrawal for a period of three years
		Approval of increase in director remuneration of Mr. Suresh Raman for a period of three years
		Approval of Related Party Transactions
2017-18	13 th August, 2018 11.00 a.m.	Approval of Related Party Transactions

ii. Extra Ordinary General Meeting (EGM)

Extra Ordinary General Meeting (EGM) was held during the last financial year i.e 2018-2019 on 30th April, 2018 in order to seek approval for reclassification of certain Persons from Promoter & Promoter Group Category to Public Category.

iii. Postal Ballot

During the financial year 2018-19, Company has not passed any resolution through postal ballot.

At the ensuing Annual General Meeting, there is no resolution proposed to be passed through postal ballot.

b) Company's Means of Communication

Website	Information like quarterly / half yearly / annual financial results etc are hosted time to time on the Company's website www.mahamayagroup.in and have also been submitted to the Stock Exchanges to enable them to put them on its website and communicate to its members.
Quarterly/Annual Financial Results	The quarterly / half-yearly / annual financial results are published in Active Times (English), Mumbai Lakshadweep (Marathi) newspapers & Amrit Sandesh Raipur. The results are also uploaded by BSE & NSE on their website.
Stock Exchange	All periodical information, including the statutory filings and disclosures, are filed with BSE and NSE. The filings required to be made under the Listing Regulations, including the Shareholding pattern and Corporate Governance Report for each quarter are also filed on BSE Listing Centre and NEAPS.

c) Other Information

CIN	L27107CT1988PLC004607
Registered Office Address	B/8-9, Sector - C, Urla Industrial Area, Sarora, Raipur - 493 221, C.G.
Day, Date, Time and Venue of Annual General Meeting	Monday, 30 th September, 2019 at 11.00 am Address: B/8-9, Sector - C, Urla Industrial Area, Sarora, Raipur - 493 221, Chhattisgarh.
Financial Year	The Financial year of the Company starts from April 1 st and ends on March 31 st of the succeeding year.
Rate of dividend and dividend declaration date	No dividend was declared during the Financial Year 2018-19.
Dates of Book Closure	22 nd September, 2019 to 30 th September, 2019 (both days inclusive).
Listing on stock exchanges	The Equity Shares of the Company are listed on BSE Limited and National Stock Exchange of India Limited 1. The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001. 2. National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051.
Listing Fees	The listing fees of BSE and NSE for FY 2019-20 has been paid.

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Stock Code	1. The BSE Limited - 513554 2. National Stock Exchange of India Limited - MAHASTEEL
ISIN Number	INE451L01014
Custodian fees	The custodian fees is payable to each of the depositories based on the number of folios as on 31 st March, 2019. The custodian fees to CDSL and NSDL will be paid within the due date.
Subsidiary Company	There is no subsidiary or Joint Venture, Only one Associate Company M/s. Abhishek Steel Industries Ltd
Suspension of trading in securities	There was no suspension of trading in securities of the Company during the year under review.
Registrar and Transfer Agents	Link Intime India Private Limited, C-101, 247 Park, L.B.S. Marg, Vikhroli (W), Mumbai - 400 083 (M.H.) Telephone : 022 - 49186000 Fax : 022 - 49186060 Email : dematremat@linkintime.co.in, rmt.helpdesk@linkintime.co.in
Share Transfer System	96.57 % of the equity shares of the Company are in electronic form. Transfers of these shares are done through the depositories with no involvement of the Company. The Registrars and Share Transfer Agent have put in place an appropriate Share Transfer system to ensure timely share transfers. Share transfers are registered and returned in the normal course within an average period of 15 days from the date of receipt, if the documents are clear in all respects. Requests for dematerialisation of shares are processed and confirmation is given to the respective depositories i.e. NSDL and CDSL within 21 days.
Liquidity	The Company's Shares are traded on the BSE Limited and National Stock Exchange of India Limited
Information on Deviation from Accounting Standards, if any	There has been no deviation from the Accounting Standards in preparation of annual accounts for the financial year 2018-19.
Outstanding GDRs / ADRs / Warrants / Convertible instruments and their impact on Equity	Not Applicable
Commodity price risk or foreign exchange risk and hedging activities	Not Applicable
Plant locations	B/8-9, Sector-C, Urla Industrial Area, Sarora, Raipur - 493221 (C.G.)
Tentative calendar of the Board Meetings for FY 2019-20	For the quarter ended June 30, 2019 - On or before 14 th August, 2019 For the quarter and half year ended September 30, 2019 - On or before 14 th November, 2019 For the quarter ended December 31, 2019 - On or before 14 th February, 2020 For the quarter and year ended March 31, 2020 - On or before 30 th May, 2020 Annual General Meeting - On or before 30 th September, 2020

d) Reconciliation of Share Capital Audit

As stipulated by SEBI, a qualified Practicing Chartered Accountant carries out the Reconciliation of Share Capital to reconcile the total capital held with the National Security Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The Audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges. The report, inter alia, confirms that the number of shares issued, listed on the Stock exchange and that held in demat and physical mode are in agreement with each other.

e) Market Price Data

Table below gives the monthly high and low prices and volumes of trading of Equity of the Company at Bombay Stock Exchange Limited (BSE) and at National Stock Exchange of India Limited (NSE) for the year 2018-19.

Month & Year	BSE		NSE		BSE Sensex Close
	High	Low	High	Low	
Apr -18	75.75	62.65	71.30	61.40	35160.36
May-18	103.85	60.05	105.00	61.45	35322.38
Jun - 18	84.50	62.00	86.75	63.00	35423.48
Jul-18	84.05	66.75	83.15	67.00	37606.58
Aug-18	97.10	76.60	95.90	77.30	38645.07
Sep-18	92.45	67.40	92.45	68.05	36227.14
Oct-18	82.90	65.15	87.70	66.00	34442.05
Nov-18	84.25	64.00	94.30	64.05	36194.30
Dec-18	84.00	67.50	82.95	66.60	36068.33
Jan-19	102.45	73.80	101.60	73.30	36256.69
Feb-19	148.00	99.60	138.40	99.35	35867.44
Mar-19	195.00	139.05	194.95	139.00	38672.91

f) Shareholding Distribution as on 31st March, 2019

Shareholding of Nominal Value (INR)	Number of Shareholders	Percentage (%)	Number of Shares Held	Percentage (%)
Up to 5,000	3781	85.21	485938	3.58
5,001 to 10,000	293	6.60	247725	1.83
10,001 to 20,000	123	2.77	185430	1.37
20,001 to 30,000	63	1.42	158137	1.17
30,001 to 40,000	20	0.45	73118	0.54
40,001 to 50,000	20	0.45	94802	0.70
50,001 to 1,00,000	60	1.36	437798	3.23
1,00,001 and above	77	1.74	11887452	87.60

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g) Shareholding Pattern as on 31st March, 2019

Category	Category of Shareholder	Number of Share holders	Total Number of Shares	Total Shareholding as a Percentage of Total Number of Shares
PROMOTER & PROMOTER GROUP				
Indian	Individuals/HUF	4	6638022	48.92
	Bodies Corporate	3	2585000	19.05
	Total (Promoter & Promoter Group)	7	9223022	67.96
PUBLIC				
Institutions	Financial Institutions/ Banks	2	155	0.00
	Total Institutions	2	155	0.00
Non Institutions	Bodies Corporate	60	386047	2.84
	Individuals	4097	3161266	23.30
	Clearing Members	64	254044	1.87
	Non Resident Indian	37	21217	0.16
	Hindu Undivided Family	62	256349	1.89
	IEPF	1	268300	1.98
	Total (Non-Institutions)	4321	4347223	32.03
Total (Public)		4323	4347348	32.04
GRAND TOTAL		4330	13570400	100.00

h) Top Ten Shareholders across all categories as on 31st March, 2019

S.No.	Name of Shareholders	No. of Shares	% of holding
1	Rajesh Agrawal	3212798	23.67
2	Rekha Agrawal	1977477	14.57
3	Abhishek Steel Industries Limited	1349000	9.94
4	Ramanand Agrawal HUF	749700	5.52
5	Adept It Solutions Private Limited	636000	4.69
6	JSR Networks Private Limited	600000	4.42
7	Rajesh Agrawal HUF	698047	5.14
8	Investor Education & Protection Fund	268300	1.98
9	Yatin Amrutlal Shah	220348	1.62
10	Manoj Roopchand Jain	201348	1.48

i) Status of dematerialization of shares

As on 31st March, 2019, except 4,64,530 all equity shares of the Company are held in dematerialised form. The breakup of the equity shares held in dematerialised and physical form as on 31st March, 2019 is as follows:

Particulars	No. of Shares	Percentage of Equity
NSDL	10517716	77.51
CDSL	2588154	19.07
Physical	464530	3.42
Total	13570400	100

j) Disclosures with respect to Demat Suspense Account/ Unclaimed Suspense Account

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the listed entity shall disclose the following details in its annual report, as long as there are shares in the unclaimed suspense account. The details of Mahamaya Steel Industries Limited unclaimed suspense account are as follows:-

S.No.	Particulars	Demat	
		Number of Shareholders	Number of Equity Shares
1	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year;	871	268300
2	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year;	11	4900
3	Number of shareholders to whom shares were transferred from suspense account during the year;	0	0
4	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	871	268300

The voting rights on the shares in the unclaimed suspense accounts as on 31st March, 2019 shall remain frozen till the rightful owners of such shares claim the shares.

k) Disclosure by key managerial personnel about related party transactions

The Board has received disclosures from key managerial personnel relating to transactions where they and/or their relatives have personal interest. There were no materially significant related party transactions, which have potential conflict with the interest of the company at large. The related party transactions have been disclosed in form AOC 2 and in the notes to Balance Sheet and Statement of Profit and Loss for the year ended 31st March, 2019.

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The Company has laid down a policy for dealing with Related Party Transactions. The Policy on Related Party Transactions can be accessed on the Company's website at www.mahamayagroup.in>Investors>Policies>Related Party Transaction Policy.pdf

l) Disclosure of Accounting Treatment

The Company follows Indian Accounting Standards (IndAS) issued by the Ministry of Corporate Affairs in the preparation of its financial statements.

m) Proceeds from public issues, rights issues, preferential issues etc.

The company has not made any capital issues during the financial year.

n) Matters related to Capital Markets

The company has complied with the requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets during the last three years. No penalties or strictures have been imposed on the company by any Stock Exchange or SEBI or any statutory authority, on any matter relating to capital markets, during the last three years.

o) Management Discussion & Analysis Report

The Management Discussion & Analysis Report is a part of Director's Report.

p) Credit Rating

The Credit ratings of the Company for all the debt instruments as on 31st March, 2019 is as follows

Bank Facilities	Rating
Long Term Bank Facilities	CARE BBB - Stable
Short Term Bank Facilities	CARE A3

q) Green Initiative

Pursuant to section 101 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended, the Company can send Notice of Annual General Meeting, financial statements and other Communication in electronics forms. This Company is sending the Annual Report including the Notice of Annual General Meeting, Audited Standalone & Consolidated Financial Statements, Directors Report, Auditors Report along with their annexure etc. for the financial year 2018-19 in the electronic mode to the shareholders who have registered their e-mail ids with the Company and/or their respective Depository Participates (DPs).

Shareholders who have not registered their e-mail addresses so far are requested to register their e-mail addresses. Those holding shares in demat form can register their e-mail addresses with their concerned DPs. Shareholders who hold shares in physical form are requested to register their e-mail addresses with the Company, by sending a letter, duly signed by the first/ sole holder quoting details of Folio No.

r) Address for Correspondence

For transfer/dematerialisation of shares and any other query relating to the shares of the Company.

Link Intime India Private Limited,
C-101, 247 Park, L.B.S. Marg, Vikhroli (W), Mumbai - 400 083 (M.H.)
Telephone : 022 - 49186000 Fax : 022 - 49186060
Email : dematremat@linkintime.co.in, rnt.helpdesk@linkintime.co.in

Any query on Annual Report

Secretarial Department :

Mahamaya Steel Industries Ltd.

Secretarial Department

B/8-9, Sector C, Urla Industrial Area, Sarora, Raipur - 493 221 (C.G.)

Telephone : 0771 4910058 Email : cs@mahamayagroup.in

s) Independent Director Confirmation

In terms of Schedule V(C)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the declaration of independence received from the Independent Directors of the Company, we are of the opinion that the Independent Directors of the Company fulfills the conditions specified under Regulation 16(b) of Listing Regulations and are independent of Management

t) Compliances under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company has complied with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The requisite certificate from the Practicing Company Secretary confirming compliance with the conditions of corporate governance is annexed hereto and forms part of this report.

u) CEO and CFO Certification

The Managing Director and CFO of the Company have given the certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The requisite certificate from the Managing Director and CFO of the Company is annexed hereto and forms part of this report.

v) Certification from Company Secretary in Practice

Mr. Nitesh Jain, Practicing Company Secretary has issued a certificate as required under the Listing Regulations, confirming that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority. The certificate is enclosed with this report.

Place: Raipur
Date: 05th September, 2019

By Order of the Board

Rajesh Agrawal
Managing Director

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

As required by Regulation 34(3) read with Para D of Schedule V to the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, I hereby declare that the Company has adopted a Code of Conduct and Ethics for all Board Members and Senior Management of the Company. The Code is available on the Company's website.

I further declare that the Company has in respect of the financial year ended 31st March, 2018, received from all the Board Members and Senior Management Personnel of the Company, an affirmation of compliance with the Code, as applicable to them.

For and on behalf of the Board
For, Mahamaya Steel Industries Limited

Place: Raipur
Date: 28th May, 2019

Rajesh Agrawal
Managing Director

**MANAGING DIRECTOR / CFO CERTIFICATION
(Pursuant to Regulation 17(8) of SEBI (LODR) Regulations, 2015)**

In terms of regulation 17(8) of SEBI (LODR) Regulations, 2015, Managing Director and Chief Financial officer of the Company has certified to the Board that:

- A. We have reviewed financial statements and the Cash Flow Statement for the year and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, no transactions entered into by the Company during the year are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal control for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and steps have been taken to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit committee that:
- (1) there has not been any significant change in internal control over financial reporting during the year;
- (2) there has not been any significant changes in accounting policies during the year requiring disclosure in the notes to the financial statements; and
- (3) we are not aware of any instances during the year of significant fraud with involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For and on behalf of the Board
For, Mahamaya Steel Industries Limited

Place : Raipur
Date : 28th May, 2019

Rajesh Agrawal
Managing Director

Suresh Raman
Executive Director & CFO

Corporate Governance Certificate

To
The Members
Mahamaya Steel Industries Limited
B-8&9, Sarora Industrial Area
Sarora, Raipur (CG)

I have examined the compliance of conditions of Corporate Governance of Mahamaya Steel Industries Limited (CIN:L27107CT1988PLC004607) (hereinafter called 'the Company') for the year ended 31st March, 2019 as prescribed in Regulation 17 to 27, 46 (2) (b) and para C and D of Schedule V of Chapter IV of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015

I state that the compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me and the representations made by the directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as specified above.

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

Date: 28.05.2019
Place: Raipur

(Nitesh Jain)
Practicing Company Secretary
FCS no: 8216 | C.P. No.: 9273

**CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE
(Pursuant to clause 10 of Part C of Schedule V of LODR)**

In pursuance of sub clause (i) of clause 10 of Part C of Schedule V of The Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015, (LODR) in respect of Mahamaya Steel Industries Limited (CIN: L27107CT1988PLC004607) I hereby certify that :

On the basis of the written representation/declaration received from the directors and taken on record by the Board of Directors, as on 31st March, 2019, none of the directors on the board of the Company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI / Ministry of Corporate Affairs or any such Statutory Authority.

Date: 28.05.2019
Place: Raipur

(Nitesh Jain)
Practicing Company Secretary
FCS no: 8216 | C.P. No.: 9273

Independent Auditor's Report

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

Report on the Audit of the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of **Mahamaya Steel Industries Limited** ('the Company'), which comprise the balance sheet as at 31 March 2019, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information (herein after referred to as "standalone Ind AS financial statements).

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder.

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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind AS Financial Statements based on our audit.

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk

assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

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

Basis for qualified opinion

- (i) The company has recognized electricity duty receivable amount of Rs. 1.07 Crore by the way of reversing electricity duty expenditure for the year; the company has not provided any sanction from the competent authority(CSIDC); in the absence of any reasonable certainty of the ultimate collection the receivable amount is not in line with the Indian accounting standard (ind AS-18) (Revenue Recognition) of ICAI. The company has been following the same procedure for the earlier years which is having a cumulative effect of receivable balance of Rs. 11.06 crores. Had the company would not have been recognized the same receivable during the year, the profit of the company would have been reduced to the extent of Rs. 1.07 crores and the cumulative reduction in the receivable (current Assets) and share holder's fund to the extent of 11.06 crores for the year.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the financial position of the Company as at 31 March, 2019, and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Emphasis of matters

We draw attention to the following matters in the notes to the financial statements;

- (i) The management need to improve the effectiveness and efficiency of internal control of the company regarding the physical verification of inventories, Parties confirmation, recoveries of old dues and related party transactions.
- (ii) Stores inventory accounting and physical verification system are not adequate. Provision for slow moving and non moving inventory has not been made.

Our opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in **Annexure "A"** a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

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- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
- d) In our opinion, except as per the above paragraph, the aforesaid standalone Ind AS Financial Statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in “**Annexure B**”.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS Financial Statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For, K P R K & ASSOCIATES

Chartered Accountants
FRN : 103051W

CA. Swapnil M. Agrawal

Partner, M. No. : 121269
9371455299, swapnilmagrawal@gmail.com

Raipur, 28th May 2019

ANNEXURE “A” TO THE INDEPENDENT AUDITOR'S REPORT

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone Ind AS financial statements for the year ended 31 March 2019, we report that:

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

(b) As explained to us, the Company has a programme for physical verification of fixed assets at periodic intervals.. In our opinion, the period of verification and the process needs to be strengthened

(c) The title deeds of immovable properties are held in the name of the Company.
- ii. The Physical Verification of the inventory has been conducted at reasonable intervals by the management. In our opinion, the period of verification and the process needs to be strengthened
- iii. The Company has granted advances for purchase of raw materials to two parties covered in the register maintained under section 189 of the Act.
 - a. The terms and conditions of the grant of such loans/advances are not prejudicial to the company's interest;
 - b. The payment of principal amount and interest are regular.
 - c. There is no overdue amount in respect of loans granted to the party listed in the register maintained under section 189 of the Act.
- iv. In our opinion and according to the information and explanations given to us and the records examined by us, in respect loans, investments and guarantees, provisions of the section 185 and 186 of the Companies Act, 2013 have been complied with except in case of transaction in ordinary course of purchase and sale of materials.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any Deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Rules framed there under are not applicable.
- vi. We have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government of India, for maintenance of cost records under sub section (1) of section 148 of the Act, and are of the opinion that, prima facie the prescribed accounts and records have generally been made and maintained. We have not, however, made a detailed examination of the records with a view to examine whether they are accurate and complete.
- vii. (a) According to the information and explanations given to us and the records examined by us, the Company is generally regular in depositing 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 any other statutory dues with the appropriate authorities, wherever applicable and there are no such outstanding dues as at March 31, 2019, for a period of more than six months from the date they became payable.

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(b) According to the information and explanation given to us and the records examined by us, there are no dues of Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise and Value added tax outstanding on account of any dispute except:

Sl. No.	Name of the Statute	Nature of Dues	Amount in Lacs	Period	Forum where dispute is pending
1	Income Tax Act, 1961	TDS	17.12	2008-09	Assistant Commissioner of Income Tax, Raipur
2	Income Tax Act, 1961	TDS	4.18	2009-10	Assistant Commissioner of Income Tax , Raipur
3	Income Tax Act, 1961	TDS	113.36	2010-11	Assistant Commissioner of Income Tax , Raipur
4	Income Tax Act, 1961	Income Tax	50.26	2011-12	Commissioner of Income Tax(A) Raipur
5	Income Tax Act, 1961	TDS	2.77	2011-12	Assistant Commissioner of Income Tax , Raipur
6	Income Tax Act, 1961	Income Tax	235.92	2012-13	Income Tax Appellate
7	Tribunal Income Tax Act, 1961	Income Tax	819.54	2014-15	Commissioner of Income Tax(A) Raipur
8	Income Tax Act, 1961	TDS	5.14	2015-16	Assistant Commissioner of Income Tax , Raipur
9	Income Tax Act, 1961	Income Tax	229.96	2016-17	Commissioner (Appeal), Raipur
10	Income Tax Act, 1961	Income Tax	2.89	2010-11	CIT(A) Raipur
11	Income Tax Act, 1961	Income Tax	945.67	2013-14	Income Tax Appellate Tribunal
12	Income Tax Act, 1961	Income Tax	4.87	2012-13	CIT(A) Raipur
13	Income Tax Act, 1961	Income Tax	374.02	2009-10	Income Tax Appellate Tribunal
14	Income Tax Act, 1961	Income Tax	834.18	2010-11	Income Tax Appellate Tribunal
15	Income Tax Act, 1961	Income Tax	554.24	2011-12	Income Tax Appellate Tribunal
16	Central Excise Act, 1944	Excise Duty	18.39	2011-12	Assistant Commissioner, Raipur
17	Central Excise Act, 1944	Excise Duty	30.00	2012-13	Supreme Court
	Total		4242.53		

- viii. According to the information and explanations given to us and based on the documents and records produced to us, the Company has not defaulted in repayment of dues to banks. The Company does not have dues to financial institutions, government or debenture holders.
- ix. The Company has not raised money through initial public offer or further public offer and term loans, hence the provisions of paragraph 3 (ix) of the Order are not applicable.
- x. In our opinion and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year. Therefore, the provisions of clause 3(x) of the Companies (Auditor's Report) Order, 2016 are not applicable to the company.
- xi. In our opinion and according to the information and explanations given to us, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule- V to the Companies Act.

- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014. are not applicable to it. Therefore, the provisions of clause 3(xii) of the Companies (Auditor's Report) Order, 2016 are not applicable to the company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Accounting Standard AS) 18, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Therefore, the provisions of clause 3(xiv) of the Companies (Auditor's Report) Order, 2016 are not applicable to the company.
- xv. The Company has not entered into any non-cash transactions as referred in Section 192 of the Act with its directors or persons connected with him. Therefore, the provisions of clause 3(xv) of the Companies (Auditor's Report) Order, 2016 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. Therefore, the provisions of clause 3(xvi) of the Companies (Auditor's Report) Order, 2016 are not applicable to the company.

For, K P R K & ASSOCIATES

Chartered Accountants
FRN : 103051W

CA. Swapnil M. Agrawal

Partner, M. No. : 121269
9371455299, swapnilmagrawal@gmail.com

Raipur, 28th May 2019

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

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 **MAHAMAYA STEEL INDUSTRIES LIMITED** ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone Ind AS Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of 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 and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate 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 Standalone Ind AS Financial Statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, except the Physical verification of inventories and related party transactions, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For, K P R K & ASSOCIATES

Chartered Accountants

FRN : 103051W

CA. Swapnil M. Agrawal

Partner, M. No. : 121269

9371455299, swapnilmagrawal@gmail.com

Raipur, 28th May 2019

31st Annual Report 2018-19

MAHAMAYA STEEL INDUSTRIES LIMITED

Balance Sheet as at March 31, 2019

(Amount in Lacs)

Particulars	Note	As at March 31, 2019	As at March 31, 2018
ASSETS			
1 NON CURRENT ASSETS			
(a) Property Plant and Equipment	3	6,572.27	6,892.21
(b) Financial Assets			
(i) Non- Current Investments	4	2,750.85	2,750.85
(ii) Loans	5	786.50	390.72
(iii) Other financial assets	6	1,105.69	998.74
(c) Other Non - Current Assets	7	10.72	25.28
		11,226.03	11,057.80
2 CURRENT ASSETS			
(a) Inventories	8	8,374.07	6,099.92
(b) Financial Assets			
(i) Trade Recievables	9	1,728.31	2,369.71
(ii) Cash and Cash Equivalents	10	18.32	101.79
(iii) Bank balances other than (ii) above	10	420.68	408.39
(iv) Other financial assets	11	36.97	-
(c) Current Tax Assets (Net)	12	-	9.32
(d) Other Current Assets	13	1,547.56	2,668.17
		12,125.91	11,657.31
TOTAL ASSETS		23,351.94	22,715.12
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	14	1,357.04	1,357.04
(b) Other Equity	15	7,829.44	7,214.09
		9,186.48	8,571.13
LIABILITIES			
1 NON CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	16	3,435.02	3,610.19
(b) Provisions	17	49.52	37.11
(c) Deferred Tax liabilities(Net)	18	1,185.51	1,222.66
		4,670.06	4,869.96
2 CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	19	6,517.92	6,367.87
(ii) Trade Payables			
Total Outstanding dues of Micro & Small enterprises	20	-	-
Total Outstanding dues of Others	20	1,924.35	2,201.10
(iii) Other Financial Liabilities	21	152.56	132.47
(b) Other Current Liabilities	22	276.35	284.91
(c) Provisions	23	585.86	287.66
(d) Current Tax Liabilities(Net)	24	38.37	-
		9,495.39	9,274.02
TOTAL EQUITIES AND LIABILITIES		23,351.94	22,715.12
Significant Accounting Policies and Notes on Financial Statements	1 to 44		

As per our attached Report of even date

For and on behalf of the Board

For, **K P R K & ASSOCIATES**
Chartered Accountants
Firm Registration No. 103051W

Rajesh Agrawal
Managing Director
DIN - 00806417

Rekha Agrawal
Director
DIN - 00597156

CA Swapnil M. Agrawal
Partner
(Membership No. 121269)

Jaswinder Kaur Mission
Company Secretary

Suresh Raman
CFO

Date: 28.05.2019
Place : Raipur

MAHAMAYA STEEL INDUSTRIES LIMITED

Statement of Profit and loss for the period ended March 31, 2019

(Amount in Lacs)

Particulars	Note	As at March 31, 2019	As at March 31, 2018
Revenue			
Revenue from operations	25	46,517.06	30,291.22
Other Income	26	211.84	172.80
TOTAL		46,728.90	30,464.02
Expenses			
Cost of Material Consumed	27	36,953.64	21,929.40
Purchase of Stock in trade	28	687.79	2,716.69
Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	29	(914.37)	(886.54)
Excise Duty		-	597.62
Employee benefit expenses	30	1,077.18	787.62
Finance Cost	31	1,118.62	1,157.81
Depreciation and amortization expense	3	632.81	669.45
Other expenses	32	6,450.53	3,049.98
TOTAL		46,006.20	30,022.03
Profit / (Loss) before tax before exceptional items and tax		722.70	441.99
Exceptional items	35	(1.49)	(3.58)
Profit / (Loss) before tax		721.20	438.41
Tax Expenses Continued Operations			
Current Tax		148.00	86.52
Deferred Tax		(37.15)	98.49
Profit / (Loss) for the year from Continuing Operations		610.35	253.40
Profit / (Loss) for the year of Discontinued Operations		-	-
Tax Expenses Discontinued Operations			
Current Tax		-	-
Deferred Tax		-	-
Profit / (Loss) for the year of Discontinued Operations (after tax)		-	-
Profit / (Loss) for the period		610.35	253.40
Other Comprehensive Income	34		
A (i) Items that will not be reclassified to profit or loss		5.00	6.76
(ii) Income tax relating to items that will not be reclassified to profit or loss			
B (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss			
Total Comprehensive Income for the period (Comprising Profit(Loss) and Other Comprehensive Period for the period		615.35	260.16
Earnings per Equity Share (for Continuing operations) (Face value of Rs.10/- each)	38		
- Basic		4.50	1.87
- Diluted		4.50	1.87
Earnings per Equity Share (for discontinued operations (Face value of Rs.10/- each)			
- Basic		4.50	1.87
- Diluted		4.50	1.87
Significant Accounting Policies and Notes on Financial Statements	1 to 44		

As per our attached Report of even date

For and on behalf of the Board

For, **K P R K & ASSOCIATES**
Chartered Accountants
Firm Registration No. 103051W

Rajesh Agrawal
Managing Director
DIN - 00806417

Rekha Agrawal
Director
DIN - 00597156

CA Swapnil M. Agrawal
Partner
(Membership No. 121269)

Jaswinder Kaur Mission
Company Secretary

Suresh Raman
CFO

Date: 28.05.2019
Place : Raipur

31st Annual Report 2018-19

MAHAMAYA STEEL INDUSTRIES LIMITED

Cash Flow Statement For the year ended 31st March, 2019

(Amount in Lacs)

Particulars	Year ended 31 st March, 2019		Year ended 31 st March, 2018	
A Cash Flow from Operating Activities				
Profit / (Loss) before tax		721.20		438.41
Adjustments for				
Depreciation & Amortisation	632.81		669.45	
Interest Expense	1,118.62		1,157.81	
Provision for gratuity	12.42		-	
Loss / (Profit) on sale of assets	1.49		3.58	
Remeasurement of defined benefit plans	5.00	1,770.34	6.76	1,837.60
Operating Profit before Working Capital Changes		2,491.54		2,276.01
Adjustments for:				
Trade Receivables	641.41		318.72	
Inventories	(2,274.15)		(2,064.32)	
Other financial assets	(143.92)		9.28	
Other Current Assets	1,129.93		(1,047.67)	
Other Non-Current Assets	14.56		9.30	
Trade Payables	(276.76)		2,042.15	
Other Financial Liabilities	20.08		(99.84)	
Other Current Liabilities	(8.56)		(1,262.92)	
Provisions	298.19	(599.22)	203.30	(1,891.99)
Net Cash generated from / (used) in Operating		1,892.32		384.02
Taxes (Paid) / Refund (net)		(109.63)		(97.19)
Cash Flow before extraordinary items		1,782.69		286.83
Net Cash generated from / (used) in Operating		1,782.69		286.83
B Cash Flow from Investing Activities				
(Purchase)/ Sale of Tangible Assets (Net)	(314.36)		(179.02)	
(Purchase)/ Sale of Investments (Net)	-		1.81	
Investment in Fixed deposit receipts	(12.29)		(9.01)	
Movement in Long Term Loans and Advances	(395.78)		327.19	
Net Cash generated from / (used in) Investing Activities		(722.42)		140.98
C Cash Flow from Financing Activities				
Interest Paid	(1,118.62)		(1,157.81)	
Proceeds from/(Repayment of) Long Term Loans	(175.16)		(37.11)	
Proceeds from/(Repayment of) Short Term Loans	150.04		844.27	
Net Cash generated from / (used in) Financing Activities		(1,143.75)		(350.65)
Net increase / (decrease) in Cash and Cash Equivalents (A+B+C+D)		(83.48)		77.15
Opening Balance of Cash and Cash Equivalents		101.79		24.64
Closing Balance of Cash and Cash Equivalents		18.32		101.79
Net increase / (decrease) in Cash and Cash Equivalents		(83.48)		77.15

As per our attached Report of even date

For and on behalf of the Board

For, **K P R K & ASSOCIATES**
Chartered Accountants
Firm Registration No. 103051W

Rajesh Agrawal
Managing Director
DIN - 00806417

Rekha Agrawal
Director
DIN - 00597156

CA Swapnil M. Agrawal
Partner
(Membership No. 121269)

Jaswinder Kaur Mission
Company Secretary

Suresh Raman
CFO

Date: 28.05.2019
Place : Raipur

MAHAMAYA STEEL INDUSTRIES LIMITED
Statement of Changes in Equity for the period ended March 2019

(Amount in Laos)

A. Equity Share Capital

Balance at the beginning of the reporting period as on 1st April 2017	Changes during the year 2017-18	Changes during the year 2018-19	Balance at the end of the reporting year as on 31st March 2019
1357.04	-	-	1357.04

B. Other Equity

	Reserve and Surplus					Total
	Equity Component of Compound Financial	General Reserves	Securities Premium	Capital Redemption Reserve	Retained Earnings	
Balance at the beginning of reporting period as on 1st April 2017	2,241.59	1,985.23	128.72	2,602.06	(3.65)	6,953.94
Changes in accounting policy or prior period errors	-	-	-	-	-	-
Restated balance at the beginning of reporting period	2,241.59	1,985.23	128.72	2,602.06	(3.65)	6,953.94
Profit for the year 2017-18					253.40	253.40
Other comprehensive income for the year 2017-18					6.76	6.76
Issued during the year	-	-	-	-	-	-
Dividends	-	-	-	-	-	-
Transferred to Retained Earnings	-	-	-	-	-	-
Any other change	-	-	-	-	-	-
Redeemed during the year	-	-	-	-	-	-
Balance at the end of reporting period as on 31st March 2018	2,241.59	1,985.23	128.72	2,602.06	256.50	7,214.09

MAHAMAYA

MAHAMAYA STEEL INDUSTRIES LIMITED
Statement of Changes in Equity for the period ended March 2019

(Amount in Laacs)

	Reserve and Surplus					Total
	Equity Component of Financial	General Reserves	Securities Premium	Capital Redemption Reserve	Retained Earnings	
Balance at the beginning of reporting period as on 1st April 2018	2,241.59	1,985.23	128.72	2,602.06	256.50	7,214.09
Changes in Accounting policy or prior period errors	-	-	-	-	-	-
Restated balance at the beginning of reporting period	2,241.59	1,985.23	128.72	2,602.06	256.50	7,214.09
Profit for the year 2018-19					610.35	610.35
Other comprehensive income for the year 2018-19					5.00	5.00
Transfer from Securities Premium		-	-	-	-	
Issued during the year	-					
Dividends					-	
Transferred to Retained Earnings					-	
Redeemed during the year			-		-	
Balance at the end of reporting period as on 31st March 2019	2,241.59	1,985.23	128.72	2,602.06	871.85	7,829.44

As per our attached Report of even date

For, **K P R K & ASSOCIATES**
Chartered Accountants
Firm Registration No. 103051W

CA Swapnil M. Agrawal
Partner
(Membership No. 121269)

Date: 28th May 2019
Place : Raipur

For and on behalf of the Board

Rajesh Agrawal
Managing Director
DIN - 00806417

Rekha Agrawal
Director
DIN - 00597156

Jaswinder Kaur Mission
Company Secretary

Suresh Raman
CFO

MAHAMAYA STEEL INDUSTRIES LIMITED

Notes to the standalone financial statements for the year ended 31st March, 2019

1. CORPORATE INFORMATION

Mahamaya Steel Industry a major industry in the group is a 21 years young company, manufacturing steel structures in the shape of Angles, Beams, Joist, Channels, Rounds, Flats, Railway sleepers etc. It has high capacity structural rolling mills with full fledged supportive SMS. Mahamaya has many prestigious customers ranging from BHEL, BHPV, MAHAGENCO, CSPDCL, TNEB, GETCO, MSPDCL, MPPDCL, ONGC, RAILWAYS, RELIANCE, JINDAL etc. It is also conversion agent of SAIL, JINDAL. Mahamaya is one of the few in the country who manufactures 600 MM joist and 250 MM angles. Mahamaya has kept pace with modern time, by continuously modernizing its plant and equipment so that its product conforms to specification as required by different customers. The product are inspected by world renowned inspection agencies like – BIS, TUV, DNV, BUREAU VARITAS, SGS, LLOYDS, ABS, RDSO etc. The company is a public limited company incorporated and domiciled in India and has its registered office at Raipur, Chhattisgarh. The company is listed its shares on Bombay Stock Exchange Ltd (BSE) & National Stock Exchange (NSE).

2. SIGNIFICANT ACCOUNTING POLICIES**2.1 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES**

The standalone financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities (including derivative instruments) and
- Defined benefit plans - plan assets

The financial statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013. Company's financial statements are presented in Indian Rupees (INR), which is also its functional currency.

2.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**a) Property, Plant and Equipment (PPE)**

- i) Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.
- ii) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably. In the carrying amount of an item of PPE, the cost of replacing the part of such an item is recognized when that cost is incurred if the recognition criteria are met. The carrying amount of those parts that are replaced is derecognized in accordance with the derecognition principles.
- iii) Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre - operative expenses and disclosed under Capital Work - in - Progress.

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- iv) Depreciation on property, plant and equipment is provided using straight line method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 except, in respect of Rolls, where useful life taken for one year only as per technical advise. Each part of an item of Property, Plant & Equipment with a cost that is significant in relation to total cost of the Machine is depreciated separately, if its useful life is different than the life of the Machine.
- v) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.
- vi) Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.
- vii) Spare parts procured along with the Plant & Machinery or subsequently which meet the recognition criteria are capitalized and added in the carrying amount of such item. The carrying amount of those spare parts that are replaced is derecognized when no future economic benefits are expected from their use or upon disposal. Other machinery spares are treated as “stores & spares” forming part of the inventory.

b) Leases

- i) Leases are classified as finance leases whenever the terms of the lease, transfers substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.
- ii) Leased assets: Assets held under finance leases are initially recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation.
- iii) Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalized. Contingent rentals are recognised as expenses in the periods in which they are incurred.
- iv) A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.
- v) Operating lease payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term except where another systematic basis is more representative of time pattern in which economic benefits from the leased assets are consumed.

c) Intangible assets

- i) Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortization /depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.
- ii) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.
- iii) Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

d) Capital Work in Progress

- i) Expenditure incurred on assets under construction (including a project) is carried at cost under Capital Work in Progress. Such costs comprises purchase price of asset including import duties and non-refundable taxes after deducting trade discounts and rebates and costs that are directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- ii) Cost directly attributable to projects under construction include costs of employee benefits, expenditure in relation to survey and investigation activities of the projects, cost of site preparation, initial delivery and handling charges, installation and assembly costs, professional fees, expenditure on maintenance and up-gradation etc. of common public facilities, depreciation on assets used in construction of project, interest during construction and other costs if attributable to construction of projects. Such costs are accumulated under "Capital works in progress" and subsequently allocated on systematic basis over major assets, other than land and infrastructure facilities, on commissioning of projects.
- iii) Capital Expenditure incurred for creation of facilities, over which the Company does not have control but the creation of which is essential principally for construction of the project is capitalized and carried under "Capital work in progress" and subsequently allocated on systematic basis over major assets, other than land and infrastructure facilities, on commissioning of projects, keeping in view the "attributability" and the "Unit of Measure" concepts in Ind AS 16- "Property, Plant & Equipment". Expenditure of such nature incurred after completion of the project, is charged to Statement of Profit and Loss.

e) Research and Development Expenditure

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss. Development costs of products are charged to the Statement of Profit and Loss unless a product's technological and commercial feasibility has been established, in which case such expenditure is capitalised.

f) Finance Cost

- i) Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.
- ii) Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.
- iii) All other borrowing costs are expensed in the period in which they occur.

g) Inventories

- i) Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any, except in case of by-products which are valued at net realisable value. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads net of recoverable taxes incurred in bringing them to their respective present location and condition.
- ii) Cost of raw materials, stores and spares, packing materials, trading and other products are determined at Cost, with moving average price on FIFO basis

h) Impairment of non-financial assets - property, plant and equipment and intangible assets

- i) The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.
- ii) An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.
- iii) The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

i) Provisions, Contingent Liabilities and Contingent Assets and Commitments

- i) Provisions are recognised when the Company has a present obligation (legal or constructive) 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 a reliable estimate can be made of the amount of the obligation. Such provisions are determined based on management estimate of the amount required to settle the obligation at the balance sheet date. When the Company expects some or all of a

provision to be reimbursed, the reimbursement is recognised as a standalone asset only when the reimbursement is virtually certain.

- ii) If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.
- iii) Contingent liabilities are disclosed on the basis of judgment of management. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.
- iv) Contingent assets are not recognized but are disclosed in the financial statements when inflow of economic benefits is probable.

h) Income Taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the other comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

i) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

ii) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

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

i) Foreign Currency Transactions

- i) Transactions in foreign currencies are initially recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.
- ii) Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.
- iii) Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss

arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or Statement of Profit and Loss are also recognised in OCI or Statement of Profit and Loss, respectively).

j) Employee Benefits Expense

Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

Post-Employment Benefits

Defined Contribution Plans

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

Defined Benefits Plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act 1972. The gratuity liability amount is contributed to the approved gratuity fund formed exclusively for gratuity payment to the employees. The gratuity fund has been approved by respective IT authorities. The liability in respect of gratuity and other post-employment benefits 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. Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income.

Employee Separation Costs

Compensation to employees who have opted for retirement under the voluntary retirement scheme of the Company is payable in the year of exercise of option by the employee. The Company recognises the employee separation cost when the scheme is announced and the Company is demonstrably committed to it.

k) Revenue recognition

Revenue from sale of goods is recognised when the significant risks and rewards of

ownership have been transferred to the buyer, recovery of the consideration is probable, the associated cost can be estimated reliably, there is no continuing effective control or managerial involvement with the goods, and the amount of revenue can be measured reliably.

Revenue from rendering of services is recognised when the performance of agreed contractual task has been completed.

Revenue from sale of goods is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Revenue from operations includes sale of goods, services, service tax, excise duty and adjusted for discounts (net), and gain/ loss on corresponding hedge contracts.

Interest income

Interest income from a financial asset is recognised using effective interest rate (EIR) method.

Dividends

Revenue is recognised when the Company's right to receive the payment has been established, which is generally when shareholders approve the dividend.

l) Insurance Claims

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

m) Financial Instruments

i) Financial Assets

A. Initial recognition and measurement

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

B. Subsequent measurement

Financial assets carried at amortised cost

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial

assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL.

C. Investment in subsidiaries, Associates and Joint Ventures

The Company has elected to measure investment in subsidiaries, joint venture and associate at cost. On the date of transition, the fair value has been considered as deemed cost. Investment in Equity shares & Mutual Funds etc., are classified at fair value through the profit and loss account.

D. Other Equity Investments

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'.

E. Impairment of financial assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL). Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed. For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

ii) Financial Liabilities

A. Initial recognition and measurement

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

B. Subsequent measurement

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance

sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derivative financial instruments and Hedge Accounting

The Company uses various derivative financial instruments such as interest rate swaps, currency swaps, forwards & options and commodity contracts to mitigate the risk of changes in interest rates, exchange rates and commodity prices. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss, except for the effective portion of cash flow hedges which is recognised in Other Comprehensive Income and later to Statement of Profit and Loss when the hedged item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial assets or non-financial liability.

Hedges that meet the criteria for hedge accounting are accounted for as follows:

a) Cash flow hedge

The Company designates derivative contracts or non derivative financial assets / liabilities as hedging instruments to mitigate the risk of movement in interest rates and foreign exchange rates for foreign exchange exposure on highly probable future cash flows attributable to a recognised asset or liability or forecast cash transactions. When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in the cash flow hedging reserve being part of other comprehensive income. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the underlying transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the Statement of Profit and Loss upon the occurrence of the underlying transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified in the Statement of Profit and Loss.

b) Fair Value Hedge

The Company designates derivative contracts or non derivative financial assets / liabilities as hedging instruments to mitigate the risk of change in fair value of hedged item due to movement in interest rates, foreign exchange rates and commodity prices. Changes in the fair value of hedging instruments and hedged items that are designated and qualify as fair value hedges are recorded in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, the adjustment to the carrying amount of a hedged item for which the effective interest method is used is amortised to Statement of Profit and Loss over the period of maturity.

Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

n) Operating Cycle

The Company presents assets and liabilities in the balance sheet based on current / non-current classification based on operating cycle.

An asset is treated as current when it is:

- a. Expected to be realized or intended to be sold or consumed in normal operating cycle;
- b. Held primarily for the purpose of trading;
- c. Expected to be realized within twelve months after the reporting period, or
- d. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

Liability is current when:

- a. It is expected to be settled in normal operating cycle;
- b. It is held primarily for the purpose of trading;
- c. It is due to be settled within twelve months after the reporting period, or
- d. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The company has identified twelve months as its operating cycle.

o) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for events of bonus issue; bonus element in a right issue to existing shareholders.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

p) Dividend Distribution

Dividend distribution to the shareholders is recognised as a liability in the company's financial statements in the period in which the dividends are approved by the company's shareholders.

q) Statement of Cash Flows**i) Cash and Cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

- ii) Statement of Cash Flows is prepared in accordance with the Indirect Method prescribed in the relevant Accounting Standard.

2.3 CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of the financial statements in conformity with the Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities and disclosures as at date of the financial statements and the reported amounts of the revenues and expenses for the years presented. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates under different assumptions and conditions. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

a) Depreciation / amortisation and useful lives of property plant and equipment / intangible assets

Property, plant and equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

b) Recoverability of trade receivable

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

c) Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgment to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

d) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or a groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

e) Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

MAHAMAYA STEEL INDUSTRIES LIMITED
Notes to the standalone financial statements for the year ended 31st March, 2019

Property, Plant and Equipment

(Amount in Lacs)

Particulars	Gross Block (at cost)			Depreciation / Amortisation			Net Block	
	As at March 31, 2018	Additions during the year	Deductions	As at March 31, 2019	Upto March 31, 2018	For the year	Upto March 31, 2019	As at March 31, 2018
Leasehold Land & Site Development	34.58	-	-	34.58	0.61	-	0.61	33.98
Freehold Land	796.44	-	-	796.44	-	-	-	796.44
Building	1,088.71	4.05	-	1,092.76	92.69	47.42	140.11	996.02
Plant & Equipment	6,075.75	230.70	-	6,306.45	1,114.97	558.60	1,673.57	4,960.78
Furniture & Fixtures	50.29	3.31	-	53.60	21.31	7.89	29.20	28.99
Vehicles	105.66	82.89	12.02	176.53	29.66	18.90	44.62	76.00
Total	8,151.45	320.95	12.02	8,484.41	1,259.23	632.81	1,888.11	6,892.21

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes to the standalone financial statements for the year ended 31st March, 2019

4. Non Current Investments

(Amount in Lacs)

Particulars	As at March 31, 2019	As at March 31, 2018
Unquoted Equity & Preference Shares (Valued at cost unless otherwise stated)		
In Associate Concerns:		
874000 Equity Shares of Rs.10/- each in Devi Iron and Power Private Limited	294.40	294.40
2247000 Pref. share of Rs. 10/- each in Devi Iron and Power Private Limited	999.92	999.92
1317000 Pref. share of Rs. 100/- each in Devi Iron and Power Private Limited	1,396.02	1,396.02
47500 Equity Shares of Rs.10/- each in Mahamaya Charitable Foundation	4.75	4.75
2788200 Equity Shares of Rs. 10/- each at Rs.2/- each in Abhishek Steel Industries Ltd.	55.76	55.76
Total	2,750.85	2,750.85
Aggregate amount of quoted investments	NIL	NIL
Aggregate amount of unquoted investments	2,750.85	2,750.85
Aggregate amount of impairment in value of investments	NIL	NIL

5. Loans

Particulars	As at March 31, 2019	As at March 31, 2018
(Unsecured, considered good unless otherwise stated) Security deposits	786.50	390.72
Total	786.50	390.72

6. Other financial assets

Particulars	As at March 31, 2019	As at March 31, 2018
Electricity duty receivable	1,105.69	998.74
Total	1,105.69	998.74

7. Other non current assets

Particulars	As at March 31, 2019	As at March 31, 2018
Capital Advances	10.72	25.28
Total	10.72	25.28

MAHAMAYA STEEL INDUSTRIES LIMITED

Notes annexed to and forming part of the Financial statements

8. Inventories

(Amount in Lacs)

Particulars	As at March 31, 2019	As at April 1, 2018
Raw materials	4,383.19	2,346.41
Finished Goods	3,608.99	2,694.63
Stores and spares	381.89	1,058.88
(Valued at lower of cost and net realizable value)		
Total	8,374.07	6,099.92

9. Trade Receivables (Unsecured)

Particulars	As at March 31, 2019	As at March 31, 2018
(Unsecured, considered good unless otherwise stated)		
1) Outstanding for a period exceeding six months from the date they are due for payment	688.05	843.55
2) Other Debts	1040.26	1,531.66
	1728.31	2,375.21
Less: Provision for Doubtful Debts	-	(5.50)
Total	1728.31	2,369.71

10. Cash and Bank Balances

Particulars	As at March 31, 2019	As at March 31, 2018
Cash & Cash Equivalents		
Balances with Banks in		
Current Accounts	16.84	87.27
Cash on Hand	1.48	14.52
	18.32	101.79
Other Bank Balances		
In deposit account with more than three months but less than twelve months maturity	420.68	408.39
	420.68	408.39
Total	439.00	510.19

11. Other financial assets

Particulars	As at March 31, 2019	As at March 31, 2018
Other Receivable from employee	36.97	-
Total	36.97	-

12. Current Tax Assets (Net)

Particulars		As at March 31, 2019	As at March 31, 2018
Taxes paid in advance less provisions		-	9.32
Total		-	9.32

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes annexed to and forming part of the Financial statements

13 Other Current Assets

(Amount in Lacs)

Particulars	As at March 31, 2019	As at March 31, 2018
a) Advances other than Capital Advances		
Advances for Raw Materials		
Related Parties	727.68	1,857.19
Others	383.19	623.41
Advances for Stores, Consumables and Expenses	50.59	-
Staff , Tour & Imprest advances	12.41	15.95
b) Others		
Balances with Tax Authorities	319.77	106.10
Earnest Money deposits with customers	39.58	44.08
Prepaid Expenses	14.34	21.44
Total	1,547.56	2,668.17

14. Share Capital

Particulars	As at March 31, 2019		As at March 31, 2018	
	Number	Amount	Number	Amount
Authorised: 1,50,00,000 Equity Shares of Rs. 10/- (Ten) each	150.00	1,500.00	150.00	1,500.00
	150.00	1,500.00	150.00	1,500.00
Issued: 1,35,76,000 Equity Shares of Rs. 10/- (Ten) each	135.76	1,357.60	135.76	1,357.60
	135.76	1,357.60	135.76	1,357.60
Subscribed & Paid up : 1,35,70,400 Equity Shares of Rs. 10/- (Ten) each	135.70	1,357.04	135.70	1,357.04
	135.70	1,357.04	135.70	1,357.04
	135.70	1,357.04	135.70	1,357.04

b) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2019		As at March 31, 2018	
	Number	Amount	Number	Amount
Reconciliation of the number of shares outstanding at the				
beginning and at the end of the year:				
No of shares outstanding at the beginning of the year	135.70	1,357.04	135.70	1,357.04
No of shares outstanding at the end of the year	135.70	1,357.04	135.70	1,357.04

MAHAMAYA STEEL INDUSTRIES LIMITED

Notes annexed to and forming part of the Financial statements

c) Shares held by the holding Company / Associate Company and shareholders holding more than 5% shares in the Company (Amount in Lacs)

Particulars	As at March 31, 2019		As at March 31, 2018	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity Shares:				
Abhishek Steel Industries Ltd	13.49	9.94%	13.49	9.94%
Rajesh Agrawal	32.13	23.68%	10.85	7.99%
Ramanand Agrawal	-	-	32.10	3.66%
Rajesh Agrawal (HUF)	6.98	5.14%	6.98	5.14%
Ramanand Agrawal (HUF)	7.95	5.86%	7.95	5.86%
Rekha Agrawal	19.77	14.57%	8.95	6.60%

15. Other Equity

(Amount in Lacs)

Particulars	As at March 31, 2019	As at March 31, 2018
Capital Redemption Reserve:		
Balance as per the last financial statements	2,602.06	2,602.06
	2,602.06	2,602.06
Securities Premium Account:		
Balance as per the last financial statements	128.72	128.72
	128.72	128.72
General Reserve:		
Balance as per the last financial statements	1,985.23	1,985.23
	1,985.23	1,985.23
Surplus:		
Balance as per the last financial statements	256.50	(3.65)
Add: Profit/(Loss) for the period	615.35	260.16
	871.85	256.50
Equity Component of Compound Financial Instruments		
Balance as per the last financial statements	2,241.59	2,241.59
	2,241.59	2,241.59
Total	7,829.44	7,214.09

16. Long Term Borrowings

(Amount in Lacs)

Particulars	As at March 31, 2019	As at March 31, 2018
Secured		
Term Loans from banks	282.84	354.97
Vehicle Loans from banks	55.10	24.83
(Secured by way of First pari passu charge on assets of the Company and personal guarantee of some of the directors)		
Unsecured		
From Banks & Others	128.70	222.47
Note : There is no default, as at the balance sheet date, in repayment of any of above Loans.		
Debt component of Preference shares	2968.39	3,007.91
Total	3,435.02	3,610.19

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes annexed to and forming part of the Financial statements

16. (a) Details of Repayment of Term Loan

(Amount in Lacs)

Lender	Nature of facility	Terms of repayment
Uco Bank Limited	Term Loan	84 Monthly Installments of Rs. 7.74 Lacs each
Andhra Bank Limited	Term Loan	84 Monthly Installments of Rs. 3.48 Lacs each
Religare Finvest Limited	Term Loan	95 Monthly Installment of Rs. 4.52 Lacs each
Axis Bank Limited	Vehicle Loan	48 Monthly Installments of Rs. 0.73 Lacs each
HDFC Bank Limited	Vehicle Loan	36 Monthly Installment of Rs. 0.43 Lacs each
HDFC Bank Limited	Vehicle Loan	47 Monthly Installments of Rs. 0.66 Lacs each
ICICI Bank Limited	Vehicle Loan	35 Monthly Installments of Rs. 0.32 Lacs each
TATA Capital Financial Services Limited		Vehicle Loan 31 Monthly Installments of Rs. 0.77 Lacs each

16b Nature of Security :

a) For Term Loan from Bank securities are new plant and machineries installed or to be installed.

b) For LC/BG accounts securities are exclusive first charge by way of hypothecation of the companies entire stocks of raw materials and finished goods purchase out of LC and on all other companies present and future book debt outstanding, receivable claims, bills, contracts, securities, investments, goodwill, rights and assets etc. arising out of the LC issued by bank.

c) In the case of Cash credit limit security in the form of (i) 1st pari-passu charge on all the current assets of the company. (ii) and collateral security in the form of 1st pari-passu charge on the residual value of movable and immovable fixed assets of the company.

16c Personal guarantee of directors, (i) Mr. Rajesh Agrawal (ii) Mrs. Rekha Agrawal antee of Relative of the Directors : (i) Mr. Ramanand Agrawal

16d a) There is no default, continuing or otherwise, as at the Balance Sheet Date, in re-payment of principal as well as interest of any of the above loan.

b) Current maturities of loan terms debts disclose under the sub-head "other financial liabilities" of head "current liabilities".

17. Long Term Provisions

(Amount in Lacs)

Particulars	As at March 31, 2019	As at March 31, 2018
Provision for Gratuity (Refer Note 36)	49.52	37.11
Total	49.52	37.11

18. Deferred Tax Liabilities

The Movement on the deferred tax is as follows

(Amount in Lacs)

Particulars		As at March 31, 2019	As at March 31, 2019
At the Start of the Year		1,222.66	1,124.17
Charge/(Credit) to Statement of Profit & Loss		(37.15)	98.49
At the End of the Year		1,185.51	1,222.66

MAHAMAYA STEEL INDUSTRIES LIMITED

Notes annexed to and forming part of the Financial statements

Component of Deferred Tax Liabilities/(Assets)

(Amount in Lacs)

Particulars	As at March 31, 2019	Charge/(Credit) to Statement of Profit & Loss	As at March 31, 2018
Deferred Tax Liabilities/(Assets) in relation to :			
Property, Plant & Equipment	1,094.38	30.76	1,063.62
Provision for Bonus	-	4.92	(4.92)
Provision for Gratuity	(16.53)	(16.11)	(0.42)
Unabsorbed Dep & Losses setoff	-	(208.02)	208.02
Loss on sale of shares	(1.50)	0.58	(2.08)
Electricity Duty Receivable	109.62	146.04	(36.43)
Unused MAT Credit	(2.64)	(2.64)	-
Others	2.19	2.19	-
Loss on Sale of Vehicle	-	1.06	(1.06)
Provision for leave encashment	-	4.07	(4.07)
Total	1,185.51	(37.15)	1,222.66

19. Short Term Borrowings

Particulars	As at March 31, 2019	As at March 31, 2018
Secured (Refer Note No. 16 (b)(c))		
Working Capital facilities from Banks		
Cash Credit facilities	3,199.51	2,949.25
Letter of Credit facilities	2,954.49	2,862.21
Unsecured		
From related parties	50.00	67.00
Others	313.92	489.41
Note : There is no default, as at the balance sheet date, in repayment of any of above Loans.		
Total	6,517.92	6,367.87

There is no default, continuing or otherwise, as at the Balance Sheet Date, in re-payment of principal as well as interest of any of the above loan.

20. Trade payables

Particulars	As at March 31, 2019	As at March 31, 2018
Total Outstanding dues of Micro & Small enterprises		
Other than Acceptances	-	-
Total	-	-
Total Outstanding dues of Others		
Raw Materials		
- Others	1,924.35	2,201.10
Total	1,924.35	2,201.10

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes annexed to and forming part of the Financial statements

21. Other Financial Liabilities

(Amount in Lacs)

Particulars	As at March 31, 2019	As at March 31, 2018
Current maturities of long-term debt	152.56	132.47
Total	152.56	132.47

22. Other Current Liabilities

Particulars	As at March 31, 2019	As at March 31, 2018
Security Deposits	4.55	3.80
Advances from Customers		
- Others	257.84	191.04
Provision for Statutory dues	13.96	90.07
Total	276.35	284.91

23. Short Term Provisions

Particulars	As at March 31, 2019	As at March 31, 2018
Provision for Employees' Salary & Related Expenses	100.79	76.08
Other Provisions	485.06	211.58
Total	585.06	287.66

24. Current Tax Liabilities(Net)

Particulars	As at March 31, 2019	As at March 31, 2018
Provision for Tax	38.37	-
Total	38.37	-

25. Revenue from operations

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Sale of products	46,389.64	30,183.12
Other operating revenues	127.42	108.10
Total	46,517.06	30,291.22

26. Other Income

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Interest Income on Bank Deposits	23.25	26.06
Interest Income on Others	81.25	101.57
Income on Foreign Exchange Fluctuation	0.38	0.10
Electricity duty receivable	106.95	45.08
Total	211.84	172.80

MAHAMAYA STEEL INDUSTRIES LIMITED
Notes annexed to and forming part of the Financial statements
27. Cost of Material Consumed

(Amount in Lacs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Raw Material Consumed		
Imported*	-	-
Indigenously obtained (net of disposal)	34,714.26	21,365.31
Sub-Total	34,714.26	21,365.31
Spare Parts and Components Used		
Imported*	27.15	-
Indigenously obtained (net of disposal)	2,212.23	564.09
Sub-Total	2,239.38	564.09
Total	36,953.64	21,929.40

*Value Includes full landed cost

28. Purchase of Stock-in-Trade

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Trading Purchase	687.79	2,716.69
Total	687.79	2,716.69

29. Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Stock (At Commencement)		
Finished goods	2,694.63	2,034.09
Stock (At End)		
Finished goods	3,608.99	2,694.63
(Increase) / Decrease Stocks Of Finished Goods	(914.37)	(660.53)
Variation of Excise duty on Closing stock	-	226.01
Increase/(Decrease) in inventories of Finished Goods & Work In Progress (Total)	(914.37)	(886.54)

30. Employee Benefits Expense

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Salaries, wages and bonus	956.94	703.12
Contribution to provident and other funds	55.30	39.54
Gratuity Expenses	20.11	6.76
Workmen and Staff welfare expenses	44.82	38.20
Total	1,077.18	787.62

31. Finance Costs

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Interest expense	1,024.45	1,049.12
Other financial costs	94.18	108.69
Total	1,118.62	1,157.81

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes annexed to and forming part of the Financial statements

32. Other Expenses

(Amount in Lacs)

Particulars	Year ended March 31 , 2019	Year ended March 31, 2018
A. Manufacturing Expenses		
Power and Fuel	5,241.03	2,569.21
Contractors' Payment	155.85	41.95
Conversion Charges	165.08	71.17
Other Manufacturing charges	126.00	87.95
Repairs and maintenance - Machinery	28.79	1.03
Others	11.83	12.02
B. Administrative, Selling & Distribution Expenses		
Insurance	13.74	6.73
Rates & Taxes	44.46	15.24
Directors Remuneration	52.92	48.00
Directors Sitting Fees	0.93	-
Legal & Professional Charges	28.32	31.14
Travelling & Conveyance	9.27	6.47
Communication expenses	2.72	4.26
Auditors Remuneration (Refer Note 37)	6.00	6.00
Other Administrative Expenses	66.40	56.73
Bad Debts	354.74	5.50
Selling & Distribution Expenses	142.46	86.59
Total	6,450.53	3,049.98

33. Exceptional Item

(Amount in Lacs)

Particulars	Year ended March 31 , 2019	Year ended March 31, 2018
Profit/ (Loss) on sale of Fixed Assets	(1.49)	(0.14)
Profit/ (Loss) on Sale of Shares	-	(3.44)
Total	(1.49)	(3.58)

34. Other Comprehensive Income

(Amount in Lacs)

Particulars	Year ended March 31 , 2019	Year ended March 31, 2018
(A) Items that will not be reclassified into profit or loss		
(i) Remeasurement of defined benefit plans	5.00	6.76
Total (A)	5.00	6.76
(B) Items that will be reclassified to profit or loss		
Total (B)	-	-

MAHAMAYA STEEL INDUSTRIES LIMITED
Notes annexed to and forming part of the Financial statements
35. RELATED PARTIES DISCLOSURES

(i) As per Ind AS 24, the disclosures of transactions with the related parties are given below:

List of related parties where control exists and also related parties with whom transactions have taken place and relationships:

Nature of Relationship	Name of Related Party
A. Associate Concerns	1. Abhishek Steel Industries Limited
B. Key Managerial Persons	1. Shri Rajesh Agrawal 2. Smt. Rekha Agrawal 3. Shri Suresh Raman
C. Relatives of Key Managerial Persons	1. Rajesh Agrawal HUF 2. Shri Anand Agrawal 3. Smt. Asha Devi Agrawal 4. Shri Ramanand Agrawal 5. Shri Ramanand Agrawal (HUF)
D. Enterprise over which Key management and their relatives exercise significant influence with whom transactions have taken place during the year	1. Shree Shyam Sponge & Power Limited 2. Antriksh Commerce Private Limited 3. Callidora Traders Private Limited 4. Mark Vision Multi Services Private Limited 5. Devi Iron and Power Private Limited 6. Escort Finvest Private Limited 7. Adept IT solutions (P) Ltd. 8. JSR Networks Pvt. Ltd. 9. Mahamaya Charitable Foundation

(ii) Transaction during the year with related parties:

Nature of Transactions	Associate and Enterprises where KMP or their relatives hold significant influence.		Key Managerial Person & their relatives		Total	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
1. Sale of Finished Goods/Fixed assets /Trading Sale	6840.79	3992.36	0.00	0.00	6840.79	3992.36
2. Purchase of Raw Materials/Capital Goods/Trading Purchase	4010.97	3061.39	0.00	0.00	4010.97	3061.39
3. Transportation Charges & Damages Received	0.00	4.54	0.00	0.00	0.00	4.54
4. Managerial Remuneration			52.92	52.92	52.92	52.92
5. Unsecured Loan Received	0.00	0.93	50.00	90.00	50.00	90.93
6. Unsecured Loan Repaid	0.00	0.93	67.00	23.00	67.00	23.93
7. Redemption of Preference Shares	220.00	0.00	0.00	0.00	220.00	0.00
8. Conversion Charges Paid	0.00	5.24	0.00	0.00	0.00	5.24
9. Sale of Investment In Share	0.00	0.00	0.00	1.81	0.00	1.81
10. Accounts Receivable	727.68	1944.71	0.00	0.00	727.68	1944.71
11. Loans Payable			50.00	17.00	50.00	17.00
12. Accounts Payable	2.10	87.92	3.31	51.09	5.41	139.01
13. Transportation Charges Paid	28.32	35.04	0.00	0.00	28.32	35.04

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes annexed to and forming part of the Financial statements

(C)Details of Material Transactions

(Amount in Lacs))

Transactions which are more than 10% or the Total Transactions of the same type with related parties during the year:

Particulars	2018-19	2017-18
<u>Sale of Finished Goods/Fixed assets/Trading Sale</u>		
Devi Iron and Power Private Limited	81.32	53.26
Abhishek Steel Industries Ltd.	6758.74	3939.10
Shree Shyam Sponge & Power Limited	0.72	0.00
<u>Sale of Finished Goods/Fixed assets/Trading Sale</u>		
Devi Iron and Power Private Limited	81.32	53.26
Abhishek Steel Industries Ltd.	6758.74	3939.10
Shree Shyam Sponge & Power Limited	0.72	0.00
<u>Purchase of Raw Materials/Capital Goods/Trading Purchase</u>		
Shree Shyam Sponge & Power Limited	13.92	6.14
Abhishek Steel Industries Ltd.	2249.00	1275.35
Devi Iron and Power Private Limited	1748.04	1779.90
<u>Transportation Charges & Damages Received</u>		
Devi Iron and Power Private Limited	0.00	0.96
Shree Shyam Sponge & Power Limited	0.00	3.58
<u>Transportation Charges Paid</u>		
Shri Rajesh Agrawal (HUF)	28.32	35.04
<u>Managerial Remuneration</u>		
Shri Suresh Raman	4.92	4.92
Shri Rajesh Agrawa	48.00	48.00

MAHAMAYA STEEL INDUSTRIES LIMITED

Notes annexed to and forming part of the Financial statements

Particulars	2018-19	2017-18
<u>Unsecured Loan Received</u>		
Shri Rajesh Agrawa	50.00	40.00
Smt. Rekha Agrawal	0.00	50.00
Antriksh Commerce Private Limited	0.00	0.08
Escort Finvest Private Limited	0.00	0.85
<u>Unsecured loans repaid</u>		
Shri Rajesh Agrawal	17.00	23.00
Antriksh Commerce Private Limited	0.00	0.08
Escort Finvest Private Limited	0.00	0.85
Smt. Rekha Agrawal	50.00	0.00
<u>Redemption of Preference Shares</u>		
Escort Finvest Private Limited	220.00	0.00
<u>Conversion Charges Paid</u>		
Abhishek Steel Industries Ltd.	0.00	5.24
<u>Sale of Investment In Share</u>		
Shri Rajesh Agrawal	0.00	1.81
<u>Accounts Receivable</u>		
Abhishek Steel Industries Ltd.	8.20	1238.57
Shree Shyam Sponge & Power Limited	667.42	706.14
Devi Iron and Power Private Limited	52.06	0.00
<u>Loans Payable</u>		
Shri Rajesh Agrawal	50.00	17.00
<u>Accounts Payable</u>		
Shri Rajesh Agrawal	2.90	1.09
Smt. Rekha Agrawal	0.00	50.00
Shri Suresh Raman	0.41	0.00
Shri Rajesh Agrawal (HUF)	2.10	0.41
Devi Iron and Power Private Limited	0.00	87.51

As per our attached Report of even date

For and on behalf of the Board

For, **K P R K & ASSOCIATES**
Chartered Accountants
Firm Registration No. 103051W

Rajesh Agrawal
Managing Director
DIN - 00806417

Rekha Agrawal
Director
DIN - 00597156

CA Swapnil M. Agrawal
Partner
(Membership No. 121269)

Jaswinder Kaur Mission
Company Secretary

Suresh Raman
CFO

Date: 28.05.2019

Place : Raipur

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes to the standalone financial statements for the year ended 31st March, 2019

36 As per IND AS 19 "Employee benefits", the disclosures as defined are given below:

Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under:

Particulars	2018-19	2017-18
Employer's Contribution to Provident Fund	23.65	16.60

The Company's Provident Fund is exempted under section 17 of Employees' Provident Fund and Miscellaneous Provisions Act, 1952.

Defined Benefit Plan

(Amount in Rs.)

Reconciliation of opening and closing balances of Defined Benefit Obligation

Particulars	Gratuity (Non-Funded)	
	2018-19	2017-18
Defined Benefit Obligation at beginning of the year	37.11	32.95
Current Service Cost	17.36	13.04
Interest Cost	2.75	2.38
Past Servicer Cost (Vested benefits)	-	-
Benefits paid	(2.70)	(4.50)
Actuarial (Gain)/Loss	(5.00)	(6.76)
Defined Benefit Obligation at year end	49.52	37.11

Since the entire amount of plan obligation is unfunded, therefore change in fair value of plan assets are not given. Further the entire amount of plan obligation is unfunded, therefore categories of plan assets as a percentage of the fair value of the total plan assets and company's expected contribution to the plan assets in the next year is not given.

Reconciliation of fair Value of Assets and Obligations

Particulars	Gratuity (Non-Funded)	
	As at 31st March 2019	As at 31st March 2018
Fair value of Plan Assets	-	-
Present Value of Obligation	49.52	37.11
Amount recognised in Balance Sheet (Surplus/(Deficit))	(49.52)	(37.11)

Expenses recognised during the year

Particulars	Gratuity (Non-Funded)	
	2018-19	2017-18
In Income Statement Current Service Cost	17.36	13.04
Interest Cost	2.75	2.38
Past Service Cost	-	-
Return on Plan Assets	-	-
Net Cost	20.11	15.42
In Other Comprehensive Income		
Actuarial (Gain)/Loss	(5.00)	(6.76)
Return on Plan Assets	-	-
Net (Income)/Expenses for the period recognised in OCI	(5.00)	(6.76)

MAHAMAYA STEEL INDUSTRIES LIMITED
Notes to the standalone financial statements for the year ended 31st March, 2019

Actuarial Assumptions	Gratuity (Non-Funded)	
Indian Assured Lives Mortality (2006-2008) ultimate	2006-08	2006-08
Discount rate (per annum)	7.70%	7.75%
Expected rate of return on plan assets (per annum)	N/A	-
Rate of escalation in salary (per annum)	6.00%	6.00%
Expected Average remaining working lives of employees Years)	24.03	24.2
Employee Turnover	8% at younger ages and reducing to 1% at older age according to graduated scale	8% at younger ages and reducing to 1% at older age according to graduated scale

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflations, seniority, 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 determined considering several applicable factors, mainly the composition of Plan assets held, assessed risks, historical results of return on plan assets and the Company's policy for plan assets management.

Sensitivity Analysis

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employment turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The result of sensitivity analysis is given below:

Particulars	As at 31st March,2019		As at 31st March,2018	
	Decrease	Increase	Decrease	Increase
Change in discounting rate	0.05%	-	-	0.25%
Change in rate of salary Escalation	-	-	-	-
(All above figures as per the actuarial valuation report)				

37. Payment to Auditors As :
(Amount In Rs)

Particulars	2018-19	2017-18
(a) Auditors		
Statutory Auditors Fees	4.00	4.00
Tax Audit Fees	2.00	2.00
(b) Certification and Consultation Fees	-	-
Total	6.00	6.00

38. EARNING PER SHARES (EPS)

	2018-19	2017-18
i) Net Profit after Tax as per statement of Profit and Loss attributable to Equity Shareholders	610.35	253.40
ii) Weighted Average number of Equity Shares used as denominator for calculating Basic EPS	135.70	135.70
iii) Weighted Average Potential Equity Shares	-	-
iv) Total Weighted Average number of Equity Shares used as denominator for calculating Diluted EPS	135.70	135.70
v) Basic Earnings Per Share (Rs.)	4.50	1.87
vi) Diluted Earning Per Share (Rs.)	4.50	1.87
vii) Face Value per Equity Share (Rs.)	10.00	10.00

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes to the standalone financial statements for the year ended 31st March, 2019

(iii) Compensation of Key Management Personnel

The remuneration of director and other member of Key Management personnel during the year was as follows:-

	2018-19	2017-18
i Short-term benefits	48.00	48.00
ii Post employment benefits	-	-
iii Other long tem benefits	-	-
iv Share based Payments	-	-
v Termination benefits	-	-
Total	48.00	48.00

39. CONTINGENT LIABILITIES

Particulars	As at 31st March, 2019	As at 31st March, 2018
Income Tax Demand	4,194.14	2,220.68
Sales Tax Demond under appeal	-	4.98
Excise duty Liability under appeal & adjudication	48.39	224.29
Outstanding Bank Guarantees	351.25	477.69

40. CAPITAL MANAGEMENT

The Company adheres to a robust Capital Management framework which is underpinned by the following guiding principles;

- Maintain financial strength to attain AAA ratings domestically and investment grade ratings internationally.
- Ensure financial flexibility and diversify sources of financing and their maturities to minimize liquidity risk while meeting investment requirements.
- Proactively manage group exposure in forex, interest and commodities to mitigate risk to earnings.
- Leverage optimally in order to maximize shareholder returns while maintaining strength and flexibility of the Balance sheet.

This framework is adjusted based on underlying macro-economic factors affecting business environment, financial market conditions and interest rates environment.

The gearing ratio at end of the reporting period was as follows.

(Amount in Rs.)

Particulars	As at 31st March,2019	As at 31st March,2018
Non-Current Liabilities (Other than DTL)	348454883	364729820
Current maturities of Long Term debts	15255518	13247439
Short-term Borrowings	646791504	630087385
Gross Debt	1010501906	1008064644
Cash and Cash Equivalents	1831504	10179464
Net Debt (A)	1008670365	997885180
Total Equity (As per Balance Sheet) (B)	918648137	857113237
Net Gearing (A/B)	1.10	1.16

MAHAMAYA STEEL INDUSTRIES LIMITED

Notes to the standalone financial statements for the year ended 31st March, 2019

41. FINANCIAL INSTRUMENTS

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

Fair Value measurement hierarchy:

(Amount in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Financial Assets		
At Amortised Cost		
Trade Receivables	1,728.31	2,369.71
Cash and Bank Balances	439.00	510.19
Loans	786.50	390.72
Other Financial Assets	1,142.66	998.74
At FVTPL		
Investments	-	-
At FVTOCI		
Investments	3,153.81	3,175.31
Financial Liabilities		
Borrowings	9,952.94	9,978.06
Trade Payables	1,924.35	2,201.10
Other Financial Liabilities	152.56	132.47

Foreign Currency Risk:

No Exposure to foreign currency

Commodity Price Risk

Commodity price risk arises due to fluctuation in prices of raw material. The company has a risk management framework aimed at prudently managing the risk arising from the volatility in raw material prices and freight costs.

The company's commodity risk is managed centrally through well-established trading operations and control processes. In accordance with the risk management policy, the Company carefully calibrates the timing and the quantity of purchase

Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due causing financial loss to the company. Credit risk arises mainly from the outstanding receivables from customers.

The company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. The credit ratings/market standing of the customers are evaluated on a regular basis.

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes to the standalone financial statements for the year ended 31st March, 2019

Liquidity Risk

Liquidity risk arises from the Company's inability to meet its cash flow commitments on time. Prudent liquidity risk management implies maintaining sufficient stock of cash and marketable securities. The Company maintains adequate cash and cash equivalents alongwith the need based credit limits to meet the liquidity needs.

42. EVENTS AFTER THE REPORTING PERIOD

No events after the reporting period

43. APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by the board of directors on May 28, 2019

44. OTHERS NOTES

(A) Electricity Duty exemption:

In the Financial year 2012-13 the company had applied for exemption of electricity duty in respect of electricity consumed in its SMS Plant. The company had been advised that under the Internal Policy of State of Chhattisgarh, it is entitled to get electricity duty exemption of an amount aggregating Rs.1105.69 lacs. Out of this amount, an amount of Rs.106.95 lacs pertains to accounting year under review i.e. 2018-19 and the remaining amount i.e. Rs.998.74 lacs pertains to accounting year 2011-12, 2012-13, 2013-14, 2014-15, 2015-16, 2016-17 and 2017-18. The management is of the opinion that the same amount would be realized in the near future.

(B) Parties' accounts are subject to confirmation. Consequential effects adjustment, presently unascertainable, will be provided as and when confirmed.

(C) Trade Receivables, Loans & Advances and Deposits include certain over due accounts. Balances in the accounts of certain debtors, loans and advances required to be confirmed / reconciled. However, in the opinion of the Board, all current assets, loans and advances would be realized in ordinary course of the business at the value as stated.

(D) In the opinion of the Board, the provision for depreciation and all known liabilities is adequate and not in excess of the amount reasonably necessary.

(E) The information 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. There are no over dues to parties on account of principal amount and / or interest and accordingly no additional disclosures have been made

(F) Figures of the previous year have been reworked, rearranged/regrouped and reclassified wherever considered necessary. Accordingly, the amount and other disclosures for preceding year are included as an integral part of current year's financial statement and are to be read in relation to the amount and other disclosures relating to current year. The figures in financial statements are rounded off to the nearest lacs rupees.

MAHAMAYA STEEL INDUSTRIES LIMITED**Notes to the standalone financial statements for the year ended 31st March, 2019**

- (G) Separate segment wise reporting is not called for in view of the fact that mostly the revenue of the Company is from structural manufacturing and all business activities are in India only. The operations of Gas Plant of company are mainly for captive use and the surplus have been sold to external parties amount of Rs. 159.99 lakhs; the same is not fulfilling the criteria of (Ind-AS 108 (Segment Reporting)) separate reportable segment.
- (H) The management has reviewed the impairment position of the assets disclosed in the financial statement for the year; and there is no indication of impairment (Assets carry cost is less than the recoverable value) loss for the year.

Significant Accounting Policies and Notes on **1 to 44**
Financial Statements

As per our attached Report of even date

For, K P R K & ASSOCIATES
Chartered Accountants
Firm Registration No. 103051W

CA Swapnil M. Agrawal
Partner
(Membership No. 121269)

Date: 28.05.2019
Place : Raipur

For and on behalf of the Board

Rajesh Agrawal
Managing Director
DIN - 00806417

Jaswinder Kaur Mission
Company Secretary

Rekha Agrawal
Director
DIN - 00597156

Suresh Raman
CFO

Independent Auditor's Report

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

Report on the Consolidated Indian Accounting Standard (Ind-AS) Financial Statements

We have audited the accompanying Consolidated Ind-AS Financial Statements of **MAHAMAYA STEEL INDUSTRIES LIMITED** ("the Holding Company"), its associates (collectively referred to as 'the group') which comprises the Consolidated Balance Sheet as at March 31, 2019, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated Ind AS 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 including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 Ind AS 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 Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated Ind AS 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 under the provisions of the Act and the Rules made thereunder.

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 consolidated Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Consolidated Ind AS Financial Statements. The procedures selected depend

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

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

Basis for qualified opinion

- (i) The parent company has recognised electricity duty receivable amount of Rs.1.07 crores by the way of reversing electricity duty expenditure for the year; the company has not provided any sanction from the competent authority (CSIDC); in the absence of any reasonable certainty of the ultimate collection the receivable amount is not in line with the Indian Accounting Standard (Ind AS-18) of ICAI. The company has been following the same procedure for the earlier years which is having a cumulative effect of receivable balance of Rs. 11.06 crores. Had the company would not been recognised the same receivable during the year, the profit of the company would have been reduced to the extent of Rs.1.07 crores and the cumulative reduction in the receivable (Current Assets) and share holder's fund to the extent of Rs.11.06 Crores for the year.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matters described in the Basis for qualified opinion paragraph above, the aforesaid Consolidated Ind AS Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the consolidated state of affairs (financial position) of the Group as at March 31, 2019, and its consolidated profit (financial performance including other comprehensive income), its consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Emphasis of matters

We draw attention to the following matters in the notes to the financial statements;

- (i) The management need to improve the effectiveness and efficiency of internal control of the company regarding the Physical verification of inventories, Parties confirmation, recoveries of old dues and related party transactions.
- (ii) Stores inventory accounting and physical verification system are not adequate. Provision for slow moving and non moving inventory has not been made.

Our opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that:

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- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books.
- c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of cash flows and consolidated statement of changes in equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.
- d) In our opinion, except as per the above paragraph, the aforesaid Consolidated Ind AS Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rules issued thereunder.
- e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors of the holding company and its associates, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note 39 to the consolidated Ind AS financial statements.
 - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - 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 its subsidiary companies incorporated in India.

For, K P R K & ASSOCIATES

Chartered Accountants
FRN : 103051W

CA. Swapnil M. Agrawal

Partner, M. No. : 121269
9371455299, swapnilmagrawal@gmail.com

Raipur, 28th May 2019

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

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

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended 31 March 2019, we have audited the internal financial controls over financial reporting of **MAHAMAYA STEEL INDUSTRIES LIMITED** ("the Holding Company") and its subsidiary companies which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by ICAI 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 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 involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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, except the Physical verification of inventories and related party transactions, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India"

For, K P R K & ASSOCIATES

Chartered Accountants
FRN : 103051W

CA. Swapnil M. Agrawal

Partner, M. No. : 121269
9371455299, swapnilmagrawal@gmail.com

Raipur, 28th May 2019

MAHAMAYA STEEL INDUSTRIES LIMITED

Consolidated Balance Sheet As At March 31, 2019

(Amount in Lacs)

Particulars	Note	As at March 31, 2019	As at March 31, 2018
ASSETS			
1 NON CURRENT ASSETS			
(a) Property Plant and Equipment	3	6,572.27	6,892.21
(b) Financial Assets			
(i) Non- Current Investments	4	3,153.81	3,175.31
(ii) Loans	5	786.50	390.72
(iii) Other financial assets	6	1,105.69	998.74
(c) Other Non - Current Assets	7	10.72	25.28
		11,628.99	11,482.27
2 CURRENT ASSETS			
(a) Inventories	8	8,374.07	6,099.92
(b) Financial Assets			
(i) Trade Recievables	9	1,728.31	2,369.71
(ii) Cash and Cash Equivalents	10	18.32	101.79
(iii) Bank balances other than (ii) above	10	420.68	408.39
(iv) Other financial assets	11	36.97	-
(c) Current Tax Assets (Net)	12	-	9.32
(d) Other Current Assets	13	1,547.56	2,668.17
		12,125.91	11,657.31
TOTAL ASSETS		23,754.89	23,139.58
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	14	1,357.04	1,357.04
(b) Other Equity	15	8,232.40	7,638.56
		9,589.44	8,995.60
LIABILITIES			
1 NON CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	16	3,435.02	3,610.19
(b) Provisions	17	49.52	37.11
(c) Deferred Tax liabilities(Net)	18	1,185.51	1,222.66
		4,670.06	4,869.96
2 CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	19	6,517.92	6,367.87
(ii) Trade Payables			
Total Outstanding dues of Micro & Small enterprises	20	-	-
Total Outstanding dues of Others	20	1,924.35	2,201.10
(iii) Other Financial Liabilities	21	152.56	132.47
(b) Other Current Liabilities	22	276.35	284.91
(c) Provisions	23	585.86	287.66
(d) Current Tax Liabilities(Net)	24	38.37	-
		9,495.39	9,274.02
TOTAL EQUITIES AND LIABILITIES		23,754.89	23,139.58
Significant Accounting Policies and Notes on Financial Statements	1 to 44		

As per our attached Report of even date

For and on behalf of the Board

For, **K P R K & ASSOCIATES**
Chartered Accountants
Firm Registration No. 103051W

Rajesh Agrawal
Managing Director
DIN - 00806417

Rekha Agrawal
Director
DIN - 00597156

CA Swapnil M. Agrawal
Partner
(Membership No. 121269)

Jaswinder Kaur Mission
Company Secretary

Suresh Raman
CFO

Date: 28th May 2019
Place : Raipur

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MAHAMAYA STEEL INDUSTRIES LIMITED

Consolidated Statement of Profit and loss for the year ended March 31, 2019

(Amount in Lacs)

Particulars	Note	As at March 31, 2019	As at March 31, 2018
Revenue			
Revenue from operations	25	46,517.06	30,291.22
Other Income	26	211.84	172.80
TOTAL		46,728.90	30,464.02
Expenses			
Cost of Material Consumed	27	36,953.64	21,929.40
Purchase of Stock in trade	28	687.79	2,716.69
Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	29	(914.37)	(886.54)
Excise Duty		-	597.62
Employee benefit expenses	30	1,077.18	787.62
Finance Cost	31	1,118.62	1,157.81
Depreciation and amortization expense	3	632.81	669.45
Other expenses	32	6,450.53	3,049.98
TOTAL		46,006.20	30,022.03
Profit / (Loss) before tax before exceptional items and tax		722.70	441.99
Exceptional items	33	(1.49)	(3.58)
Profit / (Loss) before tax before Share of Profit/(Loss) in associates		721.20	438.41
Share of Profit/(Loss) in associates		(24.59)	(17.29)
Profit / (Loss) before tax		696.61	421.12
Tax Expenses Continued Operations			
Current Tax		148.00	86.52
Deferred Tax		(37.15)	98.49
Profit / (Loss) for the year from Continuing Operations		585.76	236.11
Profit / (Loss) for the year of Discontinued Operations		-	-
Tax Expenses Discontinued Operations			
Current Tax		-	-
Deferred Tax		-	-
Profit / (Loss) for the year of Discontinued Operations (after tax)		-	-
Profit / (Loss) for the period		585.76	236.11
Other Comprehensive Income	34		
A (i) Items that will not be reclassified to profit or loss		5.00	6.76
(ii) Income tax relating to items that will not be reclassified to profit or loss			
B (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss			
Total Comprehensive Income for the period (Comprising Profit(Loss) and Other Comprehensive Period for the period)		590.76	242.87
Earnings per Equity Share (for Continuing operations) (Face value of Rs.10/- each)	38		
- Basic		4.32	1.74
- Diluted		4.32	1.74
Earnings per Equity Share (for discontinued operations) (Face value of Rs.10/- each)			
- Basic		4.32	1.74
- Diluted		4.32	1.74
Significant Accounting Policies and Notes on Financial Statements	1 to 44		

As per our attached Report of even date

For and on behalf of the Board

For, **K P R K & ASSOCIATES**
Chartered Accountants
Firm Registration No. 103051W

Rajesh Agrawal
Managing Director
DIN - 00806417

Rekha Agrawal
Director
DIN - 00597156

CA Swapnil M. Agrawal
Partner
(Membership No. 121269)

Jaswinder Kaur Mission
Company Secretary

Suresh Raman
CFO

Date: 28th May 2019
Place : Raipur

MAHAMAYA STEEL INDUSTRIES LIMITED

Consolidated Cash Flow Statement For the year ended 31st March, 2019

(Amount in Lacs)

Particulars	Year ended 31 st March, 2019		Year ended 31 st March, 2018	
A Cash Flow from Operating Activities				
Profit / (Loss) before tax		721.20		438.41
Adjustments for:				
Depreciation & Amortisation	632.81		669.45	
Interest Expense	1,118.62		1,157.81	
Provision for gratuity	12.42		-	
Loss / (Profit) on sale of assets	1.49		3.58	
Remeasurement of defined benefit plans	5.00	1,770.34	6.76	1,837.60
Operating Profit before Working Capital Changes		2,491.54		2,276.01
Adjustments for:				
Trade Receivables	641.41		318.71	
Inventories	(2,274.15)		(2,064.31)	
Other financial assets	(143.92)		9.28	
Other Current Assets	1,129.93		(1,047.67)	
Other Non-Current Assets	14.56		9.30	
Trade Payables	(276.76)		2,042.16	
Other Financial Liabilities	20.08		(99.84)	
Other Current Liabilities	(8.56)		(1,262.92)	
Provisions	298.19	(599.22)	203.30	(1,891.99)
Net Cash generated from / (used) in Operating Activities		1,892.32		384.03
Taxes (Paid) / Refund (net)		(109.63)		(97.19)
Cash Flow before extraordinary items		1,782.69		286.83
Net Cash generated from / (used) in Operating Activities		1,782.69		286.83
B Cash Flow from Investing Activities				
Purchase/ Sale of Tangible Assets (Net)	(314.36)		(179.03)	
Purchase/ Sale of Investments (Net)	-		1.81	
Investment in Fixed deposit receipts	(12.29)		(9.01)	
Movement in Long Term Loans and Advances	(395.78)		327.19	
Net Cash generated from / (used in) Investing Activities		(722.42)		140.97
C Cash Flow from Financing Activities				
Interest Paid	(1,118.62)		(1,157.81)	
Proceeds from/(Repayment of) Long Term Loans	(175.16)		(37.11)	
Proceeds from/(Repayment of) Short Term Loans	150.04		844.27	
Net Cash generated from / (used in) Financing Activities		(1,143.75)		(350.66)
Net increase / (decrease) in Cash and Cash Equivalents (A+B+C+D)		(83.48)		77.15
Opening Balance of Cash and Cash Equivalents		101.79		24.65
Closing Balance of Cash and Cash Equivalents		18.32		101.79
Net increase / (decrease) in Cash and Cash Equivalents		(83.48)		77.15

As per our attached Report of even date

For and on behalf of the Board

For, **K P R K & ASSOCIATES**
Chartered Accountants
Firm Registration No. 103051W

Rajesh Agrawal
Managing Director
DIN - 00806417

Rekha Agrawal
Director
DIN - 00597156

CA Swapnil M. Agrawal
Partner
(Membership No. 121269)

Jaswinder Kaur Mission
Company Secretary

Suresh Raman
CFO

Date: 28th May 2019

Place : Raipur

MAHAMAYA STEEL INDUSTRIES LIMITED
Consolidated Statement of Changes in Equity for the period ended March 2019

(Amount in Lacs)

A. Equity Share Capital

Balance at the beginning of the reporting period as on 1st April 2017	Changes during the year 2017-18	Changes during the year 2018-19	Balance at the end of the reporting year 2018-19
1357.04	-	-	1357.04

B. Other Equity

	Equity Component of Compound Financial	Reserve and Surplus				Capital Reserve on Consolidation	Total
		General Reserves	Securities Premium	Capital Redemption Reserve	Retained Earnings		
Balance at the beginning of reporting period as on 1st April 2017	2,241.59	1,985.23	128.72	2,602.06	(202.76)	640.86	7395.69
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-
Restated balance at the beginning of reporting period	2,241.59	1,985.23	128.72	2,602.06	(202.76)	640.86	7,395.69
Profit for the year 2017-18					236.11		236.11
Other comprehensive income for the year 2017-18					6.76		6.76
Issued during the year	-						-
Dividends	-						-
Transferred to Retained Earnings							-
Any other change							
Redeemed during the year	-						
Balance at the end of reporting period as on 31st March 2018	2,241.59	1985.23	128.72	2,602.06	40.11	640.86	7638.56

MAHAMAYA STEEL INDUSTRIES LIMITED

Consolidated Statement of Changes in Equity for the period ended March 2019

(Amount in Laacs)

	Equity Component of Compound Financial Instruments	Reserve and Surplus				Capital Reserve on consoli- dation	Total
		General Reserves	Securities Premium	Capital Redemption Reserve	Retained Earnings		
Balance at the beginning of reporting period as on 1st April 2018	2,241.59	1,985.23	128.72	2,602.05	40.11	640.86	7,638.56
Changes in Accounting policy or prior period errors	-	-	-	-	-	-	-
Restated balance at the beginning of reporting period	2,241.59	1,985.23	128.72	2,602.06	40.11	640.86	7,638.56
Profit for the year 2018-19	-	-	-	-	585.76	-	585.76
Other comprehensive income for the year 2018-19	-	-	-	-	5.00	-	5.00
Adjustment on Discontinuation of Associate	-	-	-	-	3.09	-	-
Transfer from Securities Premium	-	-	-	-	-	-	-
Issued during the year	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	-	-
Transferred to Retained Earnings	-	-	-	-	-	-	-
Redeemed during the year	-	-	-	-	-	-	-
Balance at the end of reporting period as on 31st March 2018	2,241.59	1,985.23	128.72	2,602.06	633.95	640.86	8,232.40

For and on behalf of the Board

As per our attached Report of even date

For, **K P R K & ASSOCIATES**
Chartered Accountants
Firm Registration No. 103051W

Rajesh Agrawal
Managing Director
DIN - 00806417

CA Swapnil M. Agrawal
Partner
(Membership No. 121269)

Date: 28th May 2019
Place : Raipur

MAHAMAYA

Rekha Agrawal
Director
DIN - 00597156

Suresh Raman
CFO

Jaswinder Kaur Mission
Company Secretary

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

1. CORPORATE INFORMATION

The consolidated financial statements relates to the group consisting of Mahamaya Steel Industries Limited (the Parent Company) and its associates companies (collectively hereinafter referred to as "Group"). The Associate Concerns considered in the financial statements are:

Years of Associates	Country of	Proportion of Ownership (%) as on	
		31.03.2019	31.03.2018
Abhishek Steel Industries Limited	India	31.75%	31.75%

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

The standalone financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities (including derivative instruments) and
- Defined benefit plans - plan assets

The financial statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013. Upto the year ended March 31, 2017, the Company has prepared its financial statements in accordance with the requirement of Indian Generally Accepted Accounting Principles (GAAP), which include Standards notified under the Companies (Accounting Standards) Rules, 2006 and considered as "Previous GAAP". These financial statements are the Company's first Ind AS standalone financial statements. Company's financial statements are presented in Indian Rupees (INR), which is also its functional currency.

2.2 PRINCIPLES OF CONSOLIDATION

The consolidated financial statements have been prepared on the following basis:

- The financial statements of the Company and its subsidiaries are combined on a line by line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after fully eliminating intra-group balances and intra-group transactions.
- Profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and property, plant & equipment, are eliminated in full.
- In case of foreign subsidiaries, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognised in the Foreign Currency Translation Reserve.
- Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- The difference between the proceeds from disposal of investment in subsidiaries and the carrying amount of its assets less liabilities as on the date of disposal is recognised in the

Consolidated Statement of Profit and Loss being the profit or loss on disposal of investment in subsidiary.

- f Non Controlling Interest's share of profit / loss 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 Company.
- g Non Controlling Interest's share of net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Company's shareholders.
- h Investment in Associates and Joint Ventures has been accounted under the equity method as per Ind AS 28 - Investments in Associates and Joint Ventures.
- i The Company accounts for its share of post acquisition changes in net assets of associates and joint ventures, after eliminating unrealised profits and losses resulting from transactions between the Company and its associates to the extent of its share, through its Consolidated Statement of Profit and Loss, to the extent such change is attributable to the associates' Statement of Profit and Loss and through its reserves for the balance based on available information.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a) Property, Plant and Equipment (PPE)

- i) Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.
- ii) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably. In the carrying amount of an item of PPE, the cost of replacing the part of such an item is recognized when that cost is incurred if the recognition criteria are met. The carrying amount of those parts that are replaced is derecognized in accordance with the derecognition principles.
- iii) Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre - operative expenses and disclosed under Capital Work - in - Progress.
- iv) Depreciation on property, plant and equipment is provided using straight line method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 except, in respect of Rolls, where useful life taken for one year only as per technical advise. Each part of an item of Property, Plant & Equipment with a cost that is significant in relation to total cost of the Machine is depreciated separately, if its useful life is different than the life of the Machine.

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- v) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.
- vi) Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.
- vii) Spare parts procured along with the Plant & Machinery or subsequently which meet the recognition criteria are capitalized and added in the carrying amount of such item. The carrying amount of those spare parts that are replaced is derecognized when no future economic benefits are expected from their use or upon disposal. Other machinery spares are treated as “stores & spares” forming part of the inventory.

b) Leases

- i) Leases are classified as finance leases whenever the terms of the lease, transfers substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.
- ii) Leased assets: Assets held under finance leases are initially recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation.
- iii) Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalized. Contingent rentals are recognised as expenses in the periods in which they are incurred.
- iv) A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.
- v) Operating lease payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term except where another systematic basis is more representative of time pattern in which economic benefits from the leased assets are consumed.

c) Intangible assets

- i) Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortization /depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

- ii) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.
- iii) Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised

d) Capital Work in Progress

- i) Expenditure incurred on assets under construction (including a project) is carried at cost under Capital Work in Progress. Such costs comprises purchase price of asset including import duties and non-refundable taxes after deducting trade discounts and rebates and costs that are directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- ii) Cost directly attributable to projects under construction include costs of employee benefits, expenditure in relation to survey and investigation activities of the projects, cost of site preparation, initial delivery and handling charges, installation and assembly costs, professional fees, expenditure on maintenance and up-gradation etc. of common public facilities, depreciation on assets used in construction of project, interest during construction and other costs if attributable to construction of projects. Such costs are accumulated under "Capital works in progress" and subsequently allocated on systematic basis over major assets, other than land and infrastructure facilities, on commissioning of projects.
- iii) Capital Expenditure incurred for creation of facilities, over which the Company does not have control but the creation of which is essential principally for construction of the project is capitalized and carried under "Capital work in progress" and subsequently allocated on systematic basis over major assets, other than land and infrastructure facilities, on commissioning of projects, keeping in view the "attributability" and the "Unit of Measure" concepts in Ind AS 16- "Property, Plant & Equipment". Expenditure of such nature incurred after completion of the project, is charged to Statement of Profit and Loss.

e) Research and Development Expenditure

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss. Development costs of products are charged to the Statement of Profit and Loss unless a product's technological and commercial feasibility has been established, in which case such expenditure is capitalised.

f) Finance Cost

- i) Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

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- ii) Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.
- iii) All other borrowing costs are expensed in the period in which they occur.

g) Inventories

- i) Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any, except in case of by-products which are valued at net realisable value. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads net of recoverable taxes incurred in bringing them to their respective present location and condition.
- ii) Cost of raw materials, stores and spares, packing materials, trading and other products are determined at Cost, with moving average price on FIFO basis

h) Impairment of non-financial assets - property, plant and equipment and intangible assets

- i) The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.
- ii) An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.
- iii) The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

i) Provisions, Contingent Liabilities and Contingent Assets and Commitments

- i) Provisions are recognised when the Company has a present obligation (legal or constructive) 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 a reliable estimate can be made of the amount of the obligation. Such provisions are determined based on management estimate of the amount required to settle the obligation at the balance sheet date. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a standalone asset only when the reimbursement is virtually certain.
- ii) If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

- iii) Contingent liabilities are disclosed on the basis of judgment of management. These are reviewed at each balance sheet date are adjusted to reflect the current management estimate.
- iv) Contingent assets are not recognized but are disclosed in the financial statements when inflow of economic benefits is probable.

h) Income Taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the other comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

i) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

ii) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

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

i) Foreign Currency Transactions

- i) Transactions in foreign currencies are initially recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.
- ii) Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.
- iii) Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or Statement of Profit and Loss are also recognised in OCI or Statement of Profit and Loss, respectively).

j) Employee Benefits Expense
Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

Post-Employment Benefits
Defined Contribution Plans

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

Defined Benefits Plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act 1972. The gratuity liability amount is contributed to the approved gratuity fund formed exclusively for gratuity payment to the employees. The gratuity fund has been approved by respective IT authorities.

The liability in respect of gratuity and other post-employment benefits 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.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income.

Employee Separation Costs

Compensation to employees who have opted for retirement under the voluntary retirement scheme of the Company is payable in the year of exercise of option by the employee. The Company recognises the employee separation cost when the scheme is announced and the Company is demonstrably committed to it.

k) Revenue recognition

Revenue from sale of goods is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated cost can be estimated reliably, there is no continuing effective control or managerial involvement with the goods, and the amount of revenue can be measured reliably.

Revenue from rendering of services is recognised when the performance of agreed contractual task has been completed.

Revenue from sale of goods is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Revenue from operations includes sale of goods, services, service tax, excise duty and adjusted for discounts (net), and gain/ loss on corresponding hedge contracts.

Interest income

Interest income from a financial asset is recognised using effective interest rate (EIR) method.

Dividends

Revenue is recognised when the Company's right to receive the payment has been established, which is generally when shareholders approve the dividend.

l) Insurance Claims

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

m) Financial Instruments

i) Financial Assets

A. Initial recognition and measurement

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

B. Subsequent measurement

Financial assets carried at amortised cost

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL.

C. Investment in subsidiaries, Associates and Joint Ventures

The Company has elected to measure investment in subsidiaries, joint venture and associate at cost. On the date of transition, the fair value has been considered as deemed cost. Investment in Equity shares & Mutual Funds etc., are classified at fair value through the profit and loss account.

D. Other Equity Investments

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'.

E. Impairment of financial assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL). Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

ii) Financial Liabilities

A. Initial recognition and measurement

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

B. Subsequent measurement

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derivative financial instruments and Hedge Accounting

The Company uses various derivative financial instruments such as interest rate swaps, currency swaps, forwards & options and commodity contracts to mitigate the risk of changes in interest rates, exchange rates and commodity prices. Such derivative financial instruments are initially recognised at fair value on the date

on which a derivative contract is entered into and are also subsequently measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss, except for the effective portion of cash flow hedges which is recognised in Other Comprehensive Income and later to Statement of Profit and Loss when the hedged item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial assets or non-financial liability.

Hedges that meet the criteria for hedge accounting are accounted for as follows:

a) Cash flow hedge

The Company designates derivative contracts or non derivative financial assets / liabilities as hedging instruments to mitigate the risk of movement in interest rates and foreign exchange rates for foreign exchange exposure on highly probable future cash flows attributable to a recognised asset or liability or forecast cash transactions. When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in the cash flow hedging reserve being part of other comprehensive income. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the underlying transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the Statement of Profit and Loss upon the occurrence of the underlying transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified in the Statement of Profit and Loss.

b) Fair Value Hedge

The Company designates derivative contracts or non derivative financial assets / liabilities as hedging instruments to mitigate the risk of change in fair value of hedged item due to movement in interest rates, foreign exchange rates and commodity prices. Changes in the fair value of hedging instruments and hedged items that are designated and qualify as fair value hedges are recorded in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, the adjustment to the carrying amount of a hedged item for which the effective interest method is used is amortised to Statement of Profit and Loss over the period of maturity.

Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

n) Operating Cycle

The Company presents assets and liabilities in the balance sheet based on current / non-current classification based on operating cycle.

An asset is treated as current when it is:

- a) Expected to be realized or intended to be sold or consumed in normal operating cycle;
- b) Held primarily for the purpose of trading;
- c) Expected to be realized within twelve months after the reporting period, or cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- a) It is expected to be settled in normal operating cycle;
- b) It is held primarily for the purpose of trading;
- c) It is due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities. The company has identified twelve months as its operating cycle.

o) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for events of bonus issue; bonus element in a right issue to existing shareholders.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

p) Dividend Distribution

Dividend distribution to the shareholders is recognised as a liability in the company's financial statements in the period in which the dividends are approved by the company's shareholders.

q) Statement of Cash Flows

- i) Cash and Cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

- ii) Statement of Cash Flows is prepared in accordance with the Indirect Method prescribed in the relevant Accounting Standard.

2.3 CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of the financial statements in conformity with the Ind AS requires management to make judgments, estimates and assumptions that affect the application of

accounting policies and the reported amounts of assets, liabilities and disclosures as at date of the financial statements and the reported amounts of the revenues and expenses for the years presented. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates under different assumptions and conditions. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

a) Depreciation / amortisation and useful lives of property plant and equipment / intangible assets

Property, plant and equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

b) Recoverability of trade receivable

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

c) Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgment to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

d) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or a groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of

disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

e) Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

3. Property, Plant and Equipment

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

(Amount in Lacs)

4. Non Current Investments

Particulars	As at March 31, 2019	As at March 31, 2018
Unquoted Equity & Preference Shares (Valued at cost unless otherwise stated)		
In Associate Concerns:		
874000 Equity Shares of Rs.10/- each in Devi Iron and Power Private Limited	294.40	294.40
2247000 Pref. share of Rs. 10/- each in Devi Iron and Power Private Limited	999.92	999.92
1317000 Pref. share of Rs. 100/- each in Devi Iron and Power Private Limited	1,396.02	1,396.02
47500 Equity Shares of Rs.10/- each in Mahamaya Charitable Foundation	4.75	1.66
2788200 Equity Shares of Rs. 10/- each at Rs.2/- each in Abhishek Steel Industries Ltd.	458.72	483.32
Total	3,153.81	3,175.31

Aggregate amount of quoted investments	NIL	NIL
Aggregate amount of unquoted investments	3,153.81	3,175.31
Aggregate amount of impairment in value of investments	NIL	NIL

5. Loans

Particulars	As at March 31, 2019	As at March 31, 2018
(Unsecured, considered good unless otherwise stated)		
Security deposits	786.50	390.72
Total	786.50	390.72

6. Other financial assets

Particulars	As at March 31, 2019	As at March 31, 2018
Electricity duty receivable	1,105.69	998.74
Total	1,105.69	998.74

7. Other Non Current assets

Particulars	As at March 31, 2019	As at March 31, 2018
Capital Advances	10.72	25.28
Total	10.72	25.28

8. Inventories

Particulars	As at March 31, 2019	As at March 31, 2018
Raw materials	4,383.19	2,346.41
Finished Goods	3,608.99	2,694.63
Stores and spares (valued at lower of cost and net realizable value)	381.89	1,058.88
Total	8,374.07	6,099.92

MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

9. Trade Receivables (Unsecured)

(Amount in Lacs)

Particulars	As at March 31, 2019	As at March 31, 2018
(Unsecured, considered good unless otherwise stated)		
1) Outstanding for a period exceeding six months from the date they are due for payment	688.05	843.55
2) Other Debts	1,040.26	1,531.66
	1,728.31	2,375.21
Less: Provision for Doubtful Debts	-	(5.50)
Total	1,728.31	2,369.71

10. Cash and Bank Balances

Particulars	As at March 31, 2019	As at March 31, 2018
Cash & Cash Equivalents		
Balances with Banks in		
Current Accounts	16.84	87.27
Cash on Hand	1.48	14.52
	18.32	101.79
Other Bank Balances		
Indeposit account with more than three months but less than twelve months maturity	420.68	408.39
	-	-
	420.68	408.39
Total	439.00	510.19

11. Other financial assets

Particulars	As at March 31, 2019	As at March 31, 2018
Other Receivable	36.97	
Total	36.97	-

12. Current Tax Assets (Net)

Particulars	As at March 31, 2019	As at March 31, 2018
Taxes paid in advance less provisions	-	9.32
Total	-	9.32

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

13. Other current assets

(Amount in Lacs)

Particulars	As at March 31, 2019	As at March 31, 2018
a) Advances other than Capital Advances		
Advances for Raw Materials		
Related Parties	727.68	1,857.19
Others	383.19	623.41
Advances for Stores, Consumables and Expenses	50.59	-
Staff , Tour & Imprest advances	12.41	15.95
b) Others		
Balances with Tax Authorities	319.77	106.10
Earnest Money deposits with customers	39.58	44.08
Prepaid Expenses	14.34	21.44
Total	1,547.56	2,668.17

14. Share capital

Particulars	As at March 31, 2019		As at March 31, 2018	
	Number	Amount	Number	Amount
Authorised:				
1,50,00,000 Equity Shares of Rs. 10/- (Ten) each	150.00	1,500.00	150.00	1,500.00
	150.00	1,500.00	150.00	1,500.00
Issued:				
1,35,76,000 Equity Shares of Rs. 10/- (Ten) each	135.76	1,357.60	135.76	1,357.60
Non Cumulative Preference shares of Rs. 10/- (Ten) each	320.00	3,200.00	320.00	3,200.00
	135.76	1,357.60	135.76	1,357.60
Subscribed & Paid up :				
1,35,70,400 Equity Shares of Rs. 10/- (Ten) each	135.70	1,357.04	135.70	1,357.04
Preference shares of Rs. 10/- (Ten) each	-	-	-	-
	135.70	1,357.04	135.70	1,357.04
	135.70	1,357.04	135.70	1,357.04

b. Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2019		As at March 31, 2018	
	Number	Amount (in Rupees)	Number	Amount (in Rupees)
Reconciliation of the number of shares outstanding at the beginning and at the end of the year:				
No of shares outstanding at the beginning of the year	135.70	1,357.04	135.70	1,357.04
No of shares outstanding at the end of the year	135.70	1,357.04	135.70	1,357.04

MAHAMAYA STEEL INDUSTRIES LIMITED
Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019
c. Shares held by the holding Company / Associate Company and shareholders holding more than 5% shares in the Company

Name of the Shareholder	As at March 31, 2019		As at March 31, 2018	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity Shares:				
Abhishek Steel Industries Ltd	13.49	9.94%	13.49	9.94%
Rajesh Agrawal	32.13	23.68%	10.85	7.99%
Ramanand Agrawal	-	-	32.10	23.66%
Rajesh Agrawal (HUF)	6.98	5.14%	6.98	5.14%
Ramanand Agrawal (HUF)	7.95	5.86%	7.95	5.86%
Rekha Agrawal	19.77	14.57%	8.95	6.60%

15. Other Equity

(Amount in Lacs)

Particulars	As at March 31, 2019	As at March 31, 2018
Capital Redemption Reserve:		
Balance as per the last financial statements	2,602.06	2,602.06
Additions during the year	-	-
Less: Transfer to General Reserve	-	-
	2,602.06	2,602.06
Securities Premium Account:		
Balance as per the last financial statements	128.72	128.72
	128.72	128.72
General Reserve:		
Balance as per the last financial statements	1,985.23	1,985.23
Less: Transfer to Fixed Assets as per New Cos. Act 2013	-	-
Add: Transfer from Capital Redemption Reserve	-	-
Add: Transfer from Profit & Loss Account (Surplus)		
	1,985.23	1,985.23
Surplus:		
Balance as per the last financial statements	40.11	(202.76)
Add: Profit/(Loss) for the period	590.76	242.87
Less: Appropriations		
Transfer to General Reserve	-	-
Transfer to Capital Redemption Reserve	-	-
Prior period expenses of FY 2016-17 as per I GAAP	-	-
Add: Adjustment on Discontinuation of Associate	3.09	-
	633.95	40.11
Equity Component of Compound Financial Instruments		
Balance as per the last financial statements	2,241.59	2,241.59
	2,241.59	2,241.59
Capital Reserve on consolidation	640.86	640.86
Total	8,232.40	7,638.56

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

16. Long Term Borrowings

(Amount in Lacs)

Particulars	As at March 31, 2019	As at March 31, 2018
Secured		
Term Loans from banks	282.84	354.97
Vehicle Loans from banks	55.10	24.83
(Secured by way of First pari passu charge on assets of the Company and personal guarantee of some of the directors)		
Unsecured		
From Banks & Others	128.70	222.47
Note : There is no default, as at the balance sheet date, in repayment of any of above Loans.		
Debt component of Preference shares	2,968.39	3,007.91
Total	3,435.02	3,610.19

16 (a) Details of Repayment of Term Loan

Lender	Nature of facility	Terms of repayment
Uco Bank Limited	Term Loan	84 Monthly Installments of Rs. 7.74 Lacs each
Andhra Bank Limited	Term Loan	84 Monthly Installments of Rs. 3.48 Lacs each
Religare Finvest Limited	Term Loan	95 Monthly Installment of Rs. 4.52 Lacs each
Axis Bank Limited	Vehicle Loan	48 Monthly Installments of Rs. 0.73 Lacs each
HDFC Bank Limited	Vehicle Loan	36 Monthly Installment of Rs. 0.43 Lacs each
HDFC Bank Limited	Vehicle Loan	47 Monthly Installments of Rs. 0.66 Lacs each
ICICI Bank Limited	Vehicle Loan	35 Monthly Installments of Rs. 0.32 Lacs each
TATA Capital Financial Services Limited	Vehicle Loan	31 Monthly Installments of Rs. 0.77 Lacs each

16(b) Nature of Security :

- Term Loan are secured by a first pari passu charge over immovable and movable assets of the company, both present and future.
- Vehicle loans from banks and financial institution are secured by hypothecation and mortgage of specific assets from various banks and Financial Institutions.

MAHAMAYA STEEL INDUSTRIES LIMITED
Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

- c) The cash credit facilities and Letter of Credit from Banks are secured by first pari passu charge over entire current assets i.e. stocks of raw materials, finished goods, stock in process, stores & consumables, trade receivables of the Company and second charge over the other movable assets and immovable assets of the Company.
- 16(c)** Personal guarantee of directors, (i) Mr. Rajesh Agrawal (ii) Mrs. Rekha Agrawal Guarantee of Relative of the Directors : (i) Mr. Ramanand Agrawal
- 16(d)** a) There is no default, continuing or otherwise, as at the Balance Sheet Date, in repayment of principal as well as interest of any of the above loan.
- b) Current maturities of loan terms debts disclose under the sub-head "other financial liabilities" of head "current liabilities".

17. Long Term Provisions

(Amount in Lacs)

Particulars	As at March 31, 2019	As at March 31, 2018
Provision for Gratuity (Refer Note 36)	49.52	37.11
Total	49.52	37.11

18. Deferred Tax Liabilities

The Movement on the deferred tax account is as follows

Particulars	As at March 31, 2019	As at March 31, 2018
At the Start of the Year	1,222.66	1,124.17
Charge/(Credit) to Statement of Profit & Loss	(37.15)	98.49
At the End of the Year	1,185.51	1,222.66

Component of Deferred Tax Liabilities/(Assets)

Particulars	As at March 31, 2019	Charge/(Credit) to Statement of Profit & Loss	As at March 31, 2018
Deferred Tax Liabilities/(Assets) in relation to :			
Property, Plant & Equipment	1,094.38	30.76	1,063.62
Provision for Bonus	-	4.92	(4.92)
Provision for Gratuity	(16.53)	(16.11)	(0.42)
Unabsorbed Dep & Losses setoff	-	(208.02)	208.02
Loss on sale of shares	(1.50)	0.58	(2.08)
Electricity Duty Receivable	109.62	146.04	(36.43)
Unused MAT Credit	(2.64)	(2.64)	-
Others	2.19	2.19	-
Loss on Sale of Vehicle	-	1.06	(1.06)
Provision for leave encashment	-	4.07	(4.07)
Total	1,185.51	(37.15)	1,221.66

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

19. Short Term Borrowings

(Amount in Lacs)

Particulars	As at March 31, 2019	As at March 31, 2018
Secured (Refer Note No. 16 (b)(c))		
Working Capital facilities from Banks		
Cash Credit facilities	3,199.51	2,949.25
Letter of Credit facilities	2,954.49	2,862.21
Unsecured		
From related parties	50.00	67.00
Others	313.92	489.41
Note : There is no default, as at the balance sheet date, in repayment of any of above Loans.		
Total	6,517.92	6,367.87

1 There is no default, continuing or otherwise, as at the Balance Sheet Date, in re-payment of principal as well as interest of any of the above loan.

20. Trade Payables

Particulars	As at March 31, 2019	As at March 31, 2018
Total Outstanding dues of Micro & Small enterprises Other than Acceptances	-	-
Total	-	-
Total Outstanding dues of Others		
Raw Materials		
- Others	1,924.35	2,201.10
Total	1,924.35	2,201.10

21. Other Financial Liabilities

Particulars	As at March 31, 2019	As at March 31, 2018
Current maturities of long-term debt	152.56	132.47
Total	152.56	132.47

22. Other Current Liabilities

Particulars	As at March 31, 2019	As at March 31, 2018
Security Deposits	4.55	3.80
Advances from Customers		
- Others	257.84	191.04
Provision for Statutory dues	13.96	90.07
Total	276.35	284.91

MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

23. Short Term Provisions

(Amount in Lacs)

Particulars	As at March 31, 2019	As at March 31, 2018
Provision for Employees' Salary & Related Expenses	100.79	76.08
Other Provisions	485.06	211.58
Total	585.86	287.66

24. Current Tax Liabilities (Net)

Particulars	As at March 31, 2019	As at March 31, 2018
Provision for Tax	38.37	-
Total	38.37	-

25. Revenue from operations

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Sale of products	46,389.64	30,183.12
Other operating revenues	127.42	108.10
Total	6,517.06	30,291.22

26. Other Income

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Interest Income of Bank Deposits	23.25	26.06
Interest Income on Others	81.25	101.57
Income on Foreign Exchange Fluctuation	0.38	0.10
Electricity duty receivable	106.95	45.08
Total	211.84	172.80

27. Cost of Material Consumed

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Raw Material Consumed		
Imported*	-	-
Indigenously obtained (net of disposal)	34,714.26	21,365.31
	34,714.26	21,365.31
Spare Parts and Components Used		
Imported*	27.15	-
Indigenously obtained (net of disposal)	2,212.23	564.09
	2,239.38	564.09
Total	36,953.64	21,929.40

*Value Includes full landed cost

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

28. Purchase of Stock-in-Trade

(Amount in Lacs)

Particulars	Year ended March 31 , 2019	Year ended March 31, 2018
Trading Purchase	687.79	2,716.69
Total	687.79	2,716.69

29. Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade

Particulars	Year ended March 31 , 2019	Year ended March 31, 2018
Stock (At Commencement)		
Finished goods	2,694.63	2,034.09
Stock (At End)		
Finished goods	3,608.99	2,694.63
(Increase) / Decrease Stocks Of Finished Goods	(914.37)	(660.53)
Variation of Excise duty on Closing stock	-	226.01
Increase/(Decrease) in inventories of Finished Goods & Work In Progress		
Total	(914.37)	(886.54)

30. Employee Benefits Expense

Particulars	Year ended March 31 , 2019	Year ended March 31, 2018
Salaries, wages and bonus	956.94	703.12
Contribution to provident and other funds	55.30	39.54
Gratuity Expenses	20.11	6.76
Workmen and Staff welfare expenses	44.82	38.20
Total	1,077.18	787.62

31. Finance costs

Particulars	Year ended March 31 , 2019	Year ended March 31, 2018
Interest expense	1,024.45	1,049.12
Other financial costs	94.18	108.69
Total	1,118.62	1,157.81

MAHAMAYA STEEL INDUSTRIES LIMITED
Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019
32. Other expenses

(Amount in Lacs)

Particulars	Year ended March 31 , 2019	Year ended March 31, 2018
<u>A. Manufacturing Expenses</u>		
Power and Fuel	5,241.03	2,569.21
Contractors' Payment	155.85	41.95
Conversion Charges	165.08	71.17
Other Manufacturing charges	126.00	87.95
Repairs and maintenance -		
Machinery	28.79	1.03
Others	11.83	12.02
<u>B. Administrative, Selling & Distribution Expenses</u>		
Insurance	13.74	6.73
Rates & Taxes	44.46	15.24
Directors Remuneration	52.92	48.00
Directors Sitting Fees	0.93	-
Legal & Professional Charges	28.32	31.14
Travelling & Conveyance	9.27	6.47
Communication expenses	2.72	4.26
Auditors Remuneration (Refer Note 37)	6.00	6.00
Other Administrative Expenses	66.40	56.73
Bad Debts	354.74	5.50
Selling & Distribution Expenses	142.46	86.59
Total	6,450.53	3,049.98

33. EXCEPTIONAL ITEM

Particulars	Year ended March 31 , 2019	Year ended March 31, 2018
Profit/ (Loss) on sale of Fixed Assets	(1.49)	(0.14)
Profit/ (Loss) on Sale of Shares	-	(3.44)
Total	(1.49)	(3.58)

34. OTHER COM PRESENSIVE INCOME

Particulars	Year ended March 31 , 2019	Year ended March 31, 2018
(A) Items that will not be reclassified into profit or loss		
(i) Remeasurement of defined benefit plans	5.00	6.76
Total (A)	5.00	6.76
(B) Items that will be reclassified to profit or loss	-	-
Total (B)	-	-

MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

35. RELATED PARTIES DISCLOSURES

- (i) As per Ind AS 24, the disclosures of transactions with the related parties are given below:
List of related parties where control exists and also related parties with whom transactions have taken place and relationships:

Nature of Relationship	Name of Related Party
A. Associate Concerns	1. Abhishek Steel Industries Limited
B. Key Managerial Persons	1. Shri Rajesh Agrawal 2. Smt. Rekha Agrawal
C. Relatives of Key Managerial Persons	1. Rajesh Agrawal HUF 2. Shri Anand Agrawal 3. Smt. Asha Devi Agrawal 4. Shri Ramanand Agrawal 5. Shri Ramanand Agrawal (HUF)
D. Enterprise over which Key management and their relatives exercise significant influence with whom transactions have taken place during the year	1. Shree Shyam Sponge & Power Limited 2. Antriksh Commerce Private Limited 3. Callidora Traders Private Limited 4. Mark Vision Multi Services Private Limited 5. Devi Iron and Power Private Limited 6. Escort Finvest Private Limited 7. Adept IT solutions (P) Ltd. 8. JSR Networks Pvt. Ltd. 9. Mahamaya Charitable Foundation

(ii) Transaction during the year with related parties:

(B) Related Party Transactions

(Rs. in Lacs)

Nature of Transactions	Associate and Enterprises where KMP or their relatives hold significant influence.		Key Managerial Person & their relatives		Total	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
1. Sale of Finished Goods/Fixed assets /Trading Sale	6840.79	3992.36	0.00	0.00	6840.79	3992.36
2. Purchase of Raw Materials/Capital Goods/Trading Purchase	4010.97	3061.39	0.00	0.00	4010.97	3061.39
3. Transportation Charges & Damages Received	0.00	4.54	0.00	0.00	0.00	4.54
4. Managerial Remuneration			48.00	48.00	48.00	48.00
5. Unsecured Loan Received	0.00	0.93	50.00	90.00	50.00	90.93
6. Unsecured Loan Repaid	0.00	0.93	67.00	23.00	67.00	23.93
7. Redemption of Preference Shares	220.00	0.00	0.00	0.00	220.00	0.00
8. Conversion Charges Paid	0.00	5.24	0.00	0.00	0.00	5.24
9. Sale of Investment In Share	0.00	0.00	0.00	1.81	0.00	1.81
10. Accounts Receivable	727.68	1944.71	0.00	0.00	727.68	1944.71
11. Loans Payable			50.00	17.00	50.00	17.00
12. Accounts Payable	2.10	87.92	2.90	51.09	5.00	139.01
13. Transportation Charges Paid	28.32	35.04	0.00	0.00	28.32	35.04

MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

(C)Details of Material Transactions

(Rs.in Lacs)

Transactions which are more than 10% or the Total Transactions of the same type with related parties during the year:

Particulars	2018-19	2017-18
<u>Sale of Finished Goods/Fixed assets/Trading Sale</u>		
Devi Iron and Power Private Limited	81.32	53.26
Abhishek Steel Industries Ltd.	6758.74	3939.10
Shree Shyam Sponge & Power Limited	0.72	0.00
<u>Purchase of Raw Materials/Capital Goods/Trading Purchase</u>		
Shree Shyam Sponge & Power Limited	13.92	6.14
Abhishek Steel Industries Ltd.	2249.00	1275.35
Devi Iron and Power Private Limited	1748.04	1779.90
<u>Transportation Charges & Damages Received</u>		
Devi Iron and Power Private Limited	0.00	0.96
Shree Shyam Sponge & Power Limited	0.00	3.58
<u>Transportation Charges Paid</u>		
Shri Rajesh Agrawal (HUF)	28.32	35.04
<u>Managerial Remuneration</u>		
Shri Rajesh Agrawal	48.00	48.00
<u>Unsecured Loan Received</u>		
Shri Rajesh Agrawal	50.00	40.00
Smt. Rekha Agrawal	0.00	50.00
Antriksh Commerce Private Limited	0.00	0.08
Escort Finvest Private Limited	0.00	0.85
<u>Unsecured loans repaid</u>		
Shri Rajesh Agrawal	17.00	23.00
Antriksh Commerce Private Limited	0.00	0.08
Escort Finvest Private Limited	0.00	0.85
Smt. Rekha Agrawal	50.00	0.00
<u>Redemption of Preference Shares</u>		
Escort Finvest Private Limited	220.00	0.00
<u>Conversion Charges Paid</u>		
Abhishek Steel Industries Ltd.	0.00	5.24
<u>Sale of Investment In Share</u>		
Shri Rajesh Agrawal	0.00	1.81

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31St March, 2019

Particulars	2018-19	2017-18
<u>Accounts Receivable</u>		
Abhishek Steel Industries Ltd.	8.20	1238.57
Shree Shyam Sponge & Power Limited	667.42	706.14
Devi Iron and Power Private Limited	52.06	0.00
<u>Loans Payable</u>		
Shri Rajesh Agrawal	50.00	17.00
<u>Accounts Payable</u>		
Shri Rajesh Agrawal	2.90	1.09
Smt. Rekha Agrawal	0.00	50.00
Shri Rajesh Agrawal (HUF)	2.10	0.41
Devi Iron and Power Private Limited	0.00	87.51

As per our attached Report of even date

For, **K P R K & ASSOCIATES**
Chartered Accountants
Firm Registration No. 103051W

CA Swapnil M. Agrawal
Partner
(Membership No. 121269)

Date: 28th May 2019
Place : Raipur

For and on behalf of the Board

Rajesh Agrawal
Managing Director
DIN - 00806417

Jaswinder Kaur Mission
Company Secretary

Rekha Agrawal
Director
DIN - 00597156

Suresh Raman
CFO

MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

36. As per IND AS 19 "Employee benefits", the disclosures as defined are given below:

Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under:

Particulars	2018-19	2017-18
Employer's Contribution to Provident Fund	23.65	16.60

The Company's Provident Fund is exempted under section 17 of Employees' Provident Fund and Miscellaneous Provisions Act, 1952.

Defined Benefit Plan

(Rs. in Lacs)

Reconciliation of opening and closing balances of Defined Benefit Obligation

Particulars	Gratuity (Non-Funded)	
	2018-19	2017-18
Defined Benefit Obligation at beginning of the year	37.11	32.95
Current Service Cost	17.36	13.04
Interest Cost	2.75	2.38
Past Servicer Cost (Vested benefits)	-	-
Benefits paid	(2.70)	(4.50)
Actuarial (Gain)/Loss	(5.00)	(6.76)
Defined Benefit Obligation at year end	49.52	37.11

Since the entire amount of plan obligation is unfunded, therefore change in fair value of plan assets are not given. Further the entire amount of plan obligation is unfunded, therefore categories of plan assets as a percentage of the fair value of the total plan assets and company's expected contribution to the plan assets in the next year is not given.

Reconciliation of fair Value of Assets and Obligations

Particulars	Gratuity (Non-Funded)	
	As at 31st March 2019	As at 31st March 2018
Fair value of Plan Assets	-	-
Present Value of Obligation	49.52	37.11
Amount recognised in Balance Sheet (Surplus/(Deficit))	(49.52)	(37.11)

Expenses recognised during the year

Particulars	Gratuity (Non-Funded)	
	2018-19	2017-18
In Income Statement Current Service Cost	17.36	13.04
Interest Cost	2.75	2.38
Past Service Cost	-	-
Return on Plan Assets	-	-
Net Cost	20.11	15.42
In Other Comprehensive Income		
Actuarial (Gain)/Loss	(5.00)	(6.76)
Return on Plan Assets	-	-
Net (Income)/Expenses for the period recognised in OCI	(5.00)	(6.76)

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

Actuarial Assumptions	Gratuity (Non-Funded)	
Indian Assured Lives Mortality (2006-2008) ultimate	2006-08	2006-08
Discount rate (per annum)	7.70%	7.75%
Expected rate of return on plan assets (per annum)	N/A	-
Rate of escalation in salary (per annum)	6.00%	6.00%
Expected Average remaining working lives of employees Years)	24.03	24.2
Employee Turnover	8% at younger ages and reducing to 1% at older age according to graduated scale	8% at younger ages and reducing to 1% at older age according to graduated scale

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflations, seniority, 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 determined considering several applicable factors, mainly the composition of Plan assets held, assessed risks, historical results of return on plan assets and the Company's policy for plan assets management.

Sensitivity Analysis

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employment turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The result of sensitivity analysis is given below:

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	Decrease	Increase	Decrease	Increase
Change in discounting rate	0.05%	-	-	0.25%
Change in rate of salary Escalation	-	-	-	-
(All above figures as per the actuarial valuation report)				

37. Payment to Auditors As :

(Amount In Lacs)

Particulars	2018-19	2017-18
(a) Auditors		
Statutory Auditors Fees	4.00	4.00
Tax Audit Fees	2.00	2.00
(b) Certification and Consultation Fees	-	-
Total	6.00	6.00

38. EARNING PER SHARES (EPS)

	2018-19	2017-18
i) Net Profit after Tax as per statement of Profit and Loss attributable to Equity Shareholders	585.76	236.11
ii) Weighted Average number of Equity Shares used as denominator for calculating Basic EPS	135.70	135.70
iii) Weighted Average Potential Equity Shares	-	-
iv) Total Weighted Average number of Equity Shares used as denominator for calculating Diluted EPS	135.70	135.70
v) Basic Earnings Per Share (Rs.)	4.32	1.74
vi) Diluted Earning Per Share (Rs.)	4.32	1.74
vii) Face Value per Equity Share (Rs.)	10.00	10.00

MAHAMAYA STEEL INDUSTRIES LIMITED**Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019****Compensation of Key Management Personnel**

The remuneration of director and other member of Key Management personnel during the year was as follows:-

		2018-19	2017-18
			(Amount In Lacs)
i	Short-term benefits	48.00	48.00
ii	Post employment benefits	-	-
iii	Other long tem benefits	-	-
iv	Share based Payments	-	-
v	Termination benefits	-	-
	Total	48.00	48.00

39. CONTINGENT LIABILITIES

Particulars	As at 31st March, 2019	As at 31st March, 2018
Income Tax Demand	4,194.14	2,220.68
Sales Tax Demond under appeal	-	4.98
Excise duty Liability under appeal & adjudication	48.39	224.29
Outstanding Bank Guarantees	351.25	477.69

40. CAPITAL MANAGEMENT

The Company adheres to a robust Capital Management framework which is underpinned by the following guiding principles;

- Maintain financial strength to attain AAA ratings domestically and investment grade ratings internationally.
- Ensure financial flexibility and diversify sources of financing and their maturities to minimize liquidity risk while meeting investment requirements.
- Proactively manage group exposure in forex, interest and commodities to mitigate risk to earnings.
- Leverage optimally in order to maximize shareholder returns while maintaining strength and flexibility of the Balance sheet.

This framework is adjusted based on underlying macro-economic factors affecting business environment, financial market conditions and interest rates environment.

The gearing ratio at end of the reporting period was as follows.

Particulars	As at 31st March,2019	As at 31st March,2018
Non-Current Liabilities (Other than DTL)	3,484.55	3,647.30
Current maturities of Long Term debts	152.56	132.47
Short-term Borrowings	6,467.92	6,300.87
Gross Debt	10,105.02	10,080.65
Cash and Cash Equivalents	18.32	101.79
Net Debt (A)	10,086.70	9,978.85
Total Equity (As per Balance Sheet) (B)	9,589.44	8,995.60
Net Gearing (A/B)	1.05	1.11

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

41. FINANCIAL INSTRUMENTS

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

Fair Value measurement hierarchy:

(Amount in Lacs)

Particulars	As at 31 st March, 2019	As at 31 st March, 2018
Financial Assets		
At Amortised Cost		
Trade Receivables	1,728.31	2,369.71
Cash and Bank Balances	439.00	510.19
Loans	786.50	390.72
Other Financial Assets	1,142.66	998.74
At FVTPL		
Investments	-	-
At FVTOCI		
Investments	3,153.81	3,175.31
Financial Liabilities		
Borrowings	9,952.94	9,978.06
Trade Payables	1,924.35	2,201.10
Other Financial Liabilities	152.56	132.47

Foreign Currency Risk:

No Exposure to foreign currency

Commodity Price Risk

Commodity price risk arises due to fluctuation in prices of raw material. The company has a risk management framework aimed at prudently managing the risk arising from the volatility in raw material prices and freight costs.

The company's commodity risk is managed centrally through well-established trading operations and control processes. In accordance with the risk management policy, the Company carefully calibrates the timing and the quantity of purchase

Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due causing financial loss to the company. Credit risk arises mainly from the outstanding receivables from customers.

The company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. The credit ratings/market standing of the customers are evaluated on a regular basis.

MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

Liquidity Risk

Liquidity risk arises from the Company's inability to meet its cash flow commitments on time. Prudent liquidity risk management implies maintaining sufficient stock of cash and marketable securities. The Company maintains adequate cash and cash equivalents alongwith the need based credit limits to meet the liquidity needs.

42. EVENTS AFTER THE REPORTING PERIOD

No events after the reporting period

43. APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by the board of directors on May 28, 2019

44. OTHERS NOTES**(A) Electricity Duty exemption:**

In the Financial year 2012-13 the company had applied for exemption of electricity duty in respect of electricity consumed in its SMS Plant. The company had been advised that under the Internal Policy of State of Chhattisgarh, it is entitled to get electricity duty exemption of an amount aggregating Rs.1105.69 lacs. Out of this amount, an amount of Rs.106.95 lacs pertains to accounting year under review i.e. 2018-19 and the remaining amount i.e. Rs.998.74 lacs pertains to accounting year 2011-12, 2012-13, 2013-14, 2014-15, 2015-16, 2016-17 and 2017-18. The management is of the opinion that the same amount would be realized in the near future.

(B) Parties' accounts are subject to confirmation. Consequential effects adjustment, presently unascertainable, will be provided as and when confirmed.

(C) Trade Receivables, Loans & Advances and Deposits include certain over due accounts. Balances in the accounts of certain debtors, loans and advances required to be confirmed / reconciled. However, in the opinion of the Board, all current assets, loans and advances would be realized in ordinary course of the business at the value as stated.

(D) In the opinion of the Board, the provision for depreciation and all known liabilities is adequate and not in excess of the amount reasonably necessary.

(E) The information 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. There are no over dues to parties on account of principal amount and / or interest and accordingly no additional disclosures have been made

(F) Figures of the previous year have been reworked, rearranged/regrouped and reclassified wherever considered necessary. Accordingly, the amount and other disclosures for preceding year are included as an integral part of current year's financial statement and are to be read in relation to the amount and other disclosures relating to current year. The figures in financial statements are rounded off to the nearest lacs rupees.

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MAHAMAYA STEEL INDUSTRIES LIMITED

Notes To The Consolidated Financial Statements For The Year Ended 31st March, 2019

- (G) Separate segment wise reporting is not called for in view of the fact that mostly the revenue of the Company is from structural manufacturing and all business activities are in India only. The operations of Gas Plant of company are mainly for captive use and the surplus have been sold to external parties amount of Rs. 159.99 lakhs; the same is not fulfilling the criteria of (Ind-AS 108 (Segment Reporting)) separate reportable segment.
- (H) The management has reviewed the impairment position of the assets disclosed in the financial statement for the year; and there is no indication of impairment (Assets carry cost is less than the recoverable value) loss for the year.

Significant Accounting Policies and Notes on Financial Statements 1 to 44

As per our attached Report of even date

For, **K P R K & ASSOCIATES**
Chartered Accountants
Firm Registration No. 103051W

CA Swapnil M. Agrawal
Partner
(Membership No. 121269)

Date: 28th May 2019
Place : Raipur

For and on behalf of the Board

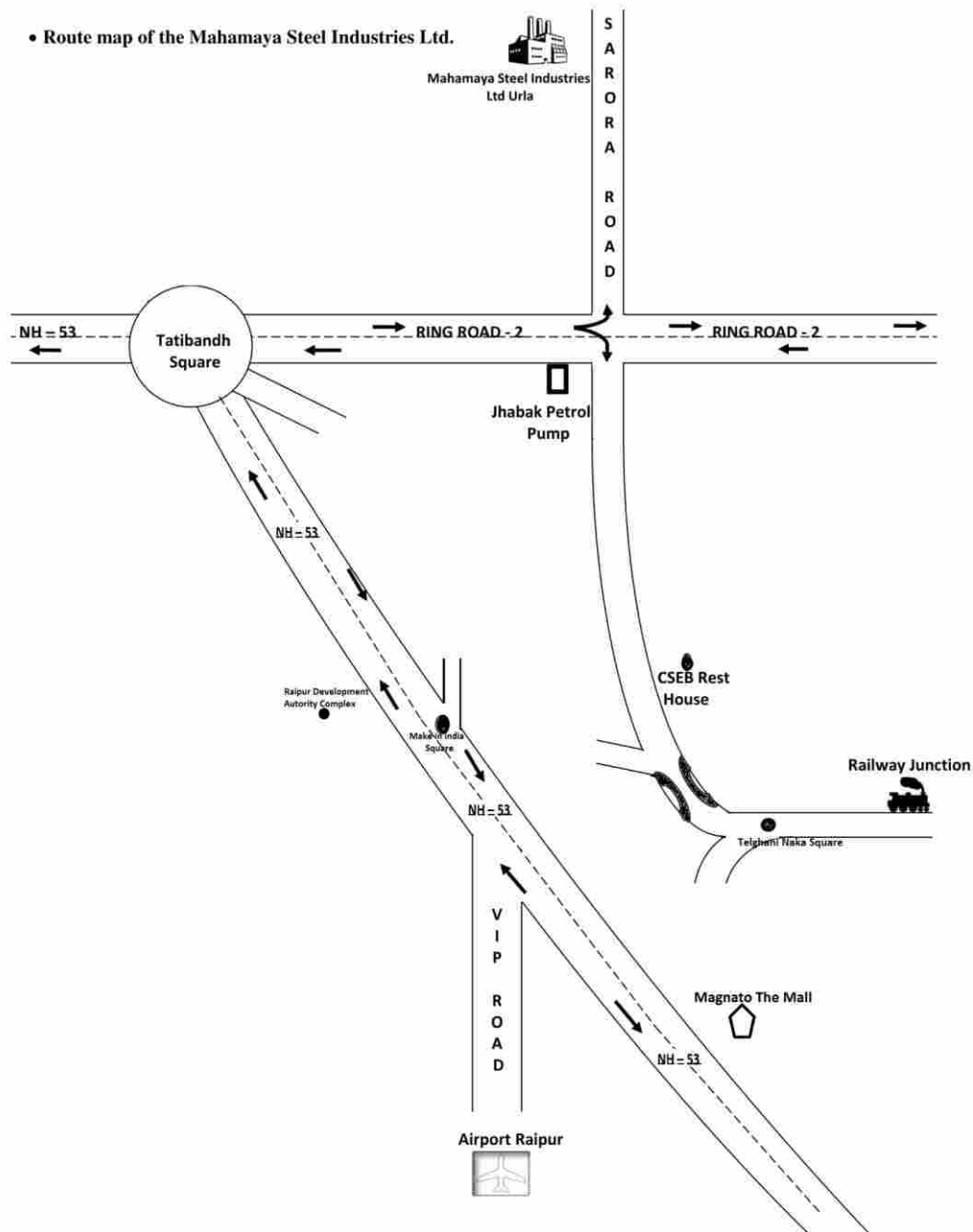
Rajesh Agrawal
Managing Director
DIN - 00806417

Jaswinder Kaur Mission
Company Secretary

Rekha Agrawal
Director
DIN - 00597156

Suresh Raman
CFO

• Route map of the Mahamaya Steel Industries Ltd.



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[illegible]



MAHAMAYA STEEL INDUSTRIES LIMITED

Regd. Office: B/8-9, Sector - C, Urla Industrial Area, Sarora, Raipur - 493 221, Chhattisgarh

Telephone: +91 771 4910058, Fax No.: +91 771 4006611

E-mail: cs@mahamayagroup.in, Website: www.mahamayagroup.in

(CIN: L27107CT1988PLC004607)

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE

Name of Shareholder(s) or Proxy (In Block Letters)

Registered Folio No./ DP ID & Client ID No.

No. of Shares held

I/We, hereby record my / our attendance at the 31st Annual General Meeting of the Company being held at B/8-9, Sector-C, Urla Industrial Area, Sarora, Raipur - 493 221, Chhattisgarh on Monday, 30th September, 2019 at 11.00 am

Signature of Shareholder or Proxy

ELECTRONIC VOTING PARTICULARS :

EVSN	User ID	Password
190828007	Please refer to Note No. 19 of Notice	



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Registration of e-mail address for future communication

Name of Shareholder(s) (In Block Letters)

Registered Address

E-mail Id

Registered Folio No./ DP ID & Client ID No.

Signature of Shareholder(s)



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PROXY FORM Form MGT-11

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

Name of the Share holder (s) (In Block Letters).....

Registered Address.....

E-mail Id.....

Registered Folio No. / DP ID & Client ID No.....

We being the member(s) of shares of Mahamaya Steel Industries Limited, hereby appoint:

) Name:..... Address.....

Email ID:..... Signature.....

or failing him/her

) Name:..... Address.....

Email ID:..... Signature.....

or failing him/her

) Name:..... Address.....

Email ID:..... Signature.....

or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of the Company to be held on Monday, 30th September, 2019 at 11.00 am at B/8-9, Sector - C, Urla Industrial Area, Sarora, Raipur - 493 221, Chhattisgarh and at any adjournment thereof in respect of such resolutions as are indicated below:

Description	Type of Resolution	For	Against
ORDINARY BUSINESS			
1. Adoption of Financial Statement including the Consolidated Financial Statements for the year ended March 31, 2019	Ordinary		
2. Appointment of Mrs. Rekha Agrawal, Director of the Company who retires by rotation.	Ordinary		
SPECIAL BUSINESS			
3. Appointment of Mr. Uday Raj Singhanian as a Non Executive Independent Director of the Company.	Ordinary		
4. Appointment of Mr. Rajesh Lunia as a Non Executive Independent Director of the Company.	Ordinary		
5. Ratification of Remuneration payable to M/s Sanat Joshi & Associates, Cost Auditors of the Company.	Ordinary		
6. Continuation of payment of remuneration to Executive Directors who are Promoters in excess of threshold limits as per SEBI (LODR) (Amendment) Regulations, 2018.	Special		
7. Approval of Related Party Transactions	Special		

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

Signature of Shareholder(s).....

Signature of Proxy holder(s).....

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

Affix
Revenue
Stamp



MAHAMAYA



Book-Post

If undelivered please return to :

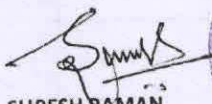
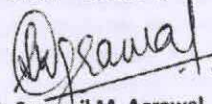
MAHAMAYA STEEL INDUSTRIES LIMITED

B/8-9, Sector-C, Urla Industrial Area,
Sarora, Raipur-493 221 (C.G.) INDIA
Phone: +91 771 4910058

**Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-
with Annual Audited Financial Results - (Standalone)**

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2019 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
(Rs. In Lacs)				
I	Sl No.	Particulars	Audited Figures (as reported before adjusting for qualification)	Audited Figures (as reported after adjusting for qualification)
	1	Turnover / Total Income	46,728.90	46,728.90
	2	Total Expenditure	46,006.20	46,113.15
	3	Net Profit / (Loss)	610.36	503.41
	4	Earnings Per Share	4.50	3.71
	5	Total Assets	23,351.94	22,246.25
	6	Total Liabilities (Other than Net Worth)	14,165.45	14,165.45
	7	Net Worth	9,186.48	8,080.79
	8	Any Other financial item(s) (as felt appropriate by the management)	-	-
II	Audit Qualification (each audit qualification separately):			
	a	Details of Audit Qualification: The company is eligible for Electricity Duty Subsidy under the Industrial Policy of the State of Chhattisgarh. The application filed by the Company to the CGM, DIC is under process and presently pending before Commissioner of Industries for his approval. The order is expected to be issued soon. There is a reasonable certainty regarding ultimate collection of the same. The Company has recognized the subsidy as assets in the books of accounts in accordance with the provisions of IndAS. During the current reporting period the Company has recognized an amount of Rs.31.22 Lacs as receivable during the said quarter. Total receivable amount is Rs.1105.69 lacs as at 31st March,2019.		
	b	Type of Audit Qualification : Qualified Opinion		
	c	Frequency of qualification : Repetitive		
	d	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views :		
		Point No. A of Basis for Qualified opinion dealing with Electricity Duty Exemption : Management's Reply : The company is eligible for electricity duty subsidy under the Industrial Policy of the state of Chhattisgarh. In this regard the company has filed an application to the CGM DIC which is progressed and presently pending before Commissioner of Industries for its approval and its order is awaited. Therefore, there is a reasonable certainty regarding ultimate collection of the same. So the company has recognized the same as assets in its books of accounts in accordance with the Accounting standards.		
	e	For Audit Qualification(s) where the impact is not quantified by the auditor : Not Applicable		

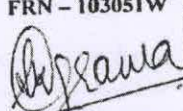


III	Signatories:	
	* MANAGING DIRECTOR	<p>FOR, MAHAMAYA STEEL INDUSTRIES LIMITED</p>  <p>(RAJESH AGRAWAL) MANAGING DIRECTOR</p> 
	* CHIEF FINANCIAL OFFICER	 <p>SURESH RAMANI CHIEF FINANCIAL OFFICER</p> 
	* AUDIT COMMITTEE CHAIRMAN	 <p>ATUL GARG AUDIT COMMITTEE CHAIRMAN</p> 
	* STATUTORY AUDITOR	<p>For K P R K & ASSOCIATES Chartered Accountants FRN - 103051W</p>  <p>CA. Swapnil M. Agrawal PARTNER Membership No.121269</p> 
	PLACE : RAIPUR DATE : 28.05.2019	

**Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-
with Annual Audited Financial Results - (Consolidated)**

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2019 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
				(Rs. In Lacs)
I	Sl No.	Particulars	Audited Figures (as reported before adjusting for qualification)	Audited Figures (as reported after adjusting for qualification)
	1	Turnover / Total Income	46,728.90	46,728.90
	2	Total Expenditure	46,006.20	46,113.15
	3	Net Profit / (Loss) after Tax	585.76	478.81
	4	Earnings Per Share	4.32	3.53
	5	Total Assets	23,754.89	22,649.20
	6	Total Liabilities (Other than Net Worth)	14,165.45	14,165.45
	7	Net Worth	9,589.44	8,483.75
	8	Any Other financial item(s) (as felt appropriate by the management)	-	-
II	Audit Qualification (each audit qualification separately):			
	a	Details of Audit Qualification: The company is eligible for Electricity Duty Subsidy under the Industrial Policy of the State of Chhatisgarh. The application filed by the Company to the CGM, DIC is under process and presently pending before Commissioner of Industries for his approval. The order is expected to be issued soon. There is a reasonable certainty regarding ultimate collection of the same. The Company has recognized the subsidy as assets in the books of accounts in accordance with the provisions of IndAS. During the current reporting period the Company has recognized an amount of Rs.31.22 Lacs as receivable during the said quarter. Total receivable amount is Rs.1105.69 lacs as at 31st March, 2019.		
	b	Type of Audit Qualification : Qualified Opinion		
	c	Frequency of qualification : Repetitive		
	d	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views :		
		Point No. A of Basis for Qualified opinion dealing with Electricity Duty Exemption : Management's Reply : The company is eligible for electricity duty subsidy under the Industrial Policy of the state of Chhatisgarh. In this regard the company has filed an application to the CGM DIC which is progressed and presently pending before Commissioner of Industries for its approval and its order is awaited. Therefore, there is a reasonable certainty regarding ultimate collection of the same. So the company has recognized the same as assets in its books of accounts in accordance with the Accounting standards.		
	e	For Audit Qualification(s) where the impact is not quantified by the auditor : Not Applicable		



III	Signatories:	
	<ul style="list-style-type: none"> MANAGING DIRECTOR 	<p>FOR, MAHAMAYA STEEL INDUSTRIES LIMITED</p>  <p>(RAJESH AGRAWAL) MANAGING DIRECTOR</p> 
	<ul style="list-style-type: none"> CHIEF FINANCIAL OFFICER 	 <p>SURESH RAMAN CHIEF FINANCIAL OFFICER</p> 
	<ul style="list-style-type: none"> AUDIT COMMITTEE CHAIRMAN 	 <p>ATUL GARG AUDIT COMMITTEE CHAIRMAN</p> 
	<ul style="list-style-type: none"> STATUTORY AUDITOR 	<p>For K P R K & ASSOCIATES Chartered Accountants FRN - 103051W</p>  <p>CA. Swapnil M. Agrawal PARTNER Membership No.121269</p> 
	PLACE : RAIPUR	
	DATE : 28.05.2019	