

**Sacheta**

**metals**

**limited**

**Mfg. & Exporters of : Alu. & St. Steel Sheet, Circles, Utensils, Castings, Non Stick Items & Others House Ware.**

**Corpo. Office : Sakseria Industrial Estate, S. V. Road, Chincholi, Malad (W), MUMBAI - 400 064.**

**Tel. : 022-28725948, 32959081**

**Fax : 0091-22-28737934**

**Regd. Office : Sacheta Udyog Nagar, Opp. College, Mahiyal, TALOD-383 215, (Gujarat)**

**Tele. : 02770-221739, 221239**

**Fax : 02770-220839**

**CIN : L27100GJ1990PLC013784**

30/09/2016

TO  
THE GENERAL MANAGER  
BSE LIMITED  
DALAL STREET, FORT  
MUMBAI-400001

SUB:- Submission of the Approval and Adopted copy of the Annual Report in the 26<sup>th</sup> Annual General Meeting held on 28<sup>th</sup> September, 2016 at 11:00 AM at Registered Office.

Dear Sir/Madam,

In compliance with the requirement of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit copy of the 24<sup>th</sup> Annual Report as Approved and adopted by the members of the company at their 26<sup>th</sup> Annual General Meeting held on 28<sup>th</sup> September, 2016 at 11:00 AM at Registered Office.

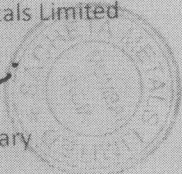
You are requested to please take on record the above said document for your reference and further needful.

Thanking you,

Your Faithfully,

For, Sacheta Metals Limited

  
Company Secretary



# Sacheta

# Metals

# Limited

Government Recognised Export House (INDIA)

## House of Aluminium

Mfg & Exporter of : Aluminium Utensils, Casting, Non-Stick Cookware, Pressure Cooker & other House ware, Aluminium Sheet, Coil, Foil Stock, Circle, Foil, Coil/Sheets for P.P. Caps, House Foil, Slugs, Chequered Sheet etc.



Coil

Sheet

Circle

Slugs

Chequered Sheet



**Quality & Service is our Moto...**

# 26<sup>th</sup>

# Annual Report

for the year ended 31st March, 2016

# SACHETA METALS LIMITED

## BOARD OF DIRECTORS:

Mr. Satishkumar K. Shah	Managing Director
Mrs. Chetaben S. Shah	Jt. Managing Director
Mr. Ankitkumar S. Shah	Executive Director
Mr. Pranav S. Shah	Executive Director
Mr. Pravinchandra P. Shah	Independent Director
Mr. Jagdish Gandhi	Independent Director
Mr. Kalyan C. Shah	Independent Director
Mr. Dilipkumar S. Sanghvi	Independent Director

## AUDITORS:

R.R. Mandali & Co.  
Chartered Accountants  
Ahmedabad

## AUDIT COMMITTEE:

Mr. Kalyan C. Shah	Chairman
Mr. Pravinchandra P. Shah	Member
Mr. Satishkumar K. Shah	Member

## COMPANY SECRETARY & COMPLIANCE OFFICE:

Mr. Abbasali Sunasara  
(w.e.f. 11<sup>th</sup> August, 2016)

## SHAREHOLDER RELATIONSHIP:

Mr. Jagdish Gandhi	Chairman
Mr. Pravinchandra P. Shah	Member
Mr. Ankitkumar S. Shah	Member

## NOMINATION AND REMUNERATION COMMITTEE:

Mr. Jagdish Gandhi	Chairman
Mr. Pravinchandra P. Shah	Member
Mr. Satishkumar K. Shah	Member

## BANKERS:

State Bank of India  
Malad, Mumbai

## REGISTERED OFFICE:

Block No. 33, Sacheta Udyognagar  
Village Mahiyal, Tal: Talod  
Dist: Sabrkhantha(Gujarat)

## CORPORATE OFFICE:

Sakseria Industrial Estate,  
Chincholi, Behind Hanuman Temple  
S.V. Road , Malad(W)  
Mumbai-400064  
sacheta@sacheta.com

## REGISTERED AND SHARE TRANSFER AGENT:

M/S PuraSharegistry India Pvt Ltd  
Gala No.9, Shiv Shakti, Industrial Estate,  
Sitaram Mill Compound, J.R. Boricha Marg,  
Lower Parel(E), Mumbai-400011



## NOTICE

Notice is hereby given that Twenty Sixth Annual General Meeting of the Members of SACHETA METALS LIMITED will be held on Wednesday, September 28, 2016 at 11.00 a.m. at the Registered office of the Company at Block No. 33, Sacheta Udyognagar, Village : Mahiyal Tal: Talod, Dist. Sabarkantha (Gujarat) 383215 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet for the year ended March 31, 2016 and Profit & Loss Account for the year ended as on that date together with the Reports of Directors' and Auditors' thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of Mr Pravin P Shah (DIN 02416407), who retires by rotation, and, being eligible, offers herself for re-appointment..
4. To appoint a Director in place of Mr Jagdish Gandhi (DIN 02384640), who retires by rotation, and, being eligible, offers himself for re-appointment.
5. To appoint a Director in place of Mr Kalyan C Shahi (DIN 02660920), who retires by rotation, and, being eligible, offers himself for re-appointment.
6. To ratify the re-appointment of M/S R R Mandali & Co.Chartered Accountants, (ICAI Registration No 114223W), as Statutory Auditors of the Company for the financial year ending on 31st March 2016 at such remuneration as may be agreed upon by the Board of Directors and the Statutory Auditors of the Company."

**By Order of the Board  
For Sacheta Metals Limited**

**Place : Mahiyal  
Date: 28<sup>th</sup> August 2016**

**Mg Director**

## NOTES

1. A member entitled to attend and vote is entitled to appoint a Proxy instead and the Proxy need not be a member of the Company. 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 or any other person or shareholder.
2. Proxies, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
3. Members are requested to bring their copies of the Annual Report to the meeting. The Members/Proxies should bring the Attendance Slip sent herewith duly filled in for attending the meeting.
4. Members intending to require information about Accounts to be explained in the Meeting are requested to inform the Company at least 7 days in advance of the Annual General Meeting.
5. The members, holding shares in physical form, are requested to intimate any change in their addresses or bank details to the Company or its Registrar and Transfer Agent (RTA) viz. Purva Sharegistry India Pvt. Ltd., Unit: Sacheta Metals Limited, Gala No. 9, Shiv Shakti Industrial Estate, Sitaram Mill Compound, J R Boricha Marg, Mumbai – 400011. Those holding shares in dematerialized form may intimate any change in their addresses or bank details / mandates to their Depository Participants (DP) immediately. Members holding shares in dematerialized form may note that bank details registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its RTA cannot act on any request directly received from any member holding shares in dematerialized form for any change in such details. Such changes are to be advised only to the DP of the members.

6. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, the 22<sup>nd</sup> September, 2016 to Wednesday, the 28<sup>th</sup> September, 2016 (both days inclusive) in connection with the Annual General Meeting and for the purpose of payment of Dividend, if declared at the Meeting.
7. Documents referred to in the Notice and the Explanatory Statement attached hereto are available for inspection by the shareholders at the Registered Office of the Company during business hours on any working day up to and including the date of the Annual General Meeting of the Company.
8. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31st March, 2016 is uploaded on the Company's website [www.sacheta.com](http://www.sacheta.com) and may be accessed by the members.
9. Details in respect of the Directors seeking appointment/reappointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
10. Electronic copy of the Annual Report for 2015-16 is being sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2015-16 is being sent in the permitted mode.
11. Electronic copy of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
12. **Members are requested to follow the below instructions to cast their vote through e-voting:**
  1. Use User ID and Password for e-voting sent separately to the shareholders.
  2. Open the internet browser and type the URL : <https://www.evoting.nsdl.com>.
  3. Click on **Shareholder-Login**.
  4. If you are already registered with NSDL for e-voting, then you can use your existing User ID and Password for Login.
  5. If you are logging for the first time, please enter the user ID and Password sent to you.
  6. If you are logging in for the first time, **Password Change Menu appears**. Change the Password of your choice with minimum 8 digits / characters or a combination thereof. Please note the new Password for all the future e-voting cycles offered on NSDL e-voting Platform. It is strongly recommended not to share your Password with any other person and take utmost care to keep your Password confidential.
  7. Home page of "e-voting" opens. Click on **e-voting > Active Voting Cycles**.
  8. Select **EVEN (E-Voting Event Number)** of Sacheta Metals Limited. Once you enter the number, the "Cast Vote" Page will open. Now you are ready for e-voting.
  9. Cast your vote by selecting appropriate option and click "**Submit**" and also click "**Confirm**" when prompted. Kindly note that vote once cast cannot be modified,
  10. Institutional members (i.e. members other than individuals, HUF, NRIs, etc.) are required to send scanned copy (PDF/JPG format) of the relevant board resolution / authority letter, etc. together with the attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through email at [csnavnitpadia@yahoo.com](mailto:csnavnitpadia@yahoo.com) or [sacheta@sacheta.com](mailto:sacheta@sacheta.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
  11. Once the vote on a resolution is cast by the shareholder he/she shall not be allowed to change it subsequently.
  12. In case of any queries you may refer the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the "Downloads" section of <https://www.evoting.nsdl.com> or contact NSDL by email at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**General Instructions**

- a. The e-voting period commences on **23<sup>rd</sup> September, 2016 (10:00 a.m. IST) and ends on 26<sup>th</sup> September, 2016 (5:00 p.m. IST)**. During these period shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 21<sup>st</sup> September, 2016, may cast their vote electronically. The e-voting module shall also be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- b. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21<sup>st</sup> September 2016, and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
- c. Mr. Navnit Padia, Practicing Company Secretary – (Membership No. F1778) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- d. The Scrutinizer shall, within a period not exceeding three(3) working days from the conclusion of the evoting period, unlock the votes in the presence of at least two(2) witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor of or against, if any; forthwith to the Chairman of the Company.
- e. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.sacheta.com](http://www.sacheta.com) and on the website of NSDL within two(2) days of passing of the resolutions at the AGM of the Company and communicated to the Bombay Stock Exchange Limited.

**By Order of the Board**

**Satish K Shah**  
**CHAIRMAN & MANAGING DIRECTOR**

**Date: August 28, 2016**

**Details of Directors seeking appointment / re-appointment at the forthcoming Annual General Meeting 2016**

<b>Name</b>	<b>Mr. Kalyan C Shah</b>	<b>Mr.Jagdish Gandhi</b>	<b>Mr. Pravin P Shah</b>
<b>Age</b>	65 Years	63 Years	65 Years
<b>Qualification</b>	S S C	B.Com	S S C
<b>Experience</b>	He has experience in metal industry for last 37 years.	He has experience in metal industry for last 31 years.	He has experience in metal industry for last 3 years.
<b>Directorship in any other public company</b>	None	None	None

**DIRECTORS' REPORT**

To the Members,

Your Directors have great pleasures in presenting you the Twenty-Sixth Annual Report of the Company together with the Audited Accounts for the year ended on March 31, 2016.

**FINANCIAL RESULTS:**

The Operating results of your Company for the period under review are as follows:

(Rs. in Lacs)

Particulars	Current Year ended 31.03.2016	Previous Year ended 31.03.2015
Sales / Turnover	5041.57	6797.43
Profit before Interest, Depreciation & Tax	332.14	370.52
Less Interest	54.52	63.01
Profit before Depreciation and Tax	277.62	307.51
Less Depreciation for the year	210.70	255.17
Profit before tax	66.92	52.34
Taxation including deferred tax	25.34	17.96
Exceptional items	0.00	0.00
Net profit for the year after tax	41.58	34.38
Balance brought forward from previous year	106.53	109.60
Profit available for appropriation	148.11	143.98
Adjustment for Depreciation	0.00	3.22
Transfer to General Reserve	0.00	0.00
Dividend Tax	5.78	5.82
Dividend on equity	28.41	28.41
Balance carried forward to Balance-Sheet	113.92	106.53

**DIVIDEND:**

Your Directors recommend dividend of Rs 0.15 per share (1.5%) of face value of Rs 10 each out of the current year's profit.

**OPERATIONS:**

During the year, the company's revenue from operation was of Rs 5041.57 lakhs as compared to the last year figure of Rs. 6797.99 lakhs. The net profit for the year was Rs 41.58 lakhs compared to last year of Rs 34.38 lakhs.

**STATUTORY DISCLOSURES:**

The Statutory disclosures in accordance with Section 134 read with Rule 8 of Companies (Accounts) Rules, 2014. Section 178, Section 197 read with Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 have been made herein after paragraphs.

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The year under review was under demand constraint which has effected sales. There was, however, increase in margin which has helped to maintain the bottom line

**STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS.**

The Independent Directors of the Company have submitted their Declaration of Independence, as required under the provisions of Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of Independence as provided in Section 149(6) of the Act.



**PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:**

The Company has not given loans or guarantee nor made investments u/s 186 of the Companies Act, 2013.

**SIGNIFICANT AND MATERIAL ORDERS :**

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

**CORPORATE GOVERNANCE :**

The detailed report on Corporate Governance for the financial year from 1.4.2015 to 31.3.2016 on the line of requirements of Listing Regulations appears in the **Annexure I** to the Directors Report and forms a part of this Annual Report.

**EXTRACT OF ANNUAL RETURN :**

An extract of the Annual Return as prescribed under sub-Section (3) of Section 92 of the Companies Act, 2013 in Format MGT-9 is annexed to the Report-**Annexure II**.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

All contracts/arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on arms length basis. Your Directors draw attention of the members to Note no. 25(6) of the financial statement which set out related party transactions. 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-III in Form AOC-2 and the same forms part of this report.

**REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND EMPLOYEES :**

The information required under Section 197 read with Rule 5 of Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 in respect of employees of the Company and Directors is furnished in below:

- i. Non Executive Directors have waived meeting sitting fees or any other receipt.
- ii. Managing Director, Executive Directors, Other Key Managerial personnel and Senior Management will involve a balanced between fixed and incentive pay reflecting short and long term performance objectives appropriate to working of the company and its goals.

**DIRECTORS:**

Mr Pravin P Shah (DIN 02416407), Mr Jagdish Gandhi (DIN 02384640) and Mr Kalyan C Shah (DIN 02660920), Director, retires by rotation at the ensuing Annual General Meeting and, being eligible, offer themselves for reappointment

**AUDITORS AND AUDIT REPORT:**

M/s R. R. Mandali & Co. Chartered Accountants, (ICAI Registration No 114223W), the Auditors of the Company were appointed as Auditors of the Company from the conclusion of 24<sup>th</sup> Annual General Meeting held on 30.09.2014 untill the conclusion of 27<sup>th</sup> Annual General Meeting to be held in Calander year 2017. The appointment is subject to ratification by the members at each Annual General Meeting. M/s R.R Mandali & Co. are eligible for re-appointment for financial year 2016-17.

**AUDITOR'S REPORT:**

The observations made by the Auditors' in their report are self-explanatory and therefore, do not call for any comments.

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

Information under section 134(3)(m) of the Companies Act, 2013 read with Rule-8 of the Companies (Accounts) Rules, 2014 is provided in **Annexure-IV**

**DEPOSITS:**

The Company has not accepted any deposits coming under the provisions of the Companies Act, 2013 and Rules framed there under.

**INSURANCE:**

All the properties of the Company have been adequately insured.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

As required under Section 134(3)(c) of the Companies Act, 2013 your Directors' confirm that:

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii. The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year as on March 31, 2016 and of the profit of the Company for that period.
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. The Annual Accounts have been prepared on a going concern basis.
- v. Internal financial control have been laid down and followed by the company and that such controls are adequate and are operating effectively.
- vi. Proper system have been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

**ACKNOWLEDGEMENT:**

Your Directors take this opportunity to express their deep sense of gratitude for the valuable assistance and co-operation extended by the Government Authorities, Bankers, vendors, customers, advisors, the general public and for the valued contribution, efforts and dedication shown by the Company employees, officers, and the executives at all levels. Your Directors also sincerely acknowledge the confidence and faith reposed by the shareholders of the Company.

**Date : 28.05.2016**  
**Place : Mahiyal**

**For and on behalf of the Board**

**Satish K Shah**  
**Chairman & Managing Director**

**ANNEXURE I TO THE DIRECTORS' REPORT  
CORPORATE GOVERNANCE REPORT  
COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE**

Sacheta Metals Limited is committed to executing sustainable business practice and creating long -term value for all its stakeholders. To pursue this objective, the company remains steadfast in its value systems that incorporate integrity, transparency and fairness across all its business activities.

The Company continues to focus on its commitments towards the development of the community where it operates. It has adopted best practices towards preserving the environment and adherence to the highest safety standards remains a focus area across all operations. Sacheta Metals Limited value systems are based on the foundation of fair and ethical practices in all its dealings with stakeholders including customers, vendors, contractors, employees and all others who are part of the company business value chain.

Towards this end, all Directors and Senior Management are committed to the company's Code of Conduct.

### BOARD OF DIRECTORS

#### Composition:

The Board of Directors of the Company has an ideal combination of the executive and non -executive Directors. The present Board of Directors consists of the eight members, headed by the Executive Chairman and comprises of three Executive Directors and four Non-executive Directors. During the period from 01-04-2015 to 31-03-2016, the board meetings were held on 29<sup>th</sup> May, 31<sup>st</sup> July, 31<sup>st</sup> August, 5<sup>th</sup> October, 2<sup>nd</sup> January, 6<sup>th</sup> February and 30<sup>th</sup> March.

The composition of the Board, number of public companies on the Board or Committee of which a Director is a Member or a Chairman is given below: -

Name	Position/Category	No. of Board Meetings Attended	Attendance at last AGM	Total no. of directorships in other public companies (*)
Mr. Satish K Shah	Promoter and Chairman & Managing Director	7	YES	None
Mrs. Chetna S. Shah	Promoter and Joint Managing Director	7	YES	None
Mr. Ankit S. Shah	Executive Director (promoter group)	6	YES	None
Shri Pranav S Shah	Executive Director (promoter group)	5	YES	None
Mr. Jagdish Gandhi	Independent Non-Executive Director	5	YES	None
Mr. Pravin P. Shah	Independent Non-Executive Director	6	YES	None
Mr. Dilip S Sanghvi	Independent Non-Executive Director	5	YES	None
Mr Kalyan C Shah	Independent Non-Executive Director	6	YES	None

### AUDIT COMMITTEE

The Audit Committee consists of two non executive members and one executive member.

**Term of Reference:**

The term of reference of the Audit Committee as laid down by the Board are in accordance with those specified in the Listing Regulations and Section 177 of the Companies Act, 2013.

**Composition:**

The following is the constitution of the Committee:

Name of Member	Designation	Category
Mr. Kalyan C Shah	Chairman	Independent, Non-executive Director
Mr. Pravin P. Shah	Member	Independent, Non-executive Director
Mr. Satish K Shah	Member	Non-Independent, Executive Director

**STAKEHOLDER RELATIONSHIP AND SHARE TRANSFER COMMITTEE**

The Committee consists of three Directors; two being non-executive Directors and one executive director, with the Chairman of the Committee is an Independent Director.

The Shareholders / Investors' Grievance Committee of the Board will look into the redressal of investors' complaints like non-receipt of Annual Reports, dividend payments etc. and matters related to Share transfers, issue of duplicate share certificates, dematerialisation / rematerialisation of shares, transfer / transmission of Shares, other allied transactions and also delegates powers to the executives of the Company to process transfers etc.

**Composition:**

The following is the constitution of the Committee:

Name of Member	Designation	Category
Mr. Jagdish Gandhi	Chairman	Independent, Non-executive Director
Mr. Pravin P. Shah	Member	Independent, Non-executive Director
Mr. Ankit S Shah	Member	Non-Independent, Executive Director

**Compliance Officer:**

**Mr A.R. Sunasara, ACS (w.e.f 11.08.2016)**  
**Block No. 33, Sacheta Udyognagar,**  
**Village : Mahiyal, Tal: Talod,**  
**Dist. Sabarkantha (Gujarat)**

Details of the Queries/Complaints received and resolved by the Company during the Year:  
 The Committee has not received any query/complaint from Shareholders/Investor during the year.

**NOMINATION AND REMUNERATION COMMITTEE:**

The Remuneration Committee consists of two non-executive directors and one executive director, with the Chairman being an independent director.

The Committee has been formed to decide and approve the terms and conditions for appointment of executive directors of the company and remuneration payable to other directors and executives of the company and other matters related thereto.

The purpose of the Committee is to oversee the Company's nomination process for the senior management and specifically to identify, screen and review individuals qualified to serve as EDs, NEDs and IDs consistent with criteria approved by the Board and to recommend, for approval by the Board, nominees for election at the AGM of the shareholders.

**Composition:**

The following is the constitution of the Committee:

Name of Member	Designation	Category
Mr. Jagdish Gandhi	Chairman	Independent, Non-executive Director
Mr. Pravin P. Shah	Member	Independent, Non-executive Director
Mr. Satish K Shah	Member	Non-Independent, Executive Director

**REMUNERATION OF DIRECTORS:**

The Managing Director, Dy Managing Director and Executive Director are paid remuneration as under:

Sr.No.	Name of Director	Salary	Contribution to PF	Perquisites	Total
1	Mr Satish K Shah	360000	0	0	360000
2	Mrs Chetnaben S Shah	180000	0	0	180000
3	Mr Ankit S Shah	300000	0	0	300000
4	Mr Pranav S Shah	240000	0	0	240000

**GENERAL BODY MEETINGS:**

The previous three **Annual General Meetings** of the Company held on the dates, at the time and venue given below:

Financial Year	Date & Time	Venue
2012-2013	Saturday, September 28, 2013 at 11.00 a.m.	Block No. 33, Sacheta Udyognagar, Village : Mahiyal, Tal: Talod, Dist. Sabarkantha (Gujarat)
2013-2014	Tuesday, September 30, 2014 at 11.00 a.m.	Block No. 33, Sacheta Udyognagar, Village : Mahiyal, Tal: Talod, Dist. Sabarkantha (Gujarat)
2014-2015	Wednesday, September 30, 2015 at 11.00 a.m.	Block No. 33, Sacheta Udyognagar, Village : Mahiyal, Tal: Talod, Dist. Sabarkantha (Gujarat)

**DISCLOSURES**

Materially significant related party transactions

All the Related Party Transactions are forming part of the notes to the Balance Sheet. Other than those there was no materially significant related party transaction with its promoters, directors or the management, their subsidiaries or relatives etc. that had a potential conflict with the interest of the Company at large

**Details of non compliance by the Company, penalties, strictures imposed on the Company by the Stock Exchange or Securities and Exchange Board of India (SEBI) or any Authority on any matter related to capital markets during last three years:**

The Company has complied with various rules and regulations prescribed by the Stock Exchanges, SEBI and all other regulatory and statutory authorities relating to the capital markets during the year under report.

**CEO & CFO Certification;**

The company has obtained necessary certificate from the CEO/CFO as required under the listing Regulations.

**Risk Management:**

Senior Management and the Audit Committee are presented the result of risk assessment and residual risk by the Board who takes responsibility for total process of risk management in the organisation. The Management is accountable for the integration of risk management practice into the day to day activities.



**SHAREHOLDERS INFORMATION:**

The Company is registered in the State of Gujarat, India. The Corporate Identification Number (CIN) allotted to the Company by the Ministry of Corporate Affairs(MCA) is CIN: L27100GJ1990PLC013784

<b>Day, Date &amp; Time of AGM</b>	: Wednesday, 28 <sup>th</sup> September, 2016 at 11.00 a.m.
<b>AGM Venue</b>	: Block No. 33, Sacheta Udyognagar, Village : Mahiyal, Tal: Talod, Dist. Sabarkantha (Gujarat)
<b>Financial Year</b>	: April 1, 2015 to March 31, 2016
<b>Book Closure Dates</b>	: 23 <sup>rd</sup> September, 2016 to 28 <sup>th</sup> September, 2016 (Both days inclusive)

**Financial Calendar****Financial reporting (tentative)**

<b>Quarter ending Jun. 30, 2016 :</b>	<b>By 05<sup>th</sup> August, 2016</b>
<b>Half year ending Sep.30, 2016</b>	<b>By 05<sup>th</sup> November, 2016</b>
<b>Quarter ending Dec. 31, 2016 :</b>	<b>By 05<sup>th</sup> February, 2017</b>
<b>Year ending Mar.31, 2017 :</b>	<b>By 29<sup>th</sup> May, 2017</b>

**Dividend Payment Date:** From 28<sup>th</sup> September, 2016 and onwards but within 30 days from the date of AGM.

<b>Registered office &amp; Plant</b>	: Block No. 33, Sacheta Udyognagar, Village : Mahiyal, Tal: Talod, Dist. Sabarkantha (Gujarat)
<b>Compliance officer</b>	: Mr. A.R. Sunasara, Compliance Officer
<b>E-mail Address</b>	: <a href="mailto:sacheta@sacheta.com">sacheta@sacheta.com</a> ,
<b>Website address</b>	: <a href="http://www.sacheta.com">www.sacheta.com</a>

**SHARE HOLDING PATTERN AS ON 31.3.2016**

<b>Categories of Shareholders</b>	<b>Shareholding %</b>
Indian Promoters	69.66%
Private Corporate Bodies	03.05%
Indian Public	27.14%
NRIs/ OCBs	00.15%
Dematerialisation of Shares	The company's Equity shares are also in Dematerialization form with both NSDL and CDSL have ISIN Security Code No. INE433G01012.

**MEANS OF COMMUNICATIONS**

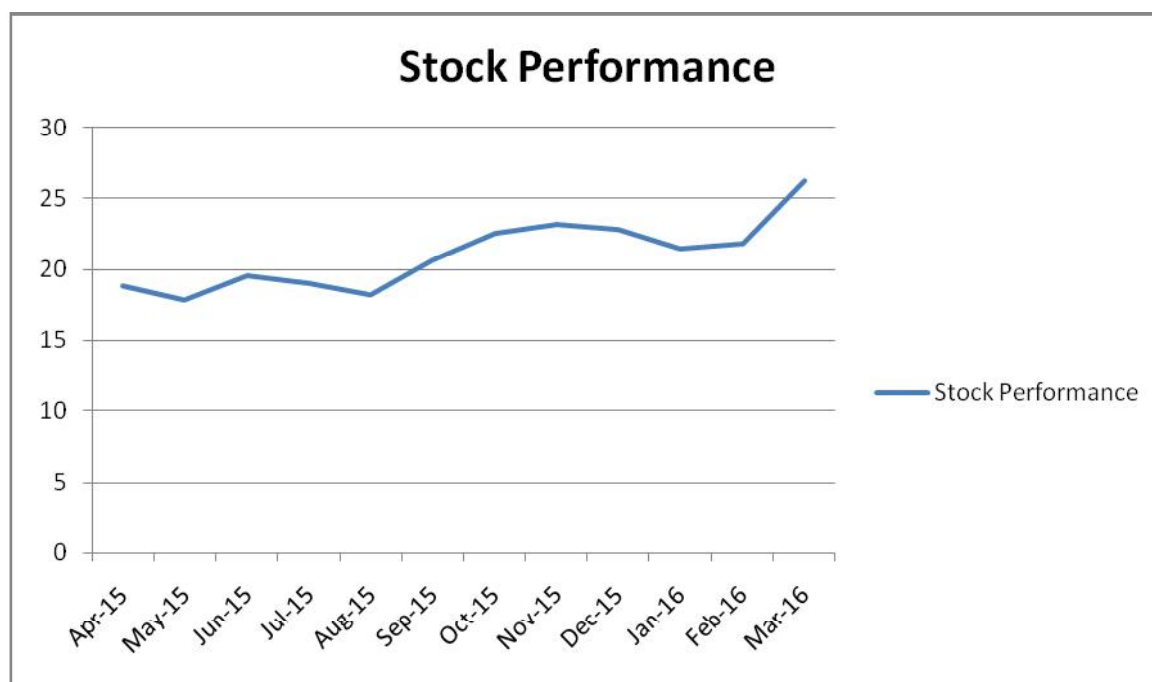
The Quarterly Results and other statutory publications are being normally published in 'Chanakya Ni-Pothi' (Gujarati) and 'The News line' (English).

<b>Listing Details:</b>	BSE, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001
<b>Stock Code:</b>	531869
<b>ISIN allotted to Equity Shares:</b>	INE433G01012

Note: Listing fees for the year 2016-2017 has been paid to BSE Ltd.

**Stock market price data for the year at BSE Ltd.**

Month	Open	High	Low	Close	No. of Shares
Apr 15	18.20	19.80	16.95	18.80	1,78,234
May 15	18.60	21.90	17.60	17.85	83,772
Jun 15	17.90	22.00	17.50	19.60	49,189
Jul 15	19.50	21.80	16.70	19.00	45,974
Aug 15	18.50	23.20	16.35	18.25	1,92,736
Sep 15	17.55	20.65	16.50	20.65	1,22,078
Oct 15	18.30	24.35	17.40	22.55	1,46,043
Nov 15	21.85	27.35	20.80	23.15	1,39,276
Dec 15	23.80	25.85	22.00	22.80	91,280
Jan 16	24.75	24.80	19.00	21.50	51,133
Feb 16	20.85	23.40	16.05	21.85	67,633
Mar 16	21.95	27.80	18.55	26.25	1,71,834

**Registrar and Transfer Agent:**

Purva Sharegistry India Pvt. Ltd., Unit: Sacheta Metals Limited, Gala No. 9, Shiv Shakti Industrial Estate, Sitaram Mill Compound, J R Boricha Marg, Mumbai – 400011

**Investors Services:**

Complaints received during the year is mentioned in Corporate Governance report.

**Sacheta Metals Limited.**  
**Form No. MGT - 9**  
**EXTRACT OF ANNUAL RETURN**  
**As on financial year ended on 31.03.2016**

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

<b>I. REGISTRATION &amp; OTHER DETAILS:</b>		
1	CIN	L27100GJ1990PLC013784
2	Registration Date	17 / 05 / 1990
3	Name of the Company	SACHETA METALS LIMITED
4	Category/Sub-category of the Company	Company having Share Capital
5	Address of the Registered office & contact details	Sacheta Udyog Nagar, Block No. 33, at: Mahiyal, Taluka: Talod, District: Sabarkantha, PIN: 383215
6	Whether listed company	Yes (Listed on BSE )
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Purva Sharegistry (India) Pvt. Ltd., Gala No. 9, Shivshakti Industrial Estate, Sitaram Mill Compound, J R Borcha Marg, Lower Parel(E), Mumbai 400011

<b>II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY</b>
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(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	Alluminium products	76011090	100%
2			
3			

<b>III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES</b>					
--	--	--	--	--	--

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Not Applicable	NA	NA	NA	NA

<b>IV. SHARE HOLDING PATTERN</b>
----------------------------------

(Equity share capital breakup as percentage of total equity)

A. Category-wise Shareholding									
Category of Shareholders	No. of Shares held at the beginning of the year 31-03-2015				No. of Shares held at the end of the year 31-03-2016				% of Change during the
	Demat	Physical	Total	% of Total TOTSHR	Demat	Physical	Total	% of Total TOTSHR	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
(g) Individuals/ HUF	9978477	0	9978477	52.68	10979329	0	10979329	57.97	5.28
(h) Central Govt	0	0	0	0	0	0	0	0	0
(i) State Govt(s)	0	0	0	0	0	0	0	0	0
(j) Bodies Corp.	0	0	0	0	0	0	0	0	0
(k) Banks / FI	0	0	0	0	0	0	0	0	0
(l) Any Other....									
* DIRECTORS	0	0	0	0	0	0	0	0	0
* DIRECTORS RELATIVES	2214137	0	2214137	11.69	2214137	0	2214137	11.69	0
* PERSON ACTING IN CONCERN	0	0	0	0	0	0	0	0	0
<b>Sub Total (A)(1):-</b>	<b>12192614</b>	<b>0</b>	<b>12192614</b>	<b>64.37</b>	<b>13193466</b>	<b>0</b>	<b>13193466</b>	<b>69.66</b>	<b>5.28</b>
<b>(2) Foreign</b>									
(a) NRI Individuals	0	0	0	0	0	0	0	0	0
(b) Other Individuals									
(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....									
<b>Sub Total (A)(2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>12192614</b>	<b>0</b>	<b>12192614</b>	<b>64.37</b>	<b>13193466</b>	<b>0</b>	<b>13193466</b>	<b>69.66</b>	<b>5.28</b>
<b>B. Public Shareholding</b>									
<b>(1) Institutions</b>									
(a) Mutual Funds	0	0	0	0	0	0	0	0	0
(b) Banks FI	0	0	0	0	0	0	0	0	0
(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 Funds	0	0	0	0	0	0	0	0	0
(f) Insurance Companies	0	0	0	0	0	0	0	0	0
(g) FIs	0	0	0	0	0	0	0	0	0
(h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
(i) Others (specify)									
* U.T.I.	0	0	0	0	0	0	0	0	0
* FINANCIAL INSTITUTIONS	0	0	0	0	0	0	0	0	0
* I.D.B.I.	0	0	0	0	0	0	0	0	0
* I.C.I.C.I.	0	0	0	0	0	0	0	0	0
* GOVERNMENT COMPANIES	0	0	0	0	0	0	0	0	0
* STATE FINANCIAL CORPORATION	0	0	0	0	0	0	0	0	0
* QUALIFIED FOREIGN INVESTOR	0	0	0	0	0	0	0	0	0
* ANY OTHER	0	0	0	0	0	0	0	0	0
* OTC DEALERS (BODIES CORPORATE)	0	0	0	0	0	0	0	0	0
* PRIVATE SECTOR BANKS	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(1):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>(2) Non-Institutions</b>									
(a) Bodies Corp.									
(i) Indian	812698	0	812698	4.29	576740	0	576740	3.05	-1.25
(ii) Overseas	0	0	0	0	0	0	0	0	0
(b) Individuals									
(i) Individual shareholders holding nominal share	1150693	59715	1210408	6.39	980900	59215	1040115	5.49	-0.9
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	3811763	0	3811763	20.13	3468062	0	3468062	18.31	-1.81
(c) Others (specify)									
* N.R.I. (NON-REPAT)	0	0	0	0	0	0	0	0	0
* N.R.I. (REPAT)	28018	0	28018	0.15	27643	0	27643	0.15	0
* FOREIGN CORPORATE BODIES	0	0	0	0	0	0	0	0	0
* TRUST	0	0	0	0	0	0	0	0	0
* HINDU UNDIVIDED FAMILY	807078	0	807078	4.26	601254	0	601254	3.17	-1.09
* EMPLOYEE	0	0	0	0	0	0	0	0	0
* CLEARING MEMBERS	77421	0	77421	0.41	32720	0	32720	0.17	-0.24
* DEPOSITORY RECEIPTS	0	0	0	0	0	0	0	0	0
* OTHER DIRECTORS & RELATIVES	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(2):-</b>	<b>6687671</b>	<b>59715</b>	<b>6747386</b>	<b>35.63</b>	<b>5687319</b>	<b>59215</b>	<b>5746534</b>	<b>30.34</b>	<b>-5.28</b>
<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	<b>6687671</b>	<b>59715</b>	<b>6747386</b>	<b>35.63</b>	<b>5687319</b>	<b>59215</b>	<b>5746534</b>	<b>30.34</b>	<b>-5.28</b>
<b>C. TOTSHR held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>GrandTotal(A + B + C)</b>	<b>18880285</b>	<b>59715</b>	<b>18940000</b>	<b>100</b>	<b>18880785</b>	<b>59215</b>	<b>18940000</b>	<b>100</b>	<b>0</b>
Other	0	0	0	0	0	0	0	0	0

B. Shareholding of Promoters								
Sl No.	ShareHolder's Name	ShareHolding at the beginning of the 31-03-2015			Shareholding at the end of the year 31-03-2016			% change in share holding 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	SATISHKUMAR KESHAVLAL SHAH	4080716	21.55	0	4918006	25.97	0	4.42
2	CHETNABEN SATISHKUMAR SHAH	3537708	18.68	0	3700470	19.54	0	0.86
3	ANKIT SATISHKUMAR SHAH	2310053	12.2	0	2310853	12.2	0	0
4	SHALINI ANKIT SHAH	50000	0.26	0	50000	0.26	0	0

C. Change in Promoter's Shareholding:						
Sl No.		ShareHolding at the 31-03-2015		Cumulative Shareholding 31-03-2016		Type
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	
1	SATISHKUMAR KESHAVLAL SHAH	4080716	21.55			
	17/04/2015	67740	0.36	4148456	21.9	Buy
	01/05/2015	24082	0.13	4172538	22.03	Buy
	08/05/2015	13578	0.07	4186116	22.1	Buy
	29/05/2015	1	0	4186117	22.1	Buy
	05/06/2015	26650	0.14	4212767	22.24	Buy
	12/06/2015	2696	0.01	4215463	22.26	Buy
	19/06/2015	9700	0.05	4225163	22.31	Buy
	26/06/2015	7716	0.04	4232879	22.35	Buy
	30/06/2015	866	0	4233745	22.35	Buy
	03/07/2015	3490	0.02	4237235	22.37	Buy
	10/07/2015	2991	0.02	4240226	22.39	Buy
	17/07/2015	2787	0.01	4243013	22.4	Buy
	31/07/2015	6528	0.03	4249541	22.44	Buy
	11/09/2015	197012	1.04	4446553	23.48	Buy
	23/09/2015	27214	0.14	4473767	23.62	Buy
	09/10/2015	67268	0.36	4541035	23.98	Buy
	13/11/2015	110141	0.58	4651176	24.56	Buy
	04/12/2015	78790	0.42	4729966	24.97	Buy
	25/12/2015	33680	0.18	4763646	25.15	Buy
	31/12/2015	25627	0.14	4789273	25.29	Buy
	12/02/2016	56711	0.3	4845984	25.59	Buy
	19/02/2016	655	0	4846639	25.59	Buy
	04/03/2016	20512	0.11	4867151	25.7	Buy
	11/03/2016	31331	0.17	4898482	25.86	Buy
	18/03/2016	19524	0.1	4918006	25.97	Buy
	31/03/2016			4918006	25.97	



SI No.		ShareHolding at the 31-03-2015		Cumulative Shareholding 31-03-2016		Type
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	
2	CHETNABEN SATISHKUMAR SHAH	3537708	18.68			
	10/04/2015	56183	0.3	3593891	18.98	Buy
	17/04/2015	15392	0.08	3609283	19.06	Buy
	24/04/2015	42506	0.22	3651789	19.28	Buy
	01/05/2015	3505	0.02	3655294	19.3	Buy
	08/05/2015	17446	0.09	3672740	19.39	Buy
	15/05/2015	11219	0.06	3683959	19.45	Buy
	22/05/2015	13087	0.07	3697046	19.52	Buy
	29/05/2015	2461	0.01	3699507	19.53	Buy
	17/07/2015	463	0	3699970	19.54	Buy
	10/09/2015	500	0	3700470	19.54	Buy
	31/03/2016			3700470	19.54	
3	ANKIT SATISHKUMAR SHAH	2310053	12.2			
	04/10/2015	800	0	2310853	12.2	Buy
	31/03/2016			2310853	12.2	
4	SHALINI ANKIT SHAH	50000	0.26			
	31/03/2016			50000	0.26	

**D. Shareholding Pattern of top ten Shareholders:**

SI No.		ShareHolding at the 31-03-2015		Cumulative Shareholding 31-03-2016		Type
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	
1	ESKAY ALUMINIUM PVT LTD	394456	2.08			
	10/04/2015	800	0	395256	2.09	Buy
	31/03/2016			395256	2.09	
2	JYOTSNA C SHAH	253630	1.34			
	31/03/2016			253630	1.34	
3	CHANDRAKANT M SHAH	205000	1.08			
	31/03/2016			205000	1.08	
4	KAMLESH ISHWARLAL GANDHI	135950	0.72			
	31/03/2016			135950	0.72	
5	ARVINDKUMAR KODARLAL SHAH - HUF	110000	0.58			
	31/03/2016			110000	0.58	
6	TEJAS ISHVERLAL GANDHI	105000	0.55			
	31/03/2016			105000	0.55	
7	SONALI HARDIK SHAH	102000	0.54			
	31/03/2016			102000	0.54	
8	MALESH VIJAYKUMAR VAKHARIA	100000	0.53			
	31/03/2016			100000	0.53	
9	VISHAL RAMESHCHANDRA SHAH	100000	0.53			
	31/03/2016			100000	0.53	
10	SHAILESH KACHRALAL SHAH	100000	0.53			
	31/03/2016			100000	0.53	

**E. Shareholding of Directors and Key Managerial Personnel:**

SI No.		Shareholding at the 31-03-2015		Cumulative Shareholding 31-03-2016		Type
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	
1	PRANAV SATISHKUMAR SHAH	2019437	10.66			
	31/03/2016			2019437	10.66	
2	HIRAL DHARMESH SHAH	194700	1.03			
	31/03/2016			194700	1.03	

**V. INDEBTEDNESS**

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

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	1,283.49	-	-	1,283.49
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>1,283.49</b>	<b>-</b>	<b>-</b>	<b>1,283.49</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition	410.40	-	-	410.40
* Reduction	-	-	-	-
<b>Net Change</b>	<b>410.40</b>	<b>-</b>	<b>-</b>	<b>410.40</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	1,693.89	-	-	1,693.89
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>1,693.89</b>	<b>-</b>	<b>-</b>	<b>1,693.89</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount (Rs./Lac)
		Name Designation	Satish K Shah Mg Director	Chetnaben S Shah Jt.Mg. Director	Ankit S Shah Executive Director	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,60,000	1,80,000	3,00,000	2,40,000	10,80,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961					-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961					-
2	Stock Option					-
3	Sweat Equity					-
4	Commission					-
	- as % of profit					-
	- others, specify					-
5	Others, please specify					-
	<b>Total (A)</b>	<b>3,60,000</b>	<b>1,80,000</b>	<b>5,40,000</b>	<b>2,40,000</b>	<b>10,80,000</b>
	Ceiling as per the Act	24,00,000	24,00,000	24,00,000	24,00,000	

## B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors	Total Amount (Rs/Lac)
		None of the Other Directors is paid any remuneration	

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

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount (Rs/Lac)
		Name	Satish K Shah, MD	D K Patel	None
		Designation	CEO	CFO	CS
1	Gross salary		360000	180000	540000
	(a) Salary as per provisions contained in section 17(1) of the Income tax Act, 1961				-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961				-
2	Stock Option				-
3	Sweat Equity				-
4	Commission - as % of profit - others, specify				-
5	Others, please specify				-
	Total		3,60,000	1,80,000	-

## VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					Not Applicable
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					Not Applicable
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					Not Applicable

## Annexure-III to Directors' Report

Form No. AOC-2

(Pursuant to clause (h) of subsection (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements enter into by the company with related parties referred to in subsection (1) of section 188 of the companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contracts or arrangement or transactions not at arm's length basis: N.A.
2. Details of material contracts or arrangement or transactions at arm's length basis:

Name(s) of related party and nature of relationship	Nature of contracts/arrangement/transactions
PDR Casting Industries	Rent
Pranav Trading Co	Rent
Eskay Aluminium Pvt Ltd	Rent
Sacheta International	Rent
Suryoday Trading Co.	Rent/Commission

c) Duration of contract/arrangement/transactions: On-going

d) Salient terms of the contracts or arrangements or transactions including the value, if any: NIL

e) Date(s) of approval by the Board, if any: Not applicable, since the contract was entered into in the ordinary course of business and on arm's length basis.

f) Amount paid as advances, if any: N.A.

## Annexure IV to Directors report

### Report on Conservation of energy, Technology adsorption and Foreign Exchange Earnings & Outgo:

#### A. CONSERVATION OF ENERGY

##### (i) Steps taken or impact on conservation of energy:

The employees engaged in process, production, general maintenance undertake activities which are aimed at improvements in following areas.

- ∞ Energy conservation
- ∞ Capacity utilization
- ∞ Improvement in safety
- ∞ Maintenance and reliability in plant.

##### (ii) Steps taken by the company for utilizing alternate sources of energy:

The company has installed Gas Pipe Line as alternate sources of energy. The company is planning to set up solar plant at factory as an alternate source of energy.

##### (iii) Capital investment on energy conservation equipments:

The company has made capital investment of Rs.969966/ in Gas Pipe Line Project during the year 2014-15.

Total energy consumption and energy consumption per unit of production is mentioned herein below:

Sr No.	Particulars	2015-16	2014-15
<b>POWER AND FUAL CONSUMPTION:</b>			
1	A-Purchase of GEB Units	2299729	2400494
	Total Amount ..... Rs	19066114	19683145
	Rate / Unit ..... Rs	8.29	8.20
	B- Own Generation Unit	0	0
2	Coal (Grade C & D) and Lignite:		
	Coal ..... Kg	409523	669328
	Total Amount ..... Rs	3079205	5432891
	Rate / Unit ..... Rs	13.30	8.12
3	Furnance Oil in Ltr	144360	148850
	Total Amount ..... Rs	3046322	5401200
	Rate / Unit ..... Rs	21.10	36.29
4	Fire Wood in Kg	48595	102535
	Total Amount ..... Rs	215260	428145
	Rate / Unit ..... Rs	4.43	4.18
5	Gas in MMBTU	1392.14	0
	Total Amount ..... Rs	1415898	0
	Rate / Unit ..... Rs	1017.07	0
6	Details of consumptions per unit of production		
		<b>2015-16</b>	<b>2014-15</b>
	Energy	Consumption Total Units	Consumption Units
		Consumption per unit (Qt in MT) Production	Consumption per unit (Qt in MT) Production
	1 Electricity-unit	2299729	680.89
	2 Coal & Lignite Kg	409523	121.39
	3 Furnance Oil Ltr	124750	36.94
	4 Fire Wood Kg	48595	14.39
	5 Gas in MMBTU	1392.14	0.41
			2400494
			669328
			148850
			102535
			0
			564.76
			157.47
			35.02
			24.12
			0

#### B. Technology Absorption:

- (i) The technology adopted is indigenous and hence there is no question of absorption of Technology.

## CEO AND CFO CERTIFICATION

We have reviewed the financial statements and cash flow statement for the year ended 31st March, 2016 and to the best of our knowledge and belief:

- a) That :
- I these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - II 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) That to the best of our knowledge and belief no transactions entered into by the Company during the year ended 31st March, 2016 are fraudulent, illegal or violative of the Company's code of conduct,
- c) We are responsible for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- d) That:
- I) There has not been any significant change in internal control over financial reporting during the year under reference;
  - ii) There has not been any significant change in accounting policies during the year except as has been disclosed in the notes to the financial statements: and
  - iii) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place :Mahiyal,  
Date :May 28,2016

Ankit S Shah  
Executive Director

D K Patel  
Chief Financial Officer



**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2016**  
**[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,  
Sacheta Metals Limited  
Sacheta Udyognagar,  
Mahiyal, Talod,  
Gujarat

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

Based on my verification of the 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 2016, 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 2016 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 External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition Of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

**OTHER APPLICABLE LAWS:**

- (I) The Environment (Protection) Act, 1986.
- (II) The Water (Prevention and Control of Pollution) Act, 1974.
- (III) The Air (Prevention and Control of Pollution) Act, 1981.
- (IV) Hazardous Wastes (Management & Handling) Rules, 2008.

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 SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

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

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

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

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

**Navnit Padia**  
**Company Secretary**  
**FCS No. 1778**  
**CP No. 14641**  
**1<sup>st</sup> August, 2016**

## INDEPENDENT AUDITORS' REPORT

To,  
The Members,  
Sacheta Metals Limited,

### Report on the Financial Statements

We have audited the accompanying financial statements **Sacheta Metals Limited** which comprise the Balance Sheet as at 31 March 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

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

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

**Opinion**

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

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;
- b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

**Report on other Legal and Regulatory Requirements**

- (1) As required by the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in terms of section 143 of the Act, we give in the Annexure 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.
  - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of written representations received from the directors as on March 31, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the other matters included in the Auditor's Report and to our best of our information and according to the explanations given to us :
    - i. The Company has preferred an appeal against order of VAT Department for Financial Year 2008-09 for demand of Rs. 43,55,009. Against this demand the company has deposited VAT /CST of Rs. 690124 and submitted bank guarantee of Rs. 1025000. However no provision for said liability is made in books of account. Except this there has not been any pending litigation.
    - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses
    - iii. There were no amounts which required to be transferred. to the Investor Education and Protection Fund by the Company.

Place: Ahmedabad

Date: May 28, 2016

**For R.R.Mandali & Co.**

Chartered Accountants

(FRN 114223W)

**(R. R. Mandali)**

**Proprietor**

**M.No.033118**

**The Annexure referred to in paragraph 1 of the Our Report of even date to the members of Sacheta Metals Limited, on the accounts of the company for the year ended 31<sup>st</sup> March, 2016.**

On the basis of such checks as we considered appropriate and in terms of information and explanations given to us, we state that:

- I.
  - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b. We have been informed that, the fixed assets have been physically verified by the Management at reasonable intervals. In our opinion, the frequency of verification is reasonable with regard to the size of the company and nature of assets. According to information and explanations given to us by the management, no material discrepancy was noticed on such verification.
  - c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deed of immovable properties are held in name of company.
- II.
  - a. The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
  - b. The procedure of physical verification of inventories followed by the management is reasonable and adequate in relation to the size of the company and the nature of its business.
  - c. The company is maintaining proper records of inventory. The discrepancies noticed on verification between physical stocks and book records were not material.
- III. The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act.
- IV. According to the information and explanation given to us, in our opinion the company has complied with provisions of Section 185 and 186 of the Companies Act with respect to loan and investment made
- V. According to the information and explanation given to us, the company has not accepted the any deposits from the public hence clause 3(v) of companies (auditor's Report) order 2016 is not applicable.
- VI. According to the information and explanation given to us the central government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 in respect of the product dealt with by the company.
- VII.
  - (a) According to the information and explanation given to us and record examined by us, the undisputed statutory dues such as income tax and other dues have been regularly deposited with the appropriate authorities. There are no arrears of statutory dues for a period of more than six months.
  - (b) According to the information and explanation given to us there are no disputed dues pending before the authorities in respect of income tax and other statutory dues except against Gujarat VAT Department - The Company has preferred an appeal against order of VAT Department for Financial Year 2008-09 for demand of Rs. 43,55,009. Against this demand the company has deposited VAT /CST of Rs. 690124 and submitted bank guarantee of Rs. 1025000
- VIII. According to the records made available to us and information and explanation given to us by the management, in our opinion the company has not defaulted in repayment of dues to a bank or financial institution.
- IX. The company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year hence clause 3(ix) of companies (auditor's Report) order 2016 is not applicable.



- X. According to the information and explanation given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during course of our audit.
- XI. According to the information and explanation given to us and based on our examination of the records of the company, the company has paid managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- XII. According to the information and explanation given to us the company is not a nidhi company hence clause 3(xii) of companies (auditor's Report) order 2016 is not applicable.
- XIII. According to the information and explanation given to us and based on our examination of the records of the company, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements, as required by the applicable accounting standards.
- XIV. According to the information and explanation given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year hence clause 3(xiv) of companies (auditor's Report) order 2016 is not applicable.
- XV. According to the information and explanation given to us and based on our examination of the records of the company, the company has not entered into non cash transactions with directors or persons connected with him hence clause 3(xv) of companies (auditor's Report) order 2016 is not applicable.
- XVI. The company is not required to be registered under section 45-IA of Reserve Bank of India Act 1934.

**Place: Ahmedabad**

**Date: May 28, 2016**

**For R.R.Mandali & Co.**

Chartered Accountants

(FRN 114223W)

**(R. R. Mandali)**

**Proprietor**

**M.No.033118**

**BALANCE SHEET AS AT MARCH 31, 2016**

Particulars	Note No.	As at March 31, 2016	As at March 31, 2015
<b>A. EQUITY AND LIABILITIES :</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	2	18,94,00,000	18,94,00,000
(b) Reserves and Surplus	3	8,70,94,646	8,63,55,651
<b>(2) Share application money pending allotment</b>		--	--
<b>(3) Non-Current Liabilities</b>			
(a) Defereed Tax Liabilities	4	31,28,148	43,70,810
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings	5	16,13,93,859	11,56,68,022
(b) Trade payables	6	11,48,93,633	14,35,19,524
(c) Other current liabilities	7	80,37,235	1,27,08,204
(d) Short-term provisions	8	72,28,254	69,47,886
<b>Total</b>		<b>57,11,75,775</b>	<b>55,89,70,097</b>
<b>B.ASSETS :</b>			
<b>(1) Non-current assets</b>			
(a) <i>Fixed assets:</i>	9		
(i) Tangible assets		11,56,20,793	13,33,72,568
(b) Non-current investments	10	5,900	5,900
(c) Long term loans and advances	11	2,56,06,539	3,61,51,404
<b>(2) Current assets</b>			
(a) Current investments		--	--
(b) Inventories	12	13,90,73,473	12,03,51,834
(c) Trade receivables	13	18,70,48,874	15,92,38,716
(d) Cash and cash equivalents	14	4,02,32,348	2,33,39,459
(e) Short-term loans and advances	15	6,09,47,513	8,52,80,619
(f) Other current assets	16	26,40,336	12,29,597
<b>Total</b>		<b>57,11,75,775</b>	<b>55,89,70,097</b>
<b>Notes Forming Part of Financial Statements</b>	<b>1</b>		

The accompanying Notes are an integral part of Financial Statements.

As per our report of even date attached.

**For R R MANDALI & CO.**

Chartered Accountants

[ Firm Reg. No. 114223W ]

For And on behalf of the Board

**R.R.MANDALI**

[ Proprietor ]

M.No. 33118

Place : Ahmedabad

Dated : May 28,2016

**SATISH K. SHAH**

[ Managing Director ]

DIN : 00237283

**CHETNABEN S. SHAH**

[Jt. Managing Director]

DIN : 00237410

**PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED MARCH 31, 2016**

Particulars	Note No.	As at March 31, 2016	As at March 31, 2015
1. Revenue from operations	17	50,41,56,759	67,97,42,794
2. Other Income	18	13,75,366	14,88,899
<b>3. Total Revenues (1+2)</b>		<b>50,55,32,125</b>	<b>68,12,31,693</b>
<b>4. Expenses:</b>			
a) Cost of materials consumed	19	36,19,14,869	52,40,95,869
b) Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	20	-3,32,43,317	-44,81,905
c) Employee benefit expense	21	2,07,18,319	1,81,90,670
d) Financial costs	22	54,51,780	63,00,914
e) Depreciation and amortization expense		2,10,70,308	2,55,17,192
f) Other expenses	23	12,29,27,953	10,63,75,198
<b>Total Expenses</b>		<b>49,88,39,913</b>	<b>67,59,97,938</b>
<b>5. Profit / (Loss) Before Exceptional Items ( 3-4)</b>		<b>66,92,212</b>	<b>52,33,756</b>
<b>6. Exceptional Items/ Extra ordinary Items</b>		--	--
<b>7. Profit /(Loss) before tax (5+6)</b>		<b>66,92,212</b>	<b>52,33,756</b>
<b>8. Tax expense:</b>			
(a) Current tax		37,76,505	35,25,201
(b) Deferred tax		-12,42,662	-17,28,892
<b>Total Tax Expense</b>		<b>25,33,843</b>	<b>17,96,309</b>
<b>9. Profit /(Loss) for the year for Appropriation ( 8-9)</b>		<b>41,58,369</b>	<b>34,37,447</b>
<b>Net Profit/Loss For the Year</b>			
10. Earning per equity share: ( Face Value Rs. 10)			
(1) Basic		0.22	0.18
(2) Diluted		0.22	0.18
Notes Forming Part of Financial Statements	1		

The accompanying Notes are an integral part of Financial Statements.

As per our report of even date attached.

**For R R MANDALI & CO.**  
Chartered Accountants  
[ Firm Reg. No. 114223W ]

For And on behalf of the Board

**R.R.MANDALI**  
[ Proprietor ]  
M.No. 33118  
Place : Ahmedabad  
Dated : May 28,2016

**SATISH K. SHAH**  
[ Managing Director ]  
DIN : 00237283

**CHETNABEN S. SHAH**  
[Jt. Managing Director]  
DIN : 00237410

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**NOTES FORMING PART OF FINANCIAL STATEMENTS**


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**Note 1 : SIGNIFICANT ACCOUNTING POLICIES :****(1) Basis of Preparation of Financial Statements. :**

- (a) The financial statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principles and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India and referred to Section 129 & 133 of the companies Act, 2013.
- (b) The Company generally follows mercantile system of accounting and recognizes significant items of income and expenditure on accrual basis.

**(2) Fixed Assets :**

- (a) All the fixed assets of the Company as on 16<sup>th</sup> April, 1994 had been revalued. The original cost of these assets is replaced by revalued amount.
- (b) Other fixed assets , acquired after 16-04-94 are stated at their original cost.

**(3) Depreciation :**

Depreciation has been provided based on life assigned to each asset in accordance with Schedule II of the Companies Act, 2013.

**(4) Investments :**

Investments are stated in the books at cost.

**(5) Inventories :**

Inventories are valued at cost or market price whichever is lower.

**(6) Treatment of retirement benefits :**

Retirement benefits are recorded on cash basis.

**(7) Revenue Recognition :**

Revenue Income is accounted on accrual basis.

**(8) Deferred Tax Assets / (Liabilities)**

	Current Year	Previous Year	Net Effect
Depreciation Unabsorbed Dep	(31.28)	(43.71)	12.43

- (9) There was no impairment loss on fixed assets on the basis of review carried out by the Management in accordance with AS –28 issued by the Institute of Chartered Accountants of India.

## NOTES FORMING PART OF FINANCIAL STATEMENTS

Particulars	As at	
	March 31, 2016	March 31, 2015

**Note - 2 : Share Capital**

a. The Authorised, Issued, Subscribed and fully paid up share capital are as follows:

**Authorised Share Capital**

2,50,00,000 Equity Shares of ' 10/- Each (P.Y. 2,50,00,000)	25,00,00,000	25,00,00,000
	<b>25,00,00,000</b>	<b>25,00,00,000</b>

**Issued, Subscribed & Paid up Share Capital**

1,89,40,000 Equity Shares of ' 10/- Each	18,94,00,000	18,94,00,000
--	--------------	--------------

4485000 Shares Issued During the Year 2011-12

6562500 Shares Incl 107500 Forfeited Shares issued on Preferential Basis During 2010-2011

2661700 Shares issued on Preferential Basis during the year 2007-08

<b>Total</b>	<b>18,94,00,000</b>	<b>18,94,00,000</b>
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b. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	31st March, 2016		31st March, 2015	
	Number	AMOUNT	Number	AMOUNT
Shares outstanding at the beginning of	1,89,40,000	18,94,00,000	1,89,40,000	18,94,00,000
Add: Shares Issued during the year				
Re issue of Forfeited Shares	--	--	--	--
Issued and allotted on Preferential	--	--	--	--
Less: Shares bought back during the year	--	--	--	--
Shares outstanding at the end of the year	1,89,40,000	18,94,00,000	1,89,40,000	18,94,00,000

c. Terms / Rights attached to equity shares

The Company has Equity Shares having a par value of Rs. 10 per share. Each holder of Equity Share is entitled to one vote per share.

d. Shares in the company held by each shareholder holding more than 5 percent shares specifying the number of shares held

	As at 31 March 2016		As at 31 March 2015	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mr Satish K Shah	4918006	25.96	4080716	21.55
Mrs. Chetnaben S Shah	3700470	19.53	3537708	18.68
Mr. Ankit S Shah	2310053	12.2	2310053	12.2
Mr. Pranav S Shah	2019437	10.66	2019437	10.66

## NOTES FORMING PART OF FINANCIAL STATEMENTS

Particulars	As at March 31, 2016	As at March 31, 2015
<b>Note - 3 : Reserves &amp; Surplus</b>		
<b>a. Capital Reserves</b>		
Opening Balance	11,99,190	11,99,190
(+) Current Year Transfer	--	--
(-) Written Back in Current Year	--	--
<b>Closing Balance</b>	<b>11,99,190</b>	<b>11,99,190</b>
<b>b. Securities Premium Account</b>		
Opening Balance	6,75,78,750	6,75,78,750
Add : Securities premium credited on Share issue	--	--
<u>Less : Premium Utilised</u>	--	--
<b>Closing Balance</b>	<b>6,75,78,750</b>	<b>6,75,78,750</b>
<b>C. General Reserve</b>		
Opening Balance	69,24,401	69,24,401
Add : Current Year	--	--
<u>Less : Utilised</u>	--	--
<b>Closing Balance</b>	<b>69,24,401</b>	<b>69,24,401</b>
<b>D. Deficit/ Surplus in the Statement of Profit and Loss</b>		
Opening balance	1,06,53,307	1,09,60,047
(+/-) Net Profit/ Loss For the current year	7,38,999	14,762
Less: Adjustment for Depreciation	--	3,21,499
<b>Closing Balance</b>	<b>1,13,92,306</b>	<b>1,06,53,310</b>
Profit after Tax for the year	41,58,369	34,37,447
Less :	--	--
a) Proposed Dividend	28,41,000	28,41,000
b) Dividend Distribution Tax	5,78,370	5,81,685
c) General Reserve ( Min 2.5% of Profit after Tax )	-	--
Profit & Loss Account (Surplus)	7,38,999	14,762
<b>Total</b>	<b>8,70,94,647</b>	<b>8,63,55,651</b>
<b>Note - 4 : Deferred Tax Liabilities :</b>		
<b>Deferred Tax Calculation</b>	<b>2015-16</b>	<b>2014-15</b>
WDV As Per IT	105497336	119227552
WDV As Per Companies Act	115620793	133372568
Deferred Tax Liability	<b>(1,01,23,457)</b>	<b>(1,41,45,016)</b>
Prior Period Exps (Net of Income)	-	-
Net Deffered Tax Liability	<b>-10123457</b>	<b>-14145016</b>
<b>TAX RATE</b>	0.3090	0.3090
Deferred Tax Liability	<b>(31,28,148)</b>	<b>(43,70,810)</b>
Balance As Per Account	4370810	6099702
Deferred Tax Liability	3128148	4370810
<b>Deferred Tax Income</b>	<b>12,42,662</b>	<b>17,28,892</b>

## NOTES FORMING PART OF FINANCIAL STATEMENTS

Particulars	As at March 31, 2016	As at March 31, 2015
<b>Note - 5 : Short Term Borrowings</b>		
<b>(A) Secured :</b>		
HDFC Bank OD (Against Fixed Deposit)	--	23,51,480
HDFC Car Loan	4,90,932	7,75,000
Buyers Credit (Against Fixed Deposit)	6,52,50,067	96,05,227
Cash Credit	--	2,30,13,273
Packing Credit	9,56,52,860	7,99,23,042
<b>Total</b>	<b>16,13,93,859</b>	<b>11,56,68,022</b>
<p>Note : - (Working Capital Advances from SBI Mumbai are secured by HYPOTHECATION / PLEDE OF Companies entire Goods. Movable &amp; other Assets Such as book Debts Outstanding Monies, Receivable, claims. Bills. Invoice, Documetns, Contracts, Securities, Investments, &amp; Rights all presents and future secured by : 1.Equitable Mortgage of Company's factory, C &amp; B at block No. 33, Village Mahiyal. Talod (2) Hypothecation of Entire movable Machinery of the Company ). Mr. S.K.Shah &amp; Mrs. C.S.Shah, directors of Company gave personal Guarantee.</p>		
<b>Note - 6 : Trade Payables</b>		
Sundry Creditors - Clients	6,37,90,133	9,85,37,690
Sundry Creditors - Expenses	2,89,33,732	1,47,95,012
Sundry Creditors - Capital Goods	15,99,232	35,56,566
Advance Recd for Goods	2,05,70,536	2,58,66,147
Sundry Creditors - Others	--	7,64,109
<b>Total</b>	<b>11,48,93,633</b>	<b>14,35,19,524</b>
<b>Note - 7 : Other Current Liabilities</b>		
(a) Statutory Liabilities	42,166	27,577
(b) Current Maturity of Long Term Debt	--	--
** Term Loan from SBI repaid in the month of May - 12	--	--
(c) Foreign LC	79,95,069	1,26,80,627
<b>Total</b>	<b>80,37,235</b>	<b>1,27,08,204</b>
<b>Note - 8 : Short Term Provisions</b>		
<b>(a) Provision for employee benefits</b>		
Salary & Reimbursements	--	--
<b>(b) Others</b>		
Provision for Income Tax	37,76,505	35,25,201
Provision for Proposed Dividend	28,41,000	28,41,000
Provision for Dividend Distribution Tax	5,78,370	5,81,685
Provision for Other Expenses	32,379	--
<b>Total</b>	<b>72,28,254</b>	<b>69,47,886</b>



## NOTES FORMING PART OF FINANCIAL STATEMENTS

## Note - 9 : FIXED ASSETS

S.N.	Descriptions	GROSS BLOCK				DEPRECIATION					NET BLOCK	
		Balance as on 01/04/2015	Addition during the year	Deduction during the year	Total Balance as 31-03-16	Open. Balance of Depreciation	Depreciation during the year	Written Off to be transferred to P&L	Adjustment during the year	Total depreciation For the Year	As on 31/03/16	As on 31/03/15
1.	Land	5518455	--	--	5518455	--	--	--	--	--	5518455	5518455
2.	Building	36953783	1467048	--	38420831	15959581	2489732	--	--	18449313	19971518	20994202
3.	Plant & Machinery	212143551	2978667	1605108	213517110	110041009	16960263	76067	38028	126963244	86477799	102062766
4.	Dies & Tools	6330046	106740	--	6436786	5466869	177280	--	--	5644149	792637	863177
5.	Other Fixed Assets	2482540	--	--	2482540	1547719	323462	5867	--	1871181	605492	928954
6.	Furniture & Fittings	1157368	212998	--	1370366	868133	121869	--	--	990002	380364	289235
7.	Vehicles	5815559	28560	--	5844119	3021061	841085	239565	--	3862146	1742408	2518644
8.	Computers	1830879	91600	--	1922479	1633744	156615	--	--	1790359	132120	197135
	<b>TOTAL</b>	<b>272232181</b>	<b>4885613</b>	<b>1605108</b>	<b>275512686</b>	<b>138538116</b>	<b>21070306</b>	<b>321499</b>	<b>38028</b>	<b>159570394</b>	<b>115620793</b>	<b>133372568</b>
	PREVIOUS YEAR	266792305	18402081	12962205	272232181	125851797	25517192	321499	12830873	138538116	133372568	140940510

Particulars	As at March 31, 2016	As at March 31, 2015
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## Note - 10 : Non-current investments

## Unquoted Shares

Shares of Talod Nagrik Sahkari Bank ( 236 No. of Shares of Rs. 25/- each)	5900	5900
--	------	------

**Total****5,900**      **5,900**

## Note - 11 : Long-term Loans and advances

## a. Security Deposits

Unsecured, considered good	2,53,06,539	3,49,51,404
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## b. Balance with Tax Authorities

Advance Income Tax	3,00,000	12,00,000
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**Total****2,56,06,539**      **3,61,51,404**

## Note - 12 : Inventories

## Stock in Trade Account

(As taken, valued and certified by the Management)

Stores & Spares	35,32,069	26,30,900
Raw Material	6,11,50,953	7,65,73,800
Finished Goods	7,43,90,451	4,11,47,134
<b>Total</b>	<b>13,90,73,472</b>	<b>12,03,51,834</b>

Note : Inventories are valued at Cost or Market Value Whichever is lower.

## NOTES FORMING PART OF FINANCIAL STATEMENTS

Particulars	As at March 31, 2016	As at March 31, 2015
<b>Note - 13 : Trade Receivables</b>		
<b>Unsecured, considered good unless stated otherwise</b>		
Outstanding for a period exceeding six months from the date they are due for payment		
-considered good	4,48,91,730	3,53,59,958
-considered doubtful	--	--
<b>Sub-total</b>	<b>4,48,91,730</b>	<b>3,53,59,958</b>
Others	--	--
-considered good	14,21,57,144	12,38,78,758
Provision for doubtful receivables		
<b>Total</b>	<b>18,70,48,874</b>	<b>15,92,38,716</b>
<b>Note - 14 : Cash and bank balances</b>		
a. Cash on hand	11,57,645	7,98,783
b. Balances with Banks	--	--
In Current Account	59,24,378	8,11,656
Balances held as margin money deposits against guarantees	10,25,000	10,25,000
Balances held as margin money against borrowings	3,21,25,325	2,07,02,618
Amount with Non-scheduled Bank	--	1,402
	<b>3,90,74,703</b>	<b>2,25,40,676</b>
<b>Total</b>	<b>4,02,32,348</b>	<b>2,33,39,459</b>
<b>Note - 15 : Short term loans and advances</b>		
<b>Unsecured :</b>		
Discount Receivables	--	--
Advances for Expenses	1,33,65,762	73,32,708
Advances for Goods	26,83,526	1,36,26,787
Other Advances	41,000	47,21,000
Advances for capital goods	1,48,987	2,23,987
Advance with Authority	4,47,08,238	5,93,76,137
<b>Total</b>	<b>6,09,47,513</b>	<b>8,52,80,619</b>
<b>Note :</b> Advance with Tax Authority is inclusive of TDS Receivable for the Respective Years		
<b>Note - 16 : Other Current Assets</b>		
Interest Accrued On Deposit	23,56,575	10,23,103
Prepaid Expenses	2,83,761	2,06,489
Misc Expenses not Written off	--	--
<b>Total</b>	<b>26,40,336</b>	<b>12,29,592</b>

## NOTES FORMING PART OF FINANCIAL STATEMENTS

Particulars	Note No.	As at March 31, 2016	As at March 31, 2015
<b>Note - 17 : Revenue from Operations</b>			
<b>Income From Operation</b>			
Export Sales		38,49,36,331	43,16,96,233
Local Sales		10,98,00,842	23,14,03,070
Less : Excise Duty **		--	--
<b>A</b>		<b>49,47,37,173</b>	<b>66,30,99,303</b>
Export / License / DEPB Incentive		67,86,129	1,11,06,276
Discount Income		--	31,84,824
Interest on Incidental Fixed Deposit		26,33,457	23,52,391
<b>B</b>		<b>94,19,586</b>	<b>1,66,43,491</b>
<b>Total Revenue From Operation (A+B)</b>		<b>50,41,56,759</b>	<b>67,97,42,794</b>
** Sales shown as net of Excise Duty, Credit/Utilisation of Excise Duty Pass/ Rotate Through Balance Sheet.			
<b>Note - 18 : Other Income</b>			
Other Income		13,75,366	14,88,899
<b>TOTAL OTHER INCOME</b>		<b>13,75,366</b>	<b>14,88,899</b>
<b>Note - 19 : Cost of Material Consumed</b>			
<b>A). Raw Material Consumption</b>			
Opening stock		7,65,73,800	5,21,53,198
Add: Purchases		32,35,85,926	51,59,46,093
		<b>40,01,59,726</b>	<b>56,80,99,291</b>
Less: Closing stock		6,11,50,953	7,65,73,800
<b>C</b>		<b>33,90,08,773</b>	<b>49,15,25,491</b>
<b>B). Consumption of stores</b>			
Opening stock		26,30,900	18,32,667
Add: Purchases		2,38,07,265	3,33,68,611
		2,64,38,165	3,52,01,278
Less: Closing stock		35,32,069	26,30,900
<b>D</b>		<b>2,29,06,096</b>	<b>3,25,70,378</b>
<b>Total Raw Material Consumption ( C + D )</b>		<b>36,19,14,869</b>	<b>52,40,95,869</b>
<b>Note - 20 : Changes In Inventories</b>			
Closing Stock of Finished		7,43,90,451	4,11,47,134
Semi Finished			
		<b>7,43,90,451</b>	<b>4,11,47,134</b>
Less: Opening Stock of Finished & Semi Finished Goods		4,11,47,134	3,66,65,229
<b>Increase / Decrease in Inventories</b>		<b>3,32,43,317</b>	<b>44,81,905</b>

## NOTES FORMING PART OF FINANCIAL STATEMENTS

Particulars	Note No.	As at March 31, 2016	As at March 31, 2015
<b>Note - 21 : Employee Benefit expense</b>			
Salaries & Wages ( Factory)		1,43,00,071	1,22,26,215
Salaries & Wages ( Back Office)		17,41,953	19,16,515
Bonus To Workers		11,13,077	8,11,008
Leave Salary		6,79,834	6,24,237
Medical Expenses		1,11,567	1,11,784
Staff Welfare		12,28,864	12,40,549
Gratuity Expenses		2,32,112	2,42,250
Festival Expenses		1,10,841	1,78,112
Directors' Remuneration		12,00,000	8,40,000
<b>Total Employee Benefit Expenses</b>		<b>2,07,18,319</b>	<b>1,81,90,670</b>
<b>Note - 22 : Financial Expenses</b>			
Bank Interest		54,51,780	62,99,971
Other Interest Exps		--	943
<b>Total</b>		<b>54,51,780</b>	<b>63,00,914</b>
<b>Note - 23 : Other Expenses</b>			
Charity & Donations		4,87,500	6,70,711
<b>Total</b>		<b>4,87,500</b>	<b>6,70,711</b>
<b>Manufacturing Expenses</b>			
Electricity Expenses		1,90,66,114	1,96,83,145
Inward Freight		8,40,113	17,51,647
Polution Expense		7,240	25,000
Security Expenses		6,90,743	5,08,012
Clearing Charges		8,23,624	7,41,360
Other Manufacturing Expenses		61,89,331	2,04,51,071
<b>Total manufacturing Expenses</b>		<b>2,76,17,165</b>	<b>4,31,60,235</b>
<b>Administrative, Selling and Distribution</b>			
<b><u>Administration expenses</u></b>			
Auditors' Remuneration		77,000	77,000
Bank Commission and Charges		34,71,487	26,38,204
Building Repairs & Maintanance		92,310	1,44,166
Computer Repairing Exps		1,58,865	1,70,624
Commission Expense		1,86,43,067	89,26,174
Discount Expense		30,63,936	--
Electricity Charges		9,91,543	10,12,243
Export Shipping Freight		1,80,02,617	2,15,80,035
Factory Expenses		3,32,334	3,48,810
Insurance Charges		14,96,064	25,42,483
Import Expenses		26,86,551	--
Licence Benefit Exps		94,75,994	
Legal & Professional Charges		10,09,768	6,89,695
Machinary Repairs & Maintenance		13,57,864	21,61,769
Loss on Hedging Transaction		1,61,28,390	--
Office Exps.		2,74,685	2,32,925
Rent,Rates and Taxes		4,14,000	5,75,000
Travelling Expense		36,22,397	25,30,169
Other Administration Exps		1,31,44,461	1,86,66,925
Advertisement Exp		3,63,422	2,41,030
Business Promotion Expenses		16,533	7,000
<b>Total Administrative, Selling and Distribution Expenses</b>		<b>9,48,23,288</b>	<b>6,25,44,252</b>
<b>Toal Other Expenses</b>		<b>12,29,27,953</b>	<b>10,63,75,198</b>

## NOTES FORMING PART OF FINANCIAL STATEMENTS

## NOTE NO.24 :

Particulars	2015-16		2014-15	
	RS.in Lacs		RS.in Lacs	
C.I.F.Value of Imports Expenditure & Earning in Foreign Exchange				
1).C.I.F. Value of Imported Raw Materials		1538.7		501.33
2).Expenditure incurred in Foreign Currency		216.52		111.74
3).Earning in Foreign Currency F.O.B.		3643.63		3915.30
Break-up of Imported and indogeneous materials and Components Consumption	<b>2015-16</b>		<b>2014-15</b>	
	Amount Rs. In Lacs	% of Total Consumption	Amount Rs. In Lacs	% of Total Consumption
Imported	1538.7	42.52%	501.33	9.57%
Indogeneous	2080.45	57.48%	4739.6	90.43%
<b>Total</b>	<b>3619.15</b>	<b>100.00%</b>	<b>5240.93</b>	<b>100.00%</b>

## NOTE : 25 . Other Notes Related to Financial Statements.:

(1) Previous years figures have been rearranged / regrouped / recast wherever necessary.

(2) Balances due to or due by the parties are subject to confirmation.

(3) Contingent Liabilities:

The Company has preferred an appeal against order of VAT Department for Financial Year 2008-09 for demand of Rs. 43,55,009. Against this demand the company has deposited VAT /CST of Rs. 690124 and submitted bank guarantee of Rs. 1025000.

(4) In the opinion of the Board and to the best of their Knowledge and belief, the value of the realization of current assets, loans and advances in the ordinary course of business would not be less than the amount of which they are stated in the balance sheet.

(5) Payment to Auditors includes :

	As at March 31, 2016	As at March 31, 2015
Audit Fees	70000	70000
Tax Audit Fees	4000	4000
For Taxation Matters	3000	3000
<b>TOTAL</b>	<b>77000</b>	<b>77000</b>

(6) In accordance with the Accounting Standard "Related Party Disclosures" (AS-18) issued by The Institute of Chartered Accountants of India which came into effect from 1st April, 2001, the names of related parties with relationship and transactions with them are disclosed as under :

**1. Relationship :**

i ). EskayAlluminium Pvt. Ltd.

Company Under the same Management

ii). P.D.R. Casting Industries

Proprietorship concern of a Director, Chetnaben Shah

iii). Sacheta International,

Proprietorship concern of a Director, Satishbhai K.Shah

iv). Suryoday Trading Co.

Proprietorship concern of a Director's Relative, Shalini Shah

v). Pranav Trading Co.

Proprietorship concern of a Director, Satishbhai.

## vi).Key Management personnel

- 1 Shri Satish K. Shah – Chairman Cum Managing Director
- 2 Smt. Chetana S. Shah – Jt. Managing Director
- 3 Ankit S. Shah – Executive Director
- 4 Pranav S. Shah- Executive Director

(2) The following transactions were carried out with the related parties in the ordinary course of business. Details relating to parties referred in item 1(i),(ii),(iii),(iv) and (v)

Particulars	Current Year	Previous Year
COMMISSION	243589	134298
RENT	414000	384000
SALE	27690030	18592481

## Details relating to Persons referred to in item 1(v).

Name of Related Party	Nature of transaction	Rs. In Lacs 2015-16	Rs. In Lacs 2014-15
PDR Casting Industries	Rent	0.96	0.96
Pranav Trading Co	Rent	1.38	1.44
Eskay Aluminium Pvt Ltd	Rent	1.80	1.44
Sacheta International	Rent	0.00	0.05
Suryoday Trading Co.	Sale	276.90	185.93
Suryoday Trading Co.	Commission	2.44	1.34

**(8) Earning per Share :**

Earning per share is calculated by dividing the profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year the number used in calculating basic and earnings per equity share are as stated below:

	As at March 31, 2016	As at March 31, 2015
Profit available for Equity Share holders	41,58,369	34,37,447
Weighted average number of shares	18940000	18940000
Earning per Share Basic and Diluted	0.2196	0.1815
Face Value per Share	10	10

**(9). Segment information :**

Based on the guiding principles given in AS-17 on Segments Reporting issued by the Institute of the Chartered Accountants of India. The Company's primary Business Segments is manufacturing of utensils. This being the single Segment, the company has not made Reporting as per business Segment.

As far as geographical Segments are concerned, the company has bifurcated the activities into two parts viz

Internationals

Domestic

Gross results of Geographical Segments. ( Figures Rs. In Lacs )

Particulars	International Amt. Rs.	Domestic Amt. Rs.	Total Amt. Rs.
Sales	3849.36	1098.01	4947.37
Export Incentives	-	67.86	67.86
Other receipts	-	26.33	26.33
Change in stock of Finish Goods	-	332.43	332.43
Raw Materials Consumption	2815.92	803.23	3619.15
Mfg. Exps	353.19	100.75	453.94
Gross results of Geographical Segment	680.25	620.66	1300.91

(10) The Company has started research & development unit wherein the company has incurred a revenue expenditure of Rs. 171563 and capital expenditure of Rs. 106740 on account of research & development.

## NOTES FORMING PART OF FINANCIAL STATEMENTS

Particulars	Note No.	As at March 31, 2016	As at March 31, 2015
<b>A.CASH FLOW FROM OPERATING ACTIVITIES</b>			
Net Profit After Tax and before Extra Ordinary Items		41,58,369	34,37,447
Adjustments For :			
Depreciation		2,10,70,308	2,55,17,192
Provision for Taxation		37,76,505	35,25,201
Provision for Differed Tax Liabilities(Assets)		(12,42,662)	-17,28,892
Loss/ (Profit) on Sale of Fixed Assets		(38,028)	-1,59,668
Interest/ Dividend Income		(38,42,810)	(29,91,266)
Interest Charged		54,51,780	63,00,914
Amortisation of Misc. Expenditure		0	1,00,000
<b>Operating Profit before Working Capital</b>			
Changed		2,93,33,462	3,40,00,928
Adjustment for :			
Trade & Other Receivables		56,57,070	(2,67,50,111)
Inventories		(1,87,21,638)	(2,97,00,740)
Trade Payables & Other Liabilities		1,93,61,187	1,76,20,609
Cash Generated From Operations		3,56,30,081	(48,29,315)
Taxes (Paid)/ Refund Received		24,76,020	29,93,370
		<b>3,81,06,101</b>	<b>(18,35,945)</b>
Cash Flow before Extraordinary Items			
Extraordinary Items		0	0
<b>Net Cash from Operating activities (A)</b>		<b>3,81,06,101</b>	<b>(18,35,945)</b>
<b>B.CASH FROM INVESTING ACTIVITIES</b>			
Purchase of Fixed Assets		(48,85,613)	(1,84,02,081)
Sale of Fixed Assets		16,05,108	2,91,000
Interest/Dividend Received		8,60,761	13,00,940
<b>Net Cash used in Investing Activities</b>		<b>(24,19,744)</b>	<b>(1,68,10,141)</b>
<b>C.CASH FLOW FROM FINANCING ACTIVITIES</b>			
Acceptance of Secured Loan		(99,19,003)	70,38,071
Dividends paid		(28,41,000)	(47,35,000)
Interest Paid		(54,51,780)	(63,00,914)
Tax on Distributed profit(Dividend)		(5,81,685)	(7,68,135)
<b>Net Cash used in Financing Activities</b>		<b>(1,87,93,468)</b>	<b>(47,65,978)</b>
Net (decrease) / Increase in Cash equivalents		1,68,92,889	(2,34,12,064)
Cash and Cash Equivalents as AT 1.04.2015		2,33,39,459	4,67,51,523
Cash and Cash Equivalents as AT 31.03.2016		<b>4,02,32,348</b>	<b>2,33,39,459</b>

Note: (i) Figures in Brackets represent outflows.

For SACHETA METALS LIMITED

Place: Ahmedabad  
Date : May 28, 2016

**SATISH K SHAH**  
Managing Director  
DIN:00237283

**CHETNABEN S SHAH**  
Jt. Managing Director  
DIN:00237410



## SACHETA METALS LIMITED

CIN: L27100GJ1990PLC013784

**Registered Office:** Block No 33 Sacheta Vidhyanagar Vill -Mahiyal Tal -Prantij Sabarkantha-383215.

**26<sup>th</sup> Annual General Meeting on Wednesday, September 28, 2016 at 11.00 a.m.**

### PROXY FORM

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

CIN	L27100GJ1990PLC013784
Name of the Company	SACHETA METALS LIMITED
Registered Office	Block No. 33, Sacheta Udyognagar, Village : Mahiyal Tal: Talod, Dist. Sabarkantha (Gujarat) 383215
Name of Member(s)	
Registered Address	
Email ID	
Folio No./ DP ID – Client ID	

I/We, being the Member(s) of and hold/holds \_\_\_\_\_ shares of above named Company, hereby appoint:

(1) Name: ..... Address: .....  
Email ID: ..... Signature ..... Or failing him/her

(2) 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 26<sup>th</sup> Annual General Meeting of the Company to be held on Wednesday, the September 28, 2016 at 11.00 a.m. at the Block No. 33, Sacheta Udyognagar, Village : Mahiyal Tal: Talod, Dist. Sabarkantha (Gujarat) 383215 and at any adjournment thereof in respect of such resolutions:

#### ORDINARY BUSINESS:

- a. To receive, consider and adopt the Audited Balance Sheet for the year ended March 31, 2016 and Profit & Loss Account for the year ended as on that date together with the Reports of Directors' and Auditors' thereon.
- b. To declare dividend on equity shares.
- c. To appoint a Director in place of Mr Pravin P Shah (DIN 02416407), who retires by rotation, and, being eligible, offers herself for re-appointment.
- d. To appoint a Director in place of Mr Jagdish Gandhi (DIN 02384640), who retires by rotation, and, being eligible, offers himself for re-appointment.
- e. To appoint a Director in place of Mr Kalyan C Shah (DIN 02660920), who retires by rotation, and, being eligible, offers himself for re-appointment.
- f. To ratify the re-appointment of M/S R R Mandali & Co. Chartered Accountants, (ICAI Registration No 114223W), as Statutory Auditors of the Company for the financial year ending on 31st March 2016 at such remuneration as may be agreed upon by the Board of Directors and the Statutory Auditors of the Company."

Signed this.....day of..... 2016

Signature of Member(s):.....

Signature of Proxy holder(s):.....

Affix Revenue Stamp of RS.1
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#### Notes:

1. 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.
2. For the Resolutions, Statement setting out material facts thereon and notes, please refer to the Notice of the 26<sup>th</sup> Annual General Meeting.
3. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.

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## SACHETA METALS LIMITED

CIN: L27100GJ1990PLC013784

**Registered Office:** Block No 33 Sacheta Vidhyanagar Vill -Mahiyal Tal -Prantij Sabarkantha-383215.

#### ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE AUDITORIUM

Name and address of the registered member	:	
Folio No./DP ID No./ Client ID No.	:	
No. of Shares	:	

I hereby record my presence at the 26<sup>th</sup> Annual General Meeting of the Company to be held at Block No. 33, Sacheta Udyognagar, Village : Mahiyal Tal: Talod, Dist. Sabarkantha (Gujarat) 383215 on Wednesday, September 28, 2016 at 11.00 a.m.

Signature of the Member/Joint Member/Proxy attending the Meeting \_\_\_\_\_

Electronic Voting Event Number (EVEN)	User ID	Password

**Note: Person attending the Meeting is requested to bring this Attendance Slip and Annual Report with him/her. Duplicate Attendance Slip and Annual Report will not be issued at the Annual General Meeting.**

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