



SYMBOL OF
QUALITY

RUNGTA IRRIGATION LIMITED

BOARD OF DIRECTORS

Shri M.P.Rungta	:	Chairman Cum Managing Director
Shri N.Krishnamurthy	:	Joint Managing Director
Ms. Shruti Rungta	:	Whole Time Director
Shri Tarun Kumar Megotia	:	Whole Time Director
Shri Devanand Mishra	:	Independent Director
Shri S.K.Poddar	:	Independent Director
Shri Samrat Jain	:	Non-Executive Director
Shri Vikash Kumar Megotia	:	Independent Director
Shri Anuj Kumar Singh	:	Independent Director
Shri Binod Kumar Agarwal	:	Independent Director

COMPANY SECRETARY

Ms. Pooja Juneja

AUDITORS

M/s Andros & Co.
Chartered Accountant
304, Mohan Tower,
1-Community Centre
Wazirpur Industrial Area
Delhi-110052

BANKERS

Allahabad Bank
Industrial Finance Branch
New Delhi-110001
HDFC Bank Ltd.
Old Rajinder Nagar Mkt.
New Delhi-110060

REGISTERED OFFICE

101, Pragati Tower,
26, Rajendra Place
New Delhi-110008

ZONAL OFFICE

Plot No. B-7
Electronic Complex
Kushaiguda,
Hyderabad
Andhra Pradesh

WORKS:

UNIT-1
C-165, Industrial Area
Bulandshahar Road,
Ghaziabad (U.P)

UNIT-2
Village Advipolam
Distt. Yanam
Pondicherry-533464

REGISTRAR & TRANSFER AGENT

M/s Beetal Financial & Computer Services Pvt. Ltd.
Beetal House, IIIrd Floor, 99, Madangir,
Behind Local Shopping Centre,
Near Dada Harsukhdass Mandir, New Delhi-110062

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NOTICE

Notice is hereby given that the 31st Annual General Meeting of the Members of **M/s RUNGTA IRRIGATION LIMITED** will be held on Friday, the 25th day of September, 2015 at 11.00 A.M. at Fortune Park Boulevard, Dera ,More, Chhattarpur Mandir Road, New Delhi-110074. to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2015 and Profit and Loss Account for the year ended on that date together with the Schedule thereon, cash flow statement, along with Reports of the Auditors and Directors thereon.
2. To appoint a Director in place of Mr. Samrat Jain (DIN: 00060082), who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:-

“RESOLVED THAT pursuant to the provision of section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014(including any Statutory modification(s) or re-appointment thereof, for the time being in force), M/s. Andros & Co., Chartered Accountants, New Delhi(Registration No.: 008976N), the retiring auditors of the Company, be and is hereby re-appointed as the Statutory Auditors of the Company, from the conclusion of this meeting upto the conclusion of the next Annual General Meeting of the Company.”

“RESOLVED FURTHER THAT the Auditors be paid for the financial year 2015-2016 such remuneration as may be mutually agreed upon between the Board of Directors and the Auditors, plus reimbursement of out-of-pocket, travelling & living expenses.”

Special Business:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) as amended from time to time and Clause 49 of the Listing Agreement, including any modification or Amendment thereof, Mr. S.K Poddar (DIN:00992376), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years w.e.f 27th day of March, 2015 to 26th day of March, 2020, not liable to retire by rotation.”

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and all Other applicable provisions, if any, of the Companies Act, 2013 (“Act”) as amended from time to time and Clause 49 of the Listing Agreement, including any modification or Amendment thereof, Mr. Anuj Kumar Singh(DIN:06895513), who has submitted a Declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years w.e.f 27th day of March, 2015 to 26th day of March, 2020, not liable to retire by rotation.”

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and the

Companies (Appointment and Qualification of Directors) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) as amended from time to time and Clause 49 of the Listing Agreement, including any modification or Amendment thereof, Mr. Devanand Mishra (DIN:00229118), who has submitted a Declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years w.e.f 27th day of March, 2015 to 26th day of March, 2020, not liable to retire by rotation.”

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) as amended from time to time and Clause 49 of the Listing Agreement, including any modification or Amendment thereof, Mr. Vikash Kumar Megotia(DIN:03169745), who has submitted a Declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years w.e.f 31st day of March, 2015 to 30th day of March, 2020, not liable to retire by rotation.”

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) as amended from time to time and Clause 49 of the Listing Agreement, including any modification or Amendment thereof, Mr. Binod Kumar Agarwal(DIN:07205678), who has submitted a Declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years w.e.f 19th day of May, 2015 to 18th day of May, 2020, not liable to retire by rotation.”

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

“**RESOLVED THAT** pursuant to the provision of section 148 and other applicable provisions of the Companies Act, 2013, if any, and Companies (Audit & Auditors) Rules, 2014, S. Shekhar & Co. Cost Accountants, Delhi (having Registration No.000452) appointed as Cost Auditors of the Company by the Board of Director at their respective Board meeting held on 28th May, 2015, to conduct the audit of cost record maintained by the Company for the financial year ended on 31st march, 2016. be paid a remuneration of Rs. 20000/-.

Date : 11th August 2015
Place: New Delhi

For and on Behalf of the Board
For Rungta Irrigation Ltd.

Sd/-
(M.P.RUNGTA)
Chairman cum Managing Director

**Notes:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE Company. THE PROXY FORM IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED WITH THE Company NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR COMMENCEMENT OF THE MEETING.
2. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.
3. Members/Proxies attending the meeting are requested to bring the attendance slips duly filled in for attending the Meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 21st September, 2015 to 25th September, 2015 (both days inclusive) for the purpose of the AGM.
5. Members are requested to notify any change in their address/mandate/ bank details immediately to the share transfer Agent of the Company.
6. The relative explanatory statements pursuant to section 102 of the Companies Act, 2013 in respect of the business under Item No .4, 5, 6, 7 and 8 above, are annexed hereto.
7. The information required to be provided under the Listing Agreement entered into by the Company with the Stock Exchanges regarding the Directors proposed to be reappointed is given in the report on Corporate Governance, which is enclosed with the Directors' Report.
8. Equity Shares of the Company are available for dematerialization both with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).
9. Members desiring any information as regards the Accounts are requested to write to the Company at least 10 days prior to the date of meeting so as to enable the management to keep the information ready.
10. In line with measures of Green Initiative taken by the Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively) and Companies Act, 2013 also provides for sending notice of the meeting and other shareholder correspondences through electronic mode. Members holding shares in physical mode are requested to register their e-mail ID's with Register and share transfer agent (RTA) of the Company and Members holding shares in demat mode are requested to register their e-mail ID's with their respective Depository Participants (DPs).
11. **VOTING THROUGH ELECTRONIC MEANS**
 - I.) Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote by electronic means. As an alternative to vote physically at the AGM, and the business may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL)
 - II.) Similarly, Members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for e-voting. However, in case Members cast their vote exercising both the options, i.e. physically and e-voting, then votes casted through e-voting shall be only be taken into consideration and treated valid whereas votes casted physically at the meeting shall be treated as invalid. The instructions for e-voting are as under, Members are requested to follow the instruction below to cast their vote through e-voting:

The instructions for members for voting electronically are as under:-**1. In case of members receiving e-mail:**

- i) The voting period begins on **September 22, 2015 at 10:00 A.M. and ends on September 24, 2015 at 5:00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, **as on the cut-off date (record date) of September 18, 2015**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- ii) The shareholders should Log on to the e-voting website www.evotingindia.com during the voting right
- iii) Click on “Shareholders” tab.
- iv) Now, select the “Company NAME” from the drop down menu and click on “SUBMIT”
- v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi) Next enter the Image Verification as displayed and Click on Login.
- vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of the Company, then your existing password is to be used.
- viii) If you are a first time user follow the steps given below:

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

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



- xii) Click on the EVSN for the relevant “Rungta Irrigation Limited” on which you choose to vote.
- xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix) **Note for Institutional shareholders**
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

2. In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvii) Above to cast vote.
- (B) The voting period begins on September 22, 2015 at 10.00 A.M. and ends on September 24, 2015 at 5.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 18th September, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

- 11. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at evoting.pdrandar@outlook.com with a copy marked to help desk. evoting@cdslindia.com on or before 22nd September, 2015 up to 6:00 pm without which the vote shall not be treated as valid.
- 12. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 18th September, 2015.
- 13. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on or before 25th August, 2015.
- 14. The shareholders shall have one vote per equity share held by them as on the cut-off date (record date) of 18th September, 2015. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.

15. Ms. Sweeny Gulati, Company Secretary (Membership No. 29367) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblocks the votes in the presence of at least two (2) witness not in the employment and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
16. The results shall be declared on or after the AGM of the Company. The results declared alongwith the Scrutinizer's Report shall be placed on the website of CDSL and website of Rungta Irrigation Limited not earlier than 2 days and not later than 3 days from the date of General meeting of the Company and will be communicated to The Bombay Stock Exchange (BSE).

Explanatory Statement pursuant to section 102 of the Companies Act, 2013**Item Nos. 4 to 8**

The Companies Act, 2013 ("the Act") provides for appointment of Independent Directors for a term upto 5 consecutive years. Further the Securities and Exchange Board of India (SEBI) has amended Clause 49 of the Listing Agreement inter-alia stipulating the conditions for the appointment of Independent Directors by a listed Company.

Pursuant to the provision of section 149 of the Companies Act, 2013 every Listed Public Company shall have at least one third of its total number of Director as an Independent Directors, not liable to retire by rotation. Further clause 49 of the Listing Agreement stipulates the conditions for appointment of such Directors.

Now considering these statutory requirements, the Board of Directors of your Company appointed Shri S.K. Poddar (DIN 00992376), Mr. Anuj Kumar Singh (DIN 06895513) & Mr. Devanand Mishra (DIN: 00229118) who in the opinion of Board is a persons of integrity and possesses relevant expertise and experience, as an Independent Directors for period of five consecutive years from 27th day of March, 2015 to 26th March, 2020, not laible to retire by rotation.

And Mr. Vikash Kumar Megotia (DIN: 03169745), who in the opinion of Board is a person of integrity and possesses relevant expertise and experience, as an Independent Director for period of five consecutive years from 31st day of March, 2015 to 30th March, 2020.

And Mr. Binod Kumar Agarwal (DIN: 07205678), who in the opinion of Board is a person of integrity and possesses relevant expertise and experience, as an Independent Director for period of five consecutive years from 19th day of May, 2015 to 18th May, 2020.

The above mentioned Directors are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Independent Directors. The Company has received declarations from each of them that they meet the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act and Clause 49 of the Listing Agreement.

Considering their vast experience, their presence on the Board will be of immense value to the Company.

A copy of their letters of appointment as Independent Directors setting out the terms and conditions are available for inspection by the Members at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 10:00 am to 6.00 pm up to the date of the AGM.

None of the Directors, Key Managerial Personnel and their relatives thereof other than Shri. S.K. Poddar, Mr. Anuj Kumar Singh, Mr. Devanand Mishra, Mr. Vikash Kumar Megotia and Shri Binod Kumar Agarwal are concerned or interested in the respective resolution for his appointment.

In compliance of the provisions of section 149 read with schedule IV of the Act, appointment of all above mentioned Directors as an Independent Directors is now being placed before the members for their Approval.

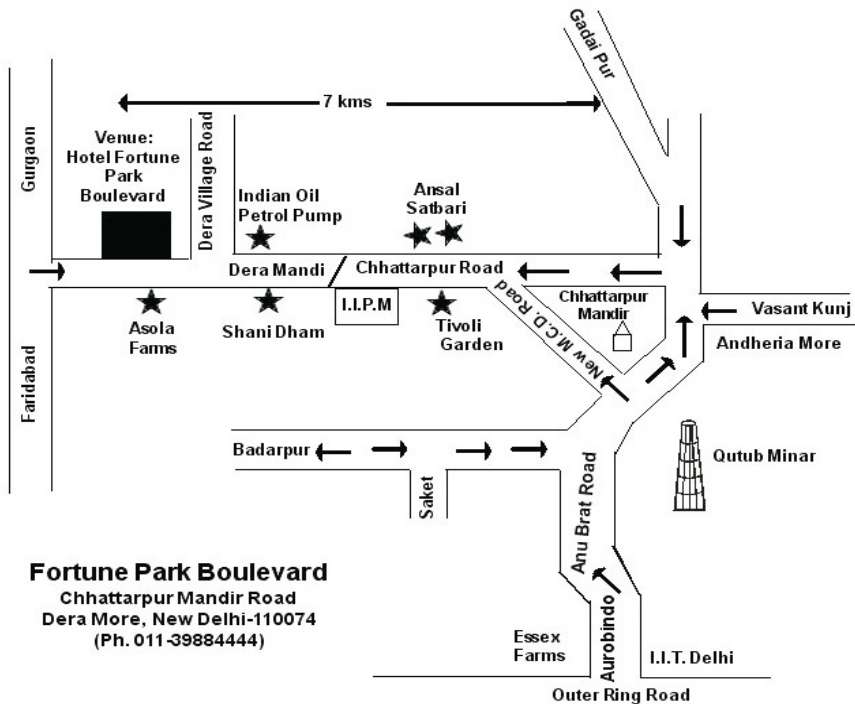
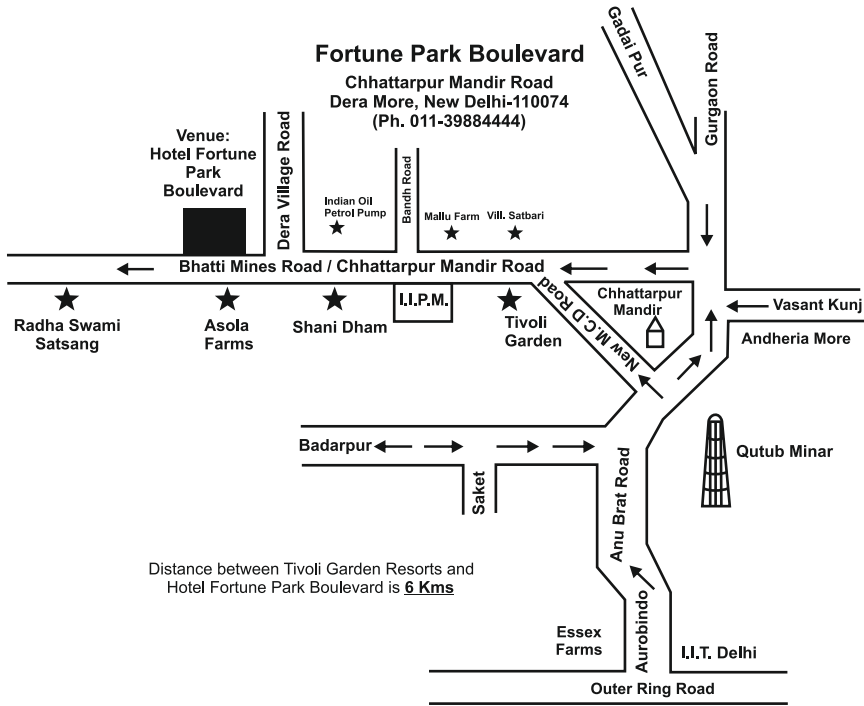
Date : 11th August 2015
Place: New Delhi

For and on Behalf of the Board
For Rungta Irrigation Ltd.

Sd/-
(M.P.RUNGTA)
Chairman cum Managing Director



Route map to the venue of the 31st AGM of Rungta Irrigation Limited



BOARD REPORT

To

The Members,

Your Directors have pleasure in submitting their 31st Annual Report of your Company together with the Audited Statements of Accounts for the year ended 31st March, 2015.

REVIEW OF PERFORMANCE

Financial results of the Company for the year under review along with previous year's figures are given hereunder:

(Amount in Lacs)

Particulars	Financial Year ended 31 st March, 2015	Financial Year ended 31 st March, 2014
Sales and other income	6716.81	6503.92
Profit/loss(before Dep. & Tax)	386.86	280.94
Depreciation	140.00	132.27
Profit before tax	246.86	148.67
Less: provision for tax	49.40	57.00
Add/(less): provision of tax for earlier years	-	-
Add/ (Less): Deferred Tax Liability (Net)	15.17	7.23
Profit after tax	212.63	98.90
Prior period Adjustment	-	-
Net profit	212.63	98.90
Balance brought forward from previous year	466.06	367.16
Balance available for appropriations	678.69	466.06
Less: Proposed Dividend	-	-
Less: Tax on Proposed Dividend	-	-
Less: Tax on proposed dividend relating to earlier year written back	-	-
Transfer to general reserve	-	-
Balance carried forward	678.69	466.06

YEAR IN RETROSPECT

The Sales turnover for the year under review was Rs. 6716.81 Lacs as compared to Rs. 6503.9 Lacs for the previous year. The Company was able to earn a profit after tax for the year under review of Rs. 212.63 Lacs as against a profit of Rs.98.90 Lacs for the previous year.

DIVIDEND

The Board of Director of your Company has decided to retain and plough back the profit into the business of the Company, thus no dividend is being recommended for this year.



TRANSFER TO RESERVES

Your Directors decided to transfer Nil amount to the General Reserve.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Since there was no unpaid/unclaimed Dividend declared and paid last year, the provisions of Section 125 of the Companies Act, 2013 do not apply.

MATERIAL CHANGES

Save as mentioned elsewhere in this report, No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which this financial statement relate and the date of this report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of requirement of clause 49 of the Listing Agreement with the Stock Exchange, a Management Discussion and Analysis Report is attached as **Annexure "A"** forming part of this report.

REPORT ON CORPORATE GOVERNANCE

In terms of requirements of Clause 49 of the Listing Agreement with the Stock Exchange, a Report on Corporate Governance together with the Auditor's Certificate regarding Compliance of Conditions of Corporate Governance is attached as **Annexure "B"** and **Annexure "C"** respectively.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint venture or Associate Company.

DIRECTORS RESPONSIBILITY STATEMENT

The Board acknowledges the responsibility for ensuring compliance with the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013 and Clause 49(III)(D)(4)(a) of the Listing Agreement with the Stock Exchanges for the year ended 31st March, 2015 and state that:

- (a) In preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the Directors had selected such Accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- (c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) The Directors had prepared the annual accounts on a going concern basis; and
- (e) The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- (f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

After the date of last Annual General Meeting, Mr. Vikash Kumar Megotia (w.e.f 31st March, 2015), Mr. Devanand Mishra (w.e.f 27th March 2015), Mr. Anuj Kumar Singh (w.e.f 27th March 2015) and Shri. Sheo Kumar Poddar (w.e.f 27th March, 2015) was appointed as an Independent Director of the Company.

Mr. Anuj Kumar Singh was appointed as an Additional Director of the Company by the Board of Directors at their respective meeting held on 23rd June, 2014 who was regularized later, at the last Annual General Meeting of the Company.

However due to preoccupation, Mr. Manish Kumar Megotia, Mr. Prakash Kumar Megotia and Mr. Aditya Ishwardas Rasiwasia had resigned from the Directorship of the Company on 27th March, 2015, 27th March, 2015 & 31st March, 2015 respectively.

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Samrat Jain is liable to retire by rotation and being eligible offer himself for re-appointment. Your Board recommends his re-appointment.

During the year, your Company had total 6(Six) Key Managerial Personnel, namely Shri. Mahabir Prasad Rungta, Chairman Cum Managing Director, Shri. Krishna Murthy Nagarur, Joint Managing Director, Mr. Tarun Kumar Megotia, Whole Time Director, Ms. Shruti Rungta, Whole Time Director, Shri Bajrang Singh Shekhawat, CFO and Ms. Pooja Juneja, Company Secretary.

The Board met 12 times during the year on 27th May, 2014, 23rd June, 2014, 16th July, 2014, 12th August, 2014, 19th August, 2014, 16th September, 2014, 17th October, 2014, 9th December, 24th December, 13th February, 2015, 27th March, 2015 and 31st March, 2015. The intervening gap between any two Board Meeting was within the period prescribed by the Companies Act, 2013.

The terms and conditions of Independent Directors and their disclosure are disclosed on the website of the Company and can be accessed at <http://www.rungtairrigation.in/investors/pdf/disclosure>.

BOARD EVALUATION

During the year, the Board formulated and adopted a Board evaluation framework for evaluating the performance of the Board as a whole, committees of the Board and the individual Directors on the Board.

DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM

The Audit Committee consists of the following 3(three) members:

- A. Shri M.P Rungta
- B. Shri S.K. Poddar
- C. Shri Devanand Mishra

The above composition of the Audit Committee consists of 2 (two) independent Directors i.e., Shri S.K. Poddar and Shri Devanand Mishra who form the majority.

The Company has established a vigil mechanism which oversees through the Committee, the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the Chairman of the Audit Committee on reporting issues concerning the interests of the employees and the Company. The vigil mechanism/whistle blower policy of the Company has been uploaded on the website of the Company and can be accessed at :-

<http://www.rungtairrigation.in/investors/pdf/vigilmechanism>

NOMINATION AND REMUNERATION COMMITTEE

The nomination and remuneration Committee of the Board as on 31st March, 2015 comprised

Mr. Devanand Mishra, as its Chairman, Mr. S.K Poddar, as its member, Mr. MP Kaushik as its member. However due to preoccupation Mr. M.P Kaushik had resigned from the Directorship of the Company and such vacancy was replaced with Mr. M.P. Rungta. The Company's Policy relating to appointment of Directors, payment of managerial remuneration, Director's Qualification, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the companies Act, 2013 and Clause 49 of the Listing Agreement is attached to this report as **Annexure "D"**

LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The particulars of Loans, guarantees or investments made under Section 186 of the Companies Act, 2013 is furnished in the notes to the Financial Statements for the year ended 31st March, 2015.

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

There was no contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review. Form AOC-2 is enclosed with this report as **Annexure "E"** forming part of this report.

PUBLIC DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review.

GOING CONCERN STATUS

No significant and material orders have been passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in the future.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

Financial statements i.e. Balance Sheet, Profit and Loss account and Cash Flow Statement, together with notes thereon are through the process which has automated as well as manual controls to ensure accuracy of recording all transactions which have taken place during any accounting period, and the resultant financial position at period end. All data pertaining to payroll, purchase, manufacturing, Selling, dispatch and other activities are recorded through ERP systems operating in factories as well as head office. All data/transactions entered in systems are checked by various functional personnel on the basis of supporting documents & records, then the accounting entries are checked by accounts personnel, and finally those validated by managerial personnel.

At periodic intervals, the accounting data are compiled, and financial statements are prepared. While preparing the financial statements, it is ensured that all transactions pertaining to the accounting period are recorded. Fixed assets, stocks, all significant items of store and monetary assets are physically verified. Balance Confirmations are obtained for all significant items of trade receivables and balances.

After preparations of the financial statements, all items appearing in the financial statements are analyzed in order to ensure overall reasonableness.

The Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of fraud and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial disclosures.

ANNUAL RETURN

The extracts of Annual Return pursuant to the provisions of Section 92 of the Companies act, 2013 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in **Annexure "F"** and forming part of this Report.

SECRETARIAL AUDIT

In the terms of section 204 of the Companies Act, 2013 the secretarial audit of the Company for the year ended on 31st March, 2015 was conducted by Mr. Amit Kumar, Practicing Company Secretary. The secretarial auditor's report is attached to this Report as **Annexure "G"** forming part of the Director's report. There are no qualifications, reservations or adverse remarks made by the secretarial auditor of the Company in their respective reports.

COST AUDIT

In accordance with requirement of section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014, the Board of Director of your Company has appointed M/s S. Shekhar & Co., Cost Accountants, to conduct audit of cost accounting records of the Company for the financial year 2015-16.

Pursuant to the provisions of Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of the cost auditors is required to be ratified by the members of the Company, a resolution for which will be placed before members at the ensuing Annual General Meeting of the Company.

The aforesaid firm of cost accountants also conducted cost audit for the year ended 31st march, 2014 and the Cost Audit Report for the said year was filed with the Ministry of Corporate Affairs on 30th September, 2014.

STATUTORY AUDITORS

M/s Andros & Co., Chartered Accountants, was appointed as the statutory auditors of the Company for a period of one year in the last Annual General Meeting held on 23rd September, 2014 whose period of office expire at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. The Company has received a certificate under sub-proviso of section 139 read with section 141 of Companies Act, 2013. Your Board recommends their re-appointment.

There is no qualification, reservation or adverse remark made by M/s Andros & Co., the Statutory Auditors of the Company in their report pertaining to the year ended 31st March, 2015.

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

Conservation of Energy: The Company is continuously making sincere efforts towards conservation of energy. The information pertaining to conservation of energy as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in **Annexure "H"** forming part of this report.

Technology Absorption: The Company is taking care of latest developments and advancements in technology and all steps are being taken to adopt the same.

Foreign Exchange earnings and outgo:

	(Amount in Rs. Lacs)	
	2014-2015	2013-2014
Total foreign exchange inflow	154.79	534.76
Total foreign exchange outflow	0.57	0.52

RISK MANAGEMENT POLICY

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very nominal.

CORPORATE SOCIAL RESPONSIBILITY

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable to your Company.

PARTICULARS OF EMPLOYEES:

During the year under review, none of the Company's employees was in receipt of remuneration as prescribed under section 197(12) of the companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. and hence no particulars are required to be disclosed in this Report.

EMPLOYEE RELATIONS

The Company has a large work force employed and hence the welfare and well being of the workers are monitored closely. Harmonious relation with its employees is being maintained.

In terms of requirements of Section 4 of Sexual harassment of Women at work place (Prevention, Prohibition and Rehabilitation) Act, 2013, the Company has formed Internal Complaints Committees for its work place. During the year, no complaints regarding Sexual Harassment were received by the set Committee.

Your Board of Directors wish to place on record its sincere appreciation for the dedicated services rendered by the Executives, staff and workers at all levels for smooth functioning of the organization.



SYMBOL OF
QUALITY

RUNGTA IRRIGATION LIMITED

The policy of recognition inspired the employees to contribute their best effort for the Company.

STOCK EXCHANGE LISTING:

Presently the shares of the Company are listed on the Bombay stock Exchange (BSE).

ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. The Board also places on record their appreciation of the devoted services of the employees. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

Date : 11th August 2015

Place: New Delhi

For and on Behalf of the Board

For Rungta Irrigation Ltd.

**Sd/-
(M.P.RUNGTA)
Chairman cum Managing Director**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**1. Industry overview:**

The financial year 2014-2015 started with a bleak mindset on global economy but afterward it progressed in a positive direction in comparison to the last year. The year under review was expected to face the force of the economic crises. However, the Indian Economy displayed a remarkable resilience and has almost bounced back from the after effects of the recent global melt-down.

There has been a increasing demand impacting both, exports as well domestic consumption. However, the Indian Economy continues to grow robustly. This is evident from increase demand in steel, cement and other sectors. There has been stress on the development in the field of agriculture by the Government.

Inspite of all this, the Company managed to perform relatively better since it is driven more by domestic consumption. It is anticipated that there shall be increased business opportunities for the Company in the near future.

2. Outlook on opportunities, threats, risks and concerns:

The Company is focused on PVC Pipes as well as its core product Sprinkler Irrigation System and Drip Irrigation System to the retail segment. Increasing demand of the product of the Company has created the opportunities of further growth in sale of the Company's product. It is expected that recovery in economy and stress of the government in agriculture area will together result in ample business opportunities for the Company. However, there will also be increased competition, mainly from small manufactures of unorganized sectors.

3. Internal Control System & Adequacy:

The Company has an adequate system of internal controls commensurate with the size and nature of business of the Company designed to provide reasonable assurance that assets are safeguarded; transactions are executed in accordance with the management's authorization and properly recorded. Accounting records are adequate for preparation of financial statements and other financial information. Internal audit is conducted on a continuous basis to ascertain the adequacy and effectiveness of internal control systems. Their observations are reviewed by the senior management and the Audit Committee.

4. Financial Performance:

The Sales and other income for the year under review was **Rs. 6716.81** Lacs. The profit depreciation and tax was **Rs. 386.86** Lacs after providing **Rs. 140.00** Lacs for depreciation and **Rs. 49.40** Lacs for taxes. The net profit for the year was **Rs. 212.63** Lacs.

5. Material Development in H.R. Fronts:

Human capital being the most crucial asset of the Company, the Company has to continue to invest in the development of its employees, which is very important for ensuring sustained high performance. The Company is in the process of strengthening and introducing a system that would enable employees to track their own progress as well as bring up issues that concerns them and the Company for better performance

The industrial relation continued to remain cordial throughout the year.

Date : 11th August 2015
Place: New Delhi

For and on Behalf of the Board
For Rungta Irrigation Ltd.

Sd/-
(M.P.RUNGTA)
Chairman cum Managing Director



REPORT ON CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement a Report on Corporate Governance is given below:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Our Corporate Governance is based on the principles of integrity, fairness, equity, transparency, accountability and commitment to values. Good governance practices stem from the culture and mindset of the organization. As stakeholders across the country evince keen interest in the practices and performance of companies, Corporate Governance has emerged on the centre stage. Over the years, governance processes and systems have been strengthened at our end. In addition to complying with the statutory requirements, effective governance systems and practices towards improving transparency, disclosures, internal controls and promotion of ethics at work-place have been institutionalized. The Company recognizes that good Corporate Governance is a continuing exercise and reiterates its commitment to pursue highest standards of Corporate Governance in the overall interest of all the stakeholders.

The Company is conscious of its responsibility as a good corporate citizen. The Company values transparency, professionalism and accountability.

2. Board of Directors

I. Composition

The Board of Director of your Company as on 31st March, 2015 consisted of 10 (Ten) Directors as under:

- One is Non-Executive Director
- Four are Executive Directors including Chairman Cum Managing Director.
- Five are Independent Directors.

The current policy of your Company is to have an appropriate mix of Executive and Independent Directors in order to maintain the independence of the Board, and to separate the Board functions of governance and management. The Board has an optimum combination of Executive and Non-Executive Directors and half of Board consisted of independent Directors including one woman Director.

No Director is related to any other Director on the Board in terms of definition of "Relative" given under Companies Act, 2013 except Mrs. Shruti Rungta who is the daughter of Shri M.P. Rungta and Mr. Samrat Jain is husband of Ms. Priya Rungta who is the sister of Ms. Shruti Rungta and daughter of Shri M.P. Rungta.

II. ATTENDANCE AT THE BOARD MEETING, LAST ANNUAL GENERAL MEETING AND NUMBER OF OTHER DIRECTORSHIPS AND CHAIRMANSHIPS/ MEMBERSHIPS OF COMMITTEES OF EACH DIRECTOR IN VARIOUS COMPANIES.

Membership and Chairmanship of all Directors who are on various Committees, the composition of the Board and the number of outside Directorship and Committee position as held by each of the Directors during the financial year ended 31st March, 2015 is as follows:-

Name of Director	Category	Attendance at the Board Meeting during the F.Y. 2013-14	Attendance at the Last AGM	As on 31-03-2015		
				No. of Directorship in other Public Co.	Committee membership in other Companies	Chairman in Committees in which they are members
Mr. M.P. Rungta	Promoter & Chairman cum Managing Director	12	YES	NIL	NIL	NIL
Mr. N. Krishnamurthy Nagarur	Joint Managing Director	02	NO	NIL	NIL	NIL
Mr. Prakash Kumar Megotia	Independent Director	04	NO	NIL	NIL	NIL
Mr. Manish Kumar Megotia	Independent Director	01	NO	NIL	NIL	NIL
Mr. Devanand Mishra	Independent Director	04	NO	NIL	NIL	NIL
Mr. Tarun Megotia	Whole time Director	12	YES	NIL	NIL	NIL
Mr. M.P Kaushik	Independent Director	Nil	NO	NIL	NIL	NIL
Mr. S.K Poddar	Independent Director	03	NO	NIL	NIL	NIL
Ms .Shruti Rungta	Promoter & whole time Director	12	YES	NIL	NIL	NIL
Mr. Aditya Ishwardas,	Non-Executive	02	NO	NIL	NIL	NIL
Mr. Vikash Kumar Megotia,	Independent Director	02	NO	NIL	NIL	NIL
Mr. Anuj Kumar Singh	Independent Director	02	NO	NIL	NIL	NIL
Mr. Samrat Jain,	Non-Executive Director	06	NO	NIL	NIL	NIL

None of the Directors on the Board is a member of more than 10 Committees or chairman/chairperson of more than 5 Committees as specified in clause 49, across all the companies in which he/she is a Director. The Directors have made necessary disclosures regarding Committees positions held in other public limited companies.

During the Financial year 2014-2015, Twelve (12) Board meeting were held on 27.05.2014, 23.06.2014, 16.07.2014, 12.08.2014, 19.08.2014, 16.09.2014, 17.10.2014, 09.12.2014, 24.12.2014, 13.02.2015, 27.03.2015, 31.03.2015 and gap between two successive Board Meetings do not exceed one hundred and twenty days.

Necessary information where applicable as mentioned in Annexure X to clause 49 of the Listing Agreement has been placed before Board of its consideration.



SYMBOL OF
QUALITY

RUNGTA IRRIGATION LIMITED

Disclosure Regarding Appointment & Re-appointment of Directors in the ensuing AGM

Mr. Samrat Jain is liable to retire by rotation in the ensuing AGM and being eligible offered themselves for re-appointment.

	Mr. Samrat Jain
DIN	00060082
Father's Name	Shri Pradeep Kumar Jain
Date of Birth	10.11.1981
Address	20/7,Rajpur Road,New Delhi-110054
Designation	Director
Education	BBA
Companies in which hold Directorship	NIL
Companies in which holds membership of Committees	NIL
Shareholding in the Company (No. & %)	NIL

III. Audit Committee

a. Terms of Reference

The Audit Committee has been constituted as per provisions of Section 177 of the Companies Act, 2013 and under Clause 49 of the Listing Agreement with the Stock Exchange. The scope of activities and powers of the Audit Committee includes the areas which are prescribed under Clause 49 of the Listing Agreement and Section 177 of the Companies Act, 2013. The Audit Committee is responsible for effective supervision of the financial reporting process, ensuring financial and accounting controls and compliance with financial policies of the Company.

b. Composition

The composition of Audit Committee of the Board as on 31st March, 2015 comprises Mr. S.K. Poddar – as its Chairman, Mr. Mahabir Prasasd Rungta and Mr. Devanand Mishra as its Members. Mr. S.K. Poddar, an Independent Director, having adequate financial and accounting qualification and expertise, is the chairman of the Audit Committee. Other members of the Committee are also financially literate. Ms. Pooja Juneja, Company Secretary of your Company acts as the Secretary to the Committee.

c. Attendance

The Committee met Four (4) times during the Financial Year 2014-2015 on the following dates: 27.05.2014, 12.08.2014, 17.10.2014, and 13.02.2015. Necessary Quorum was present at all the meetings. Details of attendance of Directors in the Audit Committee meeting are as under:

Name of the Director	Category	No. of meetings	
		Held during the Year	Attended
Mr. S.K Poddar Chairman	Independent Director	4	4
Mr. Mahabir Prasad Rungta	Chairman cum Managing Director	4	4
Mr. Devanand Mishra	Independent Director	4	4

IV. REMUNERATION COMMITTEE

a. Composition & Terms of Reference

The Remuneration Committee was constituted to approve the remuneration payable to Managing Director and Whole time Director/ Executive Director of the Company within the range approved by shareholders. Thus the Committee shall have the meetings as and when so required.

The Committee met twice during the Financial Year 2014-2015 on 19.05.2014 & 26.12.2014. The necessary quorum was present at all meetings. Details of attendance of Directors in the Remuneration Committee meeting are as under:

Name of the Director	Category	No. of meetings	
		Held during the Year	Attended
Mr. Devanand Mishra-Chairman	Independent Director	2	2
Mr. M.P Kaushik*	Independent Director	2	2
Mr. S.K Poddar	Independent Director	2	2

* ceased to be a Director w.e.f 6th May, 2015.

b. Remuneration Policy

The Company pays remuneration to its Managing Director and Whole Time Director by way of salary, perquisites and allowances (a fixed component) within the range approved by the members as per the provisions of the Companies Act, 2013. Independent Directors are also entitled for the sitting fee for attending Board/ Committee Meeting. However all the Non- executive Directors of the Company have waived the sitting fee payable to them for attending Board/ Committee Meeting of the Company.

c. Details of the Directors' Remuneration for the financial year ended 31st March, 2015

Name	Salary (Rs.)	Perks (Rs.)	Commission (Rs.)	Sitting Fees (per meeting) (Rs.)	Total (Rs.)	No.of shares held
Shri M.P. Rungta	8,40,000	1,00,800	-	-	9,40,800	7,75,100
Shri N.Krishnamurthy	17,97,949	3,09,476	-	-	21,07,425	Nil
Ms. Shruti Rungta	2,38,800	0	-	-	2,38,800	Nil
Shri Tarun Megotia	6,05,147	56,160	-	-	6,61,307	Nil
Mr. S.K. Poddar	-	-	-	4000	4000	Nil
Mr. Devanand Mishra	-	-	-	4000	4000	Nil

V. SHAREHOLDERS'/INVESTORS GRIEVANCE Committee

a. Terms of Reference

In compliance with requirement of the clause 49 of the Listing Agreement with the Stock Exchange, the Company has constituted an "Investors Grievance Committee" to look into redressal of shareholders/investors grievances relating to non-receipt of notices, share certificates, annual report, dividends, transfer of shares and dematerialization of shares.

**b. Composition:**

The Shareholders/Investors' Grievances Committee of the Board as at 31st March, 2015 consisted of three members. Mr. Vikash Kumar Megotia, Independent Director of the Company is the Chairman of the Committee, Mr. Samrat Jain, Non-Executive Director and Mr. Tarun Megotia Whole time Director are members of the Committee.

c. Meetings and attendance during the year

During the financial year, four meetings of the shareholders/Investors' grievances Committee were held on 28.04.2014, 30.12.2014, 27.01.2015 & 10.02.2015 respectively. Attendance of the members are as follow:

Name of the Director	Category	No. of meetings	
		Held	Attended
Mr. Vikash Kumar Megotia	Independent Director	4	4
Mr. Tarun Kumar Megotia	Whole time Director	4	4
Mr. Samrat Jain	Non-Executive Director	4	4

d. Mr. M. P. Rungta is the Compliance Officer of the Company for this purpose of Clause 47 of The Listing Agreement to look after the compliances under the Listing Agreement and other SEBI Rules & Regulations etc.

e. Details of investor complaints received, redressed and pending during the financial year ended 31st March, 2015

Pending at the beginning of the year	Received during the year	Redressed/replied during the year	Pending at the end of year
Nil	Nil	Nil	Nil

VI. GENERAL BODY MEETINGS**A. Particulars of past three Annual General Meetings of the Company:**

Year	Date	Venue	Time
2012	24.09.2012	Tivoli Garden Resort Hotel, Chhattarpur Hills, Mehrauli, New Delhi-110074	3.00 P.M.
2013	24.09.2013	White House Party Palace, B-1/629, District Centre, Metro Pillar No.-570, Janakpuri, Delhi-110058	10.00 A.M.
2014	23.09.2014	Fortune Park Boulevard, Dera More, Chhattarpur Mandir Road, New Delhi-110074	11:00 A.M

B. Special Resolution passed in last three Annual General Meeting of the Company:

1. At the 28th AGM held on 24th September, 2012–
 - a) Re-Appointment of Auditor
 - b) Appointment of Mr. Tarun Kumar Megotia as Whole time Director of the Company

2. At the 29th AGM held on 24th September, 2013 –
 - a) Change in object clause by inserting clause 14 in the other object clause III(C) of the MOA of the Company.
3. At the 30th AGM held on 23rd September, 2014-
 - a) Re-appointment of Shri. M.P Rungta as Managing Director.
 - b) Increase in Remuneration of Mr. Tarun Kumar Megotia, Whole Time Director of the Company
- C. No resolution was put to vote through postal ballot in the last Annual General Meeting. At the ensuing Annual General Meeting, there is no resolution proposed to be passed through postal ballot.

VII. DISCLOSURES

A. Related Party Transactions

There are no materially significant related party transactions with its Promoters, the Directors or the Management, their Subsidiaries or Relatives etc., which may have potential conflict with the interest of the Company at large. The details of transactions with related parties are disclosed in the Annual Accounts.

B. Disclosure on materially significant related party transactions

There were no materially significant related party transactions during the financial year 2014-2015, that may have potential conflict with the interest at large. The details of the related party transaction as per Accounting Standard - 18 forms part of notes to the account.

C. Disclosure of accounting treatment

The Company follows accounting standards issued by the Institute of Chartered Accountants of India and in the preparation of financial statement, the Company has not adopted a treatment different from the prescribed in any accounting standard.

D. Board disclosures-Risk Management.

The risk assessment and minimization procedures are in place and the Audit Committee of the Board is regularly informed about the business risks and the steps taken to mitigate the same.

E. Management discussion and analysis report.

The management discussion and analysis report has been provided as annexure of the Directors Report.

F. Certification from Managing Director and Chief Financial Officer of the Company.

The requisite certification from Shri M.P. Rungta, Chairman Cum Managing Director and Mr. Bajrang Singh Shekhawat, General Manager (Finance) of the Company for the Financial Year 2014-2015 required to be given under Clause-49(v) was placed before the Board of Directors of the Company and Board Meeting held on 11th August, 2015. A copy thereof is reproduced in this report.

G. Details of non-compliance with regard to capital market.

With regard to the matter related to capital market, the Company has complied with all requirements of the Listing Agreement as well as the SEBI Regulations and Guidelines. In this regard no penalties were imposed or strictures passed against the Company by the Stock Exchanges, SEBI or any other authorities during the last three years. The Company has paid listing fees to the Bombay Stock Exchanges and Annual Custodial Fees to the Depositories for the financial year 2014-2015, in terms of Clause 38 of the Listing Agreement. There were no penalties imposed nor strictures passed on the Company whether stock Exchange, SEBI or any other statutory authorities on any matter related to capital market, during last three years.

**H. Details of compliance with mandatory requirement and adoption of Non-mandatory requirements of Clause 49 of the Listing Agreements.**

The Company has complied with all the mandatory requirements as mandated under clause 49 of the Listing Agreement. A certificate from the Statutory Auditors of the Company to this effect has been included in this report. Besides mandatory requirement, the Company has constituted a remuneration Committee to consider and recommend the remuneration of the Executive Directors and administration. No personnel have been denied access to Audit Committee.

VIII. MEANS OF COMMUNICATION:**1. Quarterly results and publication thereof in newspapers:**

The financial results of each quarter are placed before the Board of Directors and the same were published in Financial Express (English) & Jansatta (Hindi) in the form prescribed by Clause 41 of the Listing Agreement with stock exchange.

2. Display on website

Financial results, shareholding pattern, code of conduct for prevention of and other information etc. are displayed on the Company's website www.rungtairrigation.in.

IX. GENERAL SHAREHOLDERS INFORMATION**A. Annual General Meeting**

Day & Date	Time	Venue
Friday, the 25 th day of September	11.00 A.M.	Fortune Park Boulevard, Dera More, Chhattarpur Mandir Road, New Delhi-110074

B. Financial Year - 1st April to 31st March every year.

Events	Tentative time frame
Financial Reporting for the first quarter ended 30 June, 2014	Second Week of August, 2014
Financial Reporting for the second quarter ending 30 th September, 2014	Third Week of October, 2014
Financial Reporting for the third quarter ending 31 st December, 2014	Second Week of February, 2015
Financial Reporting for the fourth quarter ending 31 st March, 2015	Fourth Week of May, 2015

C. Dates of Book Closure

The share transfer book and register of members of the Company will remain closed from 21st September, 2015 to 25th September, 2015 (both days inclusive) for the purpose of the Annual General Meeting of the Company.

D. Dividend Payment Date - Not applicable**E. Listing on Stock Exchanges:**

The Shares of the Company are listed on the Bombay Stock Exchange, Calcutta Stock Exchange and Delhi Stock Exchange. However, Company has applied for delisting from Delhi Stock exchange and Calcutta Stock Exchange.

F. BSE Stock Code/ Symbol: 530449

Demat ISIN in NSDL and CDSL for equity shares: INE34701013.

G. Market Price Data:

The Bombay Stock Exchange		
Month	High	Low
April, 2014	12.00	7.18
May, 2014	13.23	9.50
June, 2014	22.68	12.27
July, 2014	27.60	22.50
August, 2014	23.00	16.65
September, 2014	19.90	15.55
October, 2014	18.80	16.00
November, 2014	17.10	14.15
December, 2014	17.60	13.11
January, 2015	18.80	16.95
February, 2015	21.00	16.15
March, 2015	17.75	12.25

H. Registrar and Share Transfer Agent & Share Transfer System:

M/s. Beetal Financial & Computer Services Private Limited is the Registrar and Share Transfer Agent for the shares of the Company in both physical as well as electronic modes. The Company has authorized the Registrar and Transfer Agent to approve and execute transfer and transmission of shares. All correspondence with regard to share transfers and matters related therewith may directly be addressed to the Registrar and Share Transfer Agents at the address given below:

Particulars	Beetal Financial & Computer Services Private Limited
Contact Person	Mr Punit Mittal
Address	Beetal House, IIIrd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdass Mandir, New Delhi-110062
Phone Nos.	29961281 & 29961282
Email ID	beetalrta@gmail.com

**I. Distribution of Shareholding as on 31st March 2015:**

Slab of Shareholding (Rs.)	No. of Shareholders	% of Shareholders	Amount in Rs.	% of Shareholding
0-5000	2052	87.47	3239450	3.6579
5001-10000	77	3.28	609590	0.6883
10001-20000	56	2.39	860440	0.9716
20001-30000	41	1.75	1076690	1.2158
30001-40000	40	1.71	1386270	1.5653
40001-50000	11	0.47	498700	0.5631
50001-100000	15	0.64	1011880	1.1426
100001 and above	54	2.30	79877980	90.1954

J. Categories of Shareholders as per Clause 35 of the Listing Agreement

Category	No. of Shareholders	% of Shares	Total
Promoters	41	38.31	3393000
Mutual Funds	1	0.02	2000
Banks & Financial Institutions	1	0.27	23933
Insurance Companies	0	0	0
FII	0	0	0
Bodies Corporate	57	51.08	4523413
Individuals	2215	10.00	847765
NRIs & OCB	12	0.15	13072
Others	19	0.59	52917

K. Dematerialization of shares and liquidity:

As on 31st March, 2015, a total of 1465530 shares of the Company, which forms 16.548% of Company's Share Capital, stands in dematerialized form. The Company has entered into agreements with National Security Depository Limited (NSDL) and Central Depository Services Limited (CDSL) for this purpose. The Company's shares are regularly traded on the Bombay Stock Exchange.

L. Plant Locations:

UNIT-1

C-165, Industrial Area,
Bulandshehar Road,
Ghaziabad (U.P.).

UNIT-2

Village Advipolam,
Distt. Yanam,
Pondichery.

M. Address for Correspondence:

The shareholders may send their grievances/ queries to the Registrar and Share Transfer Agents at their Address mentioned above or to the Company at:

- | | |
|--|--|
| 1. Secretarial Department
Rungta Irrigation Limited,
101, Pragati Tower, 26, Rajendra Place,
New Delhi-110008
e-mail: cs@rungtairrigation.in | 2. M/s. Beetal Financial & Computer
Services Pvt. Ltd.,
Beetal House, 3rd Floor, 99, Madangir,
Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir,
New Delhi-110062.
e-mail:beetalrta@gmail.com |
|--|--|

N. Unclaimed Dividends

The unclaimed dividend for the financial years 1996-1997 to 1999-2000, except where the claim is under dispute or kept in abeyance amounting to Rs 9,89,450/- has been transferred to the Investors Education and Protection Fund (IEPF) within the stipulated time.

X. Non-Mandatory Requirements:

The Company at present has not adopted the non-mandatory requirements in regards to sending of half-yearly financial performance to the shareholder's at their residence. Postal Ballots as required by the Companies Act will be followed by the Company.

Date : 11th August 2015
Place: New Delhi

For and on Behalf of the Board
For Rungta Irrigation Ltd.

Sd/-
(M.P.RUNGTA)
Chairman cum Managing Director



CEO AND CFO CERTIFICATION

We, M.P. Rungta, Chairman cum Managing Director and Mr. Bajrang Singh Shekhawat, General Manager (Finance) of the Company, responsible for the finance function certify that:

- A. We have reviewed the financial statements and cash flow statement for the year ended 31st March, 2015 and to the best of our knowledge and belief, We confirm that:
 - i. These statements do not contain any materially untrue statement or omission of any material Fact or contain statement that might be misleading.
 - ii. These statements together present a true & fair view of the Company's affairs and are in Compliance with applicable Accounting Standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, no transactions were entered into by the Company during the year ended 31st March, 2015 are fraudulent, illegal or violative of the Company's code of Conduct.
- C. We accept responsibility for establishing and maintaining internal controls for Financial Reporting and we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting. Deficiency 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.
 - 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 the accounting policies during the year under reference;
 - 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.

For RUNGTA IRRIGATION LIMITED

**Sd/-
(M.P. RUNGTA)
CHAIRMAN CUM
MANAGING Director**

**Sd/-
(BAJRANG SINGH SHEKHAWAT)
CHIEF FINANCE OFFICER (CFO)**

**Date : 11th August 2015
Place: New Delhi**

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of Rungta Irrigation Limited

We have examined the compliance of condition of Corporate Governance by Rungta Irrigation Ltd. for the year ended 31st March, 2015, as stipulated in Clause 49 of the Listing Agreement of the said Company with the Bombay Stock Exchange.

The compliance of condition of Corporate Governance is the responsibility of the management. our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanation given to us, we certify that the Company has complied with the condition of Corporate Governance, as stipulated in the above mentioned Listing Agreement.

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

For and on behalf of

Andros & Co.

Chartered Accountants

Regd. No. 008976N

Sd/-

Brij Bhushan Garg

Partner

Membership No.084865

Place : New Delhi

Date : 11th August,2015



REMUNERATION POLICY

1. Preamble

- A. The remuneration policy provides a framework for remuneration paid to the members of the Board of Directors ("Board") and for Key Managerial personal ("KMP") and the Management Personnel ("MP") of the Company.

The expression KMP shall have the same meaning as defined under Companies Act, 2013, Management personal means personnel of the Company excluding Board of Directors comprising such levels of managerial personnel as may be decided from time to time.

This policy also provides a framework for identification of persons who are qualified to become Director and who may be appointed as a senior management for recommendation of their appointment to the Board. Senior Management means personnel of the Company who are the members of its core management team excluding Board of Directors comprising all members of the management one level below the Executive Directors including the functional heads.

- B. This policy has been framed by the Nomination and Remuneration Committee of the Board of Directors and based on its recommendation, approved by Board of Directors of the Company.
- C. The policy may be reviewed by the Nomination and Remuneration Committee of the Board of Directors.

2. Objectives

- A. The remuneration policy aims to enable the Company to attract, retain and motivate highly qualified members for the Board of Directors.
- B. The remuneration policy seeks to enable the Company to provide a well-balanced and performance related compensation package, taking into account shareholders' interest, industry practices.
- C. The remuneration policy will ensure that the interest of executive are aligned with business strategy and risk tolerance, objectives, values and long term interest of the Company.
- D. The remuneration policy will ensure that remuneration to executives involves a balance between fixed pay and incentive (by way of increment/bonus/promotion/any other form) reflecting short and long term performance objective appropriate to the working of the Company and its goal.

3. Principles of Remuneration

- A. **Support for objectives:** remuneration and reward frameworks and decisions shall be developed in a manner that is consistent with, supports and reinforces the achievement of the Company's objectives.
- B. **Transparency:** the process of remuneration management shall be transparent, conducted in good faith and in accordance with appropriate level of confidentiality.
- C. **Internal equity:** the Company shall remunerate the executives in terms of their roles and responsibilities within the organization. Position shall be formally evaluated to determine their relative weight in relation to other positions within the Company.
- D. **External equity:** the Company strives to pay an equitable remuneration, capable of attracting and retaining high quality personnel. Therefore the Company will remain logically mindful of the ongoing need to attract and retain high quality people and the influence of external remuneration pressures.
- E. **Flexibility:** remuneration and reward offering shall be sufficiently flexible to meet both the need of individuals and those of the Company whilst complying with the relevant tax and other legislation.

- F. **Performance-driven remuneration:** the Company shall entrench a culture of performance driven remuneration, whether as part of increment or separately and in such form as may be considered appropriate.
- G. **Affordability and sustainability:** the Company shall ensure that remuneration is affordable on a sustainable basis.

4. Remuneration to Non-Executive Directors:

Non-Executive Directors may be paid remuneration by way of fee and reimbursement of expenses for participation in the Board and other meeting and commission and/or such other payments as may be permitted by the law applicable to such payment. Such payments shall be subject to the provisions of the Companies Act, 2013.

5. Compensation Structure:

Executives unless otherwise decided by the Committee shall receive a competitive remuneration package consisting of the following components:

Fixed Salary

Fixed salary rewards the executives for their day-to-day job performance and ensures a balanced overall remuneration package. The fixed salary shall comprise of basic salary and allowances as per the rules of the Company.

Personal Benefits

Executives may have access to benefits/perquisites as per the rules and regulations of the Company. Executives may also be entitled to retirement benefits such as provident fund, gratuity and/or such other benefits as per the rules of the Company.

6. Criteria for Identification of the Board members and Appointment of Senior Management:

The members of the Board shall possess appropriate skills, qualifications, characteristics and experience. The objective is to have a Board with diverse background and experience in business, government, academics, technology, human resource, social responsibilities, finance, law etc. and in such other areas as may be considered relevant or desirable to conduct the Company's business in a holistic manner.

Independent Directors shall be person of integrity and possess expertise and experience and/or someone who the Committee/Board believes could contribute to the growth/philosophy/strategy of the Company.

In evaluating the suitability of individual Board members, the Committee takes into account many factors, including general understanding of the Company's business dynamics, global business, social perspective, educational and professional background and personal achievements.

Directors should possess high level of personal and professional ethics, integrity and values. They should be able to balance the legitimate interests and concerns of all the Company's stakeholders in arriving at decisions, rather than advancing the interests of a particular constituency.

In addition, Directors must be willing to devote sufficient time and energy in carrying out their duties and responsibilities effectively. They must have the aptitude to critically evaluate management's working as part of team in an environment of collegiality and trust.

The Committee evaluates each individual with the objective of having a group that best enables the success of the Company's business and achieves its objectives.

The candidate for the appointment of senior management should possess adequate qualification, characteristics and work experience.

The candidate for senior management should also possess high level of personal and professional ethics, integrity and values.



SYMBOL OF
QUALITY

RUNGTA IRRIGATION LIMITED

For any appointment of senior management, the existing employees in the organization may be preferred. While assessing the candidature existing employee, his/her past performance in the Company should be taken into consideration.

7. Amendments to this Policy:

The Nomination and Remuneration Committee is entitled to amend this policy including amendment or discontinuation of one or more incentive programmes introduced in accordance with this Policy.

8. Approval and Publication:

This remuneration policy as framed and or amended by the Committee shall be recommended to the Board of Directors for its approval.

The policy shall be disclosed in the Director's report to be issued by the Board of Directors in terms of requirements of the Companies Act, 2013.

Date : 11th August 2015

Place: New Delhi

For and on Behalf of the Board
For Rungta Irrigation Ltd.

Sd/-
(M.P.RUNGTA)
Chairman cum Managing Director

FORM NO. AOC -2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

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

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	N/A
	Nature of contracts/arrangements/transaction	N/A
	Duration of the contracts/arrangements/transaction	N/A
	Salient terms of the contracts or arrangements or transaction including the value, if any	N/A
	Justification for entering into such contracts or arrangements or transactions'	N/A
	Date of approval by the Board	N/A
	Amount paid as advances, if any	N/A
	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	N/A

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	N/A
	Nature of contracts/arrangements/transaction	N/A
	Duration of the contracts/arrangements/transaction	N/A
	Salient terms of the contracts or arrangements or transaction including the value, if any	N/A
	Date of approval by the Board	N/A
	Amount paid as advances, if any	N/A

Date : 11th August 2015
Place: New Delhi

For and on Behalf of the Board
For Rungta Irrigation Ltd.

Sd/
(M.P.RUNGTA)
Chairman cum Managing Director



FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2015

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

I. REGISTRATION & OTHER DETAILS:		
1	CIN	L74899DL1986PLC023934
2	Registration Date	17.04.1986
3	Name of the Company	RUNGTA IRRIGATION LIMITED
4	Category/Sub-category of the Company	Public Company: Company having Share Capital
5	Address of the Registered office & contact details	101, Pragati Tower, 26 Rajendra Place, New Delhi-110008
6	Whether listed Company	Yes: shares of the Company are listed on BSE.
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s Beetal Financial & Computer Services Private Limited Beetal House, 3rd Floor, 99 Madangir, Behind LSC Near Dada Harsukhdas Mandir, New Delhi-110062, Phone: 011-29961281-83 Fax: 011-29961284 Email: beetal@beetalfinancial.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE Company			
(All the business activities contributing 10 % or more of the total turnover of the Company shall be stated)			
S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the Company
1	Drip & Sprinkler Irrigation System	01612	98.28%
2			
3			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	N/A	N/A	N/A	N/A	N/A
2					
3					

IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Bodies Corp.	-	1783800	1783800	20.14%	-	1783800	1783800	20.14%	0.00%
e) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Any other	380200	1229000	1609200	18.17%	380200	1229000	1609200	18.17%	0.00%
Sub Total (A) (1)	380200	3012800	3393000	38.31%	380200	3012800	3393000	38.31%	0.00%
(2) Foreign									
a) NRI Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Other Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%
TOTAL (A)	380200	3012800	3393000	38.31%	380200	3012800	3393000	38.31%	0.00%
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	2000	2000	0.02%	-	2000	2000	0.02%	0.00%
b) Banks / FI	23933	-	23933	0.27%	23933	-	23933	0.27%	0.00%
c) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Insurance Companies	-	-	-	0.00%	-	-	-	0.00%	0.00%
g) FIs --	-	-	-	0.00%	-	-	-	0.00%	0.00%
h) Foreign Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Others (specify)	50000	-	50000	0.56%	50000	-	50000	0.56%	0.00%
Sub-total (B)(1):-	73933	2000	75933	0.86%	73933	2000	75933	0.86%	0.00%
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	784562	3747600	4532162	51.18%	775813	3747600	4523413	51.08%	-0.1%
ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	184800	558362	743162	8.39%	191995	557170	749165	8.46%	+ 0.07%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	33700	64900	98600	1.11%	33700	64900	98600	1.11%	0.00%
c) Others (specify)									
Non Resident Indians	4642	6100	10742	0.12%	6972	6100	13072	0.15%	+0.3%
Overseas Corporate Bodies	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Nationals	-	-	-	0.00%	-	-	-	0.00%	0.00%
Clearing Members	126	-	126	0.00%	-	-	-	0.00%	0.00%

SYMBOL OF
QUALITY**RUNGTA IRRIGATION LIMITED**

HUF 2375	-	2375	0.03%	2917	-	2917	0.03%	0.00%	0.00%
Trusts	-	-	0.00%	-	-	-	0.00%	0.00%	0.00%
Foreign Bodies - D R	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B)(2):-	1010205	4376962	5387167	60.83%	1011397	4375770	5387167	60.83%	0.00%
Total Public (B)	1084138	4378962	5463100	61.69%	1085330	4377770	5463100	61.69%	0.00%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	0.00%	-	-	-	0.00%	0.00%
Grand Total (A+B+C)	1464338	7391762	8856100	100.00%	1465530	7390570	8856100	100.00%	+0.27%

(ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% 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	NAND KISHORE RUNGTA	142800	1.613%	Nil	142800	1.613%	Nil	0.00%
2	URMILA RUNGTA	112700	1.273%	Nil	112700	1.273%	Nil	0.00%
3	DEEPAK RUNGTA	81700	0.922%	Nil	81700	0.922%	Nil	0.00%
4	RAM KUMAR RUNGTA	80500	0.908%	Nil	80500	0.908%	Nil	0.00%
5	SUNIL RUNGTA	61700	0.696%	Nil	61700	0.696%	Nil	0.00%
6	RAM CHANDRA RUNGTA	34200	0.386%	Nil	34200	0.386%	Nil	0.00%
7	SHALINI RUNGTA	31700	0.358%	Nil	31700	0.358%	Nil	0.00%
8	PUSHPA RUNGTA	1700	0.01%	Nil	1700	0.01%	Nil	0.00%
9	SHANTI RUNGTA	1700	0.01%	Nil	1700	0.01%	Nil	0.00%
10	MENAKSHI RUNGTA	1100	0.012%	Nil	1100	0.012%	Nil	0.00%
11	MAHABIR PRASAD RUNGTA	775100	8.75%	Nil	775100	8.75%	Nil	0.00%
12	RAM SWARUP RUNGTA	245800	2.775%	Nil	245800	2.775%	Nil	0.00%
13	SANJAY RUNGTA	38500	0.435%	Nil	38500	0.435%	Nil	0.00%
14	SKYBLUE EARTHMOVERS & INVESTMENT (P) LTD	652700	7.37%	Nil	652700	7.37%	Nil	0.00%
15	RANGOLI CONSTRUCTION (P) LTD	418200	4.72%	Nil	418200	4.72%	Nil	0.00%
16	ARVIND FUELS (P) LTD	256600	2.89%	Nil	256600	2.89%	Nil	0.00%
17	RANDEV ASSOCIATES (P) LTD	194000	2.191%	Nil	194000	2.191%	Nil	0.00%
18	RUNGTA PROJECTS LTD	99700	1.126%	Nil	99700	1.126%	Nil	0.00%
19	RUNGTA CARRIERS LTD	124000	1.400%	Nil		1.400%	Nil	0.00%
20	SATTERFIELD TRADE & INVESTMENT LTD	35600	0.402%	Nil	35600	0.402%	Nil	0.00%
21	BIR AUTO AGENCIES (P) LTD	3000	0.034%	Nil	3000	0.034%	Nil	0.00%

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

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1.	MAHABIR PRASAD RUNGTA						
	At the beginning of the year	N/A	N/A	775100	8.75%	775100	8.75%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	775100	8.75%	775100	8.75%
2.	RAM SWARUP RUNGTA						
	At the beginning of the year	N/A	N/A	245800	2.775%	245800	2.775%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	245800	2.775%	245800	2.775%
3.	SANJAY RUNGTA						
	At the beginning of the year	N/A	N/A	38500	.435%	38500	.435%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	38500	.435%	38500	.435%
4.	NAND KISHORE RUNGTA						
	At the beginning of the year	N/A	N/A	142800	1.613%	142800	1.613%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	142800	1.613%	142800	1.613%
5.	URMILA RUNGTA						
	At the beginning of the year	N/A	N/A	112700	1.273%	112700	1.273%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	112700	1.273%	112700	1.273%
6.	DEEPAK RUNGTA						
	At the beginning of the year	N/A	N/A	81700	.922%	81700	.922%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	81700	.922%	81700	.922%
7.	RAM KUMAR RUNGTA						
	At the beginning of the year	N/A	N/A	80500	0.908%	80500	0.908%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	80500	0.908%	80500	0.908%
8.	SUNIL RUNGTA						
	At the beginning of the year	N/A	N/A	61700	0.696%	61700	0.696%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	61700	0.696%	61700	0.696%



9.	RAM CHANDRA RUNGTA						
	At the beginning of the year	N/A	N/A	34200	0.386%	34200	0.386%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	34200	0.386%	34200	0.386%
10.	SHALINI RUNGTA						
	At the beginning of the year	N/A	N/A	31700	0.358%	31700	0.358%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	31700	0.358%	31700	0.358%
11.	PUSHPA RUNGTA						
	At the beginning of the year	N/A	N/A	1700	.019%	1700	.019%
	Changes during the year	N/A	N/A	NIL		NIL	
	At the end of the year	N/A	N/A	1700	.019%	1700	.019%
12.	SHANTI RUNGTA						
	At the beginning of the year	N/A	N/A	1700	.019%	1700	.019%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	1700	.019%	1700	.019%
13.	MENAKSHI RUNGTA						
	At the beginning of the year	N/A	N/A	1100	0.012%	1100	0.012%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	1100	0.012%	1100	0.012%
14.	SKYBLUE EARTMOVERS & INVESTMENT (P) LTD						
	At the beginning of the year	N/A	N/A	652700	7.370%	652700	7.370%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	652700	7.370%	652700	7.370%
15.	RANGOLI CONSTRUCTIONS (P) LTD						
	At the beginning of the year	N/A	N/A	418200	4.722%	418200	4.722%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	418200	4.722%	418200	4.722%
16.	ARVIND FUELS (P) LTD						
	At the beginning of the year	N/A	N/A	256600	2.897%	256600	2.897%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	256600	2.897%	256600	2.897%
17.	RANDEV ASSOCIATES (P) LTD						
	At the beginning of the year	N/A	N/A	194000	2.191%	194000	2.191%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	194000	2.191%	194000	2.191%

18.	RUNGTA PROJECTS LTD						
	At the beginning of the year	N/A	N/A	99700	1.126%	99700	1.126%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	99700	1.126%	99700	1.126%
19.	RUNGTA CARRIER LTD						
	At the beginning of the year	N/A	N/A	124000	1.400%	124000	1.400%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	124000	1.400%	124000	1.400%
20.	SATTERFIELD TRADE & INVESTMENT LTD						
	At the beginning of the year	N/A	N/A	35600	0.402%	35600	0.402%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	35600	0.402%	35600	0.402%
21.	BIR AUTO AGENCIES (P) LTD						
	At the beginning of the year	N/A	N/A	3000	0.034%	3000	0.034%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	3000	0.034%	3000	0.034%

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

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1.	PLEASURE INVESTMENT (P) LTD						
	At the beginning of the year	N/A	N/A	1322500	14.93%	1322500	14.93%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	1322500	14.93%	1322500	14.93%
2.	SAMARA REALTY (P) LTD						
	At the beginning of the year	N/A	N/A	1286600	14.52%	1286600	14.52%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	1286600	14.52%	1286600	14.52%
3.	MANORATH DISTRIBUTERS (P) LTD						
	At the beginning of the year	N/A	N/A	503465	5.68%	503465	5.68%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	503465	5.68%	503465	5.68%
4.	APEX FINANCE LTD						
	At the beginning of the year	N/A	N/A	500000	5.64%	500000	5.64%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	500000	5.64%	500000	5.64%



5.	JISL IRRIGATION (P) LTD						
	At the beginning of the year	N/A	N/A	164000	1.85%	164000	1.85%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	164000	1.85%	164000	1.85%
6.	JEWELROCK TRACON (P) LTD						
	At the beginning of the year	N/A	N/A	150000	1.69%	150000	1.69%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	150000	1.69%	150000	1.69%
7.	ORBIT VYAPAR (P) LTD						
	At the beginning of the year	N/A	N/A	91800	1.03%	91800	1.03%
	Changes during the year	N/A	N/A	NIL		NIL	
	At the end of the year	N/A	N/A	91800	1.03%	91800	1.03%
8.	VATSAL INVESTMENT (P) LTD						
	At the beginning of the year	N/A	N/A	75000	0.84%	75000	0.84%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	75000	0.84%	75000	0.84%
9.	RAJDHANI CARRIERS (P) LTD						
	At the beginning of the year	N/A	N/A	68000	0.76%	68000	0.76%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	68000	0.76%	68000	0.76%
10	ANNAPURNA COAL CARRIERS (P) LTD						
	At the beginning of the year	N/A	N/A	54800	0.61%	54800	0.61%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	54800	0.61%	54800	0.61%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1.	MAHABIR PRASAD RUNGTA						
	At the beginning of the year	N/A	N/A	775100	8.75%	775100	8.75%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	775100	8.75%	1322500	8.75%

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
Indebtedness at the beginning of the financial year				
i) Principal Amount	1160.22	9.30	0.00	1169.52
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	1160.22	9.30	0.00	1169.52
Change in Indebtedness during the financial year				
* Addition	0.00	0.00	0.00	0.00
* Reduction	(18.02)	(9.30)	0.00	(27.32)
Net Change	(18.02)	(9.30)	0.00	(27.32)
Indebtedness at the end of the financial year				
i) Principal Amount	1142.20	0.00	0.00	1142.20
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	1142.20	0.00	0.00	1142.20

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
	Name	M.P. Rungta	N.Krishnamurthy	Shruti Rungta	Tarun Megotia	(In Rs)
	Designation	CMD	JMD	WTD	WTD	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	8,40,000	17,97,949	2,38,800	6,05,147	34,81,896
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	1,00,800	3,09,476	NIL	56,160	4,66,436
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL	NIL
4	Commission - as % of profit - others, specify	NIL	NIL	NIL	NIL	NIL
		NIL	NIL	NIL	NIL	NIL
		NIL	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (A)	9,40,800	21,07,425	2,38,800	6,61,307	39,48,332

**B. Remuneration to other Directors**

SN.	Particulars of Remuneration	Name of Directors		Total Amount (In Rs)
		S.K. Poddar	Devanand Mishra	
1	Independent Directors			
	Fee for attending Board Committee meetings	48000	48000	96000
	Commission	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL
	Total (1)	48000	48000	96000
2	Other Non-Executive Directors	NIL	NIL	NIL
	Fee for attending Board Committee meetings	NIL	NIL	NIL
	Commission	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL
Total (B)=(1+2)		48000	48000	96000
Total Managerial Remuneration				40,44,332

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

SN.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount (Rs/Lac)
		Pooja Juneja	Bajrang Singh Shekhawat	
	Name	Pooja Juneja	Bajrang Singh Shekhawat	(Rs/Lac)
	Designation	Company Secretary	Chief financial officer(CFO)	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	5,37,008	5,16,000	10,53,008
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL
	- as % of profit	NIL	NIL	NIL
	- others, specify	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL
Total		5,37,008	5,16,000	10,53,008

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:						
Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)	
A. Company						
Penalty	N/A	N/A	N/A	N/A	N/A	
Punishment	N/A	N/A	N/A	N/A	N/A	
Compounding	N/A	N/A	N/A	N/A	N/A	
B. DirectorS						
Penalty	N/A	N/A	N/A	N/A	N/A	
Punishment	N/A	N/A	N/A	N/A	N/A	
Compounding	N/A	N/A	N/A	N/A	N/A	
C. OTHER OFFICERS IN DEFAULT						
Penalty	N/A	N/A	N/A	N/A	N/A	
Punishment	N/A	N/A	N/A	N/A	N/A	
Compounding	N/A	N/A	N/A	N/A	N/A	

Date : 11th August 2015
Place: New Delhi

For and on Behalf of the Board
For Rungta Irrigation Ltd.

Sd/-
(M.P.RUNGTA)
Chairman cum Managing Director



SECRETARIAL AUDIT REPORT

CIN	L74899DL1986PLC023934
AUTHORISED CAPITAL	Rs. 160,000,000/-
PAID UP CAPITAL	Rs. 88,561,000/-

To,

The Board of Directors

RUNGTA IRRIGATION LIMITED

101, Pragati Towers,

Rajendra Place,

New Delhi-110008

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **RUNGTA IRRIGATION LIMITED** ("the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing opinion thereon.

Based on our 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 authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent and in the manner reported hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2015 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 under that Act;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed under that Act;
- iv. The Foreign Exchange Management Act, 1999 and the Rules and Regulations made under that Act to the extent applicable to the Export of Irrigation Pipes;
- 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;~~
- vi. Industrial Disputes Act, 1947, Payment of Bonus Act, 1965, Minimum Wages Act, 1948, Payment of Gratuity Act, 1972, Workmen's Compensation Act, 1923, Employees' State Insurance Act, 1948, Employees' Provident Fund and all other Labour Laws, Rules and Regulations applicable to the Company.

We 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 Listing Agreements entered into by the Company with Bombay Stock Exchange. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:
 1. As per the explanations and information furnished to us by the officers and agents of the Company for the compliances under FEMA to the extent applicable to the Export of Irrigation Pipes; Company is having valid Export License and is regular in submitting of SDF form.
 2. As per the explanations and information furnished to us by the officers and agents of the Company for not following Secretarial Standards issued by The Institute of Company Secretaries of India citing reason as it is not mandatory on the Company.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

We 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.

**For AMIT KUMAR
Company Secretaries**

Sd/-
Amit Kumar
Proprietor
FCS-5917
CP-6184

Place: New Delhi
Date : 28-05-2015



Form - A

Form for disclosure of particulars with respect to conservation of energy

A. Power and Fuel consumption

1. Electricity

	Current Year	previous Year
a. Purchased		
Unit	2286961	2811475
Total amount	Rs. 16302632	Rs. 19017183
Rate /unit	Rs. 7.13	Rs. 6.76
b. Own generation		
I. Through diesel generator		
Units	201209	189181
Units per-ltr. Of diesel oi	4.82	4.61
Cost/unit	Rs. 11.09	Rs. 11.98

B. Consumption per units of production

	Current Year	Previous Year
Electricity	0.51 Per Kg.	0.92 Per Kg.

INDEPENDENT AUDITOR'S REPORT

To

The Members of

M/s RUNGTA IRRIGATION LIMITED

Report On the Financial Statements

We have audited the accompanying financial statements of M/s Rungta Irrigation Limited ("the Company"), having Regd. office at 101, Pragati Tower, 26, Rajendra Place, New Delhi-110008 which comprise the Balance Sheet as at March 31, 2015 and the Statement of Profit and Loss and 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 stated 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 maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent, and design, implementation and maintenance of adequate internal controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records relevant to the preparation and presentation of 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 the 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 financial statement that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the 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 ,



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RUNGTA IRRIGATION LIMITED

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015;
- 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 Cash Flow Statement, of the cash flow of the Company for the year ended on that date.

Report on other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2015 (the Order) issued by the Central Government of India in terms of sub-section (ii) 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 , to the extent applicable.

As required by section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet and the Statement of Profit and Loss 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, 2015, taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2015, from being appointed as a Director in terms of section 164(2) of the Act.
- f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - a. The Company has disclosed the impact of pending litigations on its financial position in its financial statements -Refer Note no 26(3) to the financial statements.
 - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - c. There has been no delay in transferring amounts, if required to be transferred, to the Investor Education and Protection Fund of the Company.

For ANDROS & CO.

CHARTERED ACCOUNTANTS
(Regn. No-008976N)

Date : 28/05/2015
Place: New Delhi

(BRIJ BHUSHAN GARG)
PARTNER
M. No. 084865

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in our report of even date)

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) As explained to us, the fixed assets have been physically verified by the management during the year in phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (ii) (a) As explained to us, inventory has been physically verified by the management at regular intervals during the year. In our opinion, the frequency of such verification is reasonable.
- (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) On the basis of our examination of the records of inventory, we are of the opinion that the Company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records have been properly dealt with in books of account.
- (iii) (a) The Company has given unsecured advances to Ramgarh Sponge Iron Pvt. Ltd. which is covered under section 189 of the Companies Act, 2013. During the said year Company has also taken unsecured advances from the said Company and transactions thereof are duly recorded in the register maintained for this purpose. At the end of the year, the net amount of Rs. Nil (Previous year Rs. Nil) stands Receivable/ payable by the Company under audit (Refer Note no 26(17)b. As per explanation given to us all the above transactions have been made in the normal course of business and are prima facie not prejudicial to the interest of the Company.
- (b) The Company has taken unsecured long term deposits as disclosed in Note no -4 of the financial statements which includes Rs. 899.62 lacs from Vaishno Devi Vinimay Pvt Ltd payable as on 31.03.2015(Previous year Rs. 657 lacs) .which is covered under section 189 of the Companies Act, 2013.
- (c) In our opinion, the terms and conditions on which advances /deposits were given or taken by the Company, secured or unsecured are prima facie not prejudicial to the interest of the Company.
- (d) According to information and explanations given to us no interest is charged or given on the above transactions.
- (i) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of inventories and fixed assets and sale of goods and services. In our opinion and according to the information and explanations given to us, there is no continuing failure to correct major weakness in internal control system.
- (ii) The Company has not accepted any deposits from the public in accordance with the provisions of sections 73 to 76 of the Companies Act and the rules framed there under.
- (iii) We have broadly reviewed the records maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under sub-section 1 of Section 148 of the Companies Act and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the records with a view to determine whether they are accurate or complete.
- (iv) (a) According to the records of the Company, the Company has generally been regular in depositing with appropriate authorities, the undisputed statutory dues including Provident Fund, Investor Education and Protection Fund (except the unpaid dividend of Rs. 9.89 Lac(Prev.year 9.89lac)



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RUNGTA IRRIGATION LIMITED

held in abeyance due to pending legal cases), Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other statutory dues applicable to it.

According to the information and explanation given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March' 31.2015 for a period of more than six months from the date they became payable except the dues of unpaid Dividend of Rs. 9.89 Lacs (Previous year Rs. 9.89 lacs) which is held in abeyance due to pending legal cases.

- (b) According to the information given by the Company and its record, the following are the details of dues outstanding as on 31.03.2015 on account of disputed cases in respect of Sales Tax, Excise Duty, Income Tax, Custom Tax, Wealth Tax, Cess and Service Tax:
- (v) The Company does not have any accumulated losses at the end of the year and has not incurred cash losses during the year and in the immediately preceding financial year.

S. No	Name of Statute	Nature of dues	Forum where dispute is pending	Amount (Rs. In Lac)
1	Central Sales Tax Act and Sales Tax/VAT Acts of various States	Central Sales Tax and Sales Tax /VAT of Various States	High Court Trade Tax Tribunal JC/ DC (Appeal)	12.75
2	Central Excise Act,	Service Tax	Commissioner, Appeals	1.52

- (vi) Based on our audit procedures and according to the information and explanations given by the management, we are of the opinion that the Company has not defaulted in re-payment of dues to Bank or Financial Institutions or Debenture Holders.
- (vii) In our opinion and according to the information and explanation to us, the Company has not given any guarantee for loans taken by others from any Bank or Financial Institutions.
- (viii) According to the records of the Company, the term loans obtained by the Company have been applied for the purpose for which it is obtained
- (ix) In our opinion and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

For ANDROS & CO.
CHARTERED ACCOUNTANTS
(Regn. No-008976N)

(BRIJ BHUSHAN GARG)

PARTNER
M. No. 084865
DATED: 28/05/2015
PLACE: DELHI

Rungta Irrigation Limited
Balance Sheet As At 31st March, 2015

Particulars EQUITY AND LIABILITIES	Note No.	As At 31st March, 2015	As At 31st March, 2014
Shareholders Funds			
Share Capital	1	8,85,61,000	8,85,61,000
Reserves and Surplus	2	48,46,08,645	46,44,37,265
Non-current Liabilities			
Long-Term Borrowings	3	6,25,156	20,29,187
Long Term Liabilities -Other	4	18,66,01,421	10,32,70,421
Current Liabilities			
Short-Term Borrowings	5	11,22,80,024	11,23,45,088
Trade Payables	6	5,30,93,917	1,83,21,681
Other Current Liabilities	7	6,55,04,855	6,02,76,298
Short-Term Provisions	8	1,11,15,855	1,18,83,189
Total		1,00,23,90,873	86,11,24,129
ASSETS			
Non-current Assets			
Fixed Assets			
Tangible Assets	9	9,18,57,972	10,17,32,153
Intangible Assets	9	3,987	31,561
Capital Work -in-Progress	9	72,37,563	15,54,394
Non-current Investments	10	21,14,67,265	22,48,85,150
Deferred Tax Assets (Net)	11	52,85,321	37,67,965
Long-term Loans and Advances	12	3,06,97,334	3,72,35,956
Current Assets			
Inventories	13	10,63,08,080	12,91,93,089
Trade Receivables	14	32,93,62,744	25,18,73,689
Cash and Cash Equivalents	15	2,52,39,056	1,83,87,618
Short-term Loans and Advances	16	19,37,90,619	9,18,23,929
Other Current Assets	17	11,40,932	6,38,625
Total		1,00,23,90,873	86,11,24,129

Significant Accounting Policies and Additional Information 26 - -

The notes referred to above form an integral part of the Financial Statements

As per our report of even date annexed
For ANDROS & Co.
Chartered Accountants

For and on Behalf of the Board of Directors

Sd/-
BRIJ BHUSHAN GARG
Partner
Membership No. 084865
New Delhi, 28th May, 2015

Sd/-
M. P. Rungta
Chairman and
Managing Director

Sd/-
Tarun Megotia
Executive Director

Sd/-
Pooja Juneja
Company Secretary



SYMBOL OF
QUALITY

RUNGTA IRRIGATION LIMITED

Rungta Irrigation Limited
Statement of Profit and Loss for the year ended 31st March, 2015

Particulars	Note No.	For The Year Ended 31st March, 2015	For The Year Ended 31st March, 2014
Revenue :			
Revenue from Operations	18	63,66,26,481	64,01,88,045
Other Income	19	3,50,54,616	1,02,04,417
Total Revenue		67,16,81,097	65,03,92,462
Expenses:			
Cost of Materials Consumed	20	45,58,72,839	44,44,43,804
Purchases of Stock-in-Trade			
Changes in Inventories of Finished goods,	-	1,12,42,148	4,02,93,097
Work-in-progress and Stock-in-Trade	21	82,77,953	(2,49,48,580)
Other Direct Manufacturing Expenses	22	3,35,06,657	4,03,12,535
Employee Benefits Expense	23	4,74,99,862	4,35,65,561
Finance Costs	24	1,20,59,891	1,16,01,283
Depreciation and Amortization Expenses	9	1,40,00,543	1,32,27,226
Other expenses	25	6,45,35,462	6,70,30,385
Total Expenses		64,69,95,355	63,55,25,311
Profit Before Tax		2,46,85,742	1,48,67,151
		2,46,85,742	1,48,67,151
Provision For Current Tax		(49,40,000)	(57,00,000)
Provision For Deferred Tax		15,17,356	7,22,805
Profit After Tax		2,12,63,098	98,89,956
Income Tax Related To Last Year		-	-
Profit For the Year		2,12,63,098	98,89,956
Earning Per Share			
Basic Earning Per Share(Rs)		2.40	1.12
Diluted Earning Per Share(Rs)		2.40	1.12

Additional Information and Significant Accounting Policies 26

The notes referred to above form an integral part of the Financial Statements

As per our report of even date annexed
For ANDROS & Co.
Chartered Accountants

Sd/-
BRIJ BHUSHAN GARG
Partner
Membership No. 084865
New Delhi, 28th May, 2015

Sd/-
M. P. Rungta
Chairman and
Managing Director

Sd/-
Tarun Megotia
Executive Director

Sd/-
Pooja Juneja
Company Secretary

RUNGTA IRRIGATION LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2015

PARTICULARS	For the year ended 31-03-2015 Rs.	For the year ended 31-03-2014 Rs.
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before Tax and extraordinary items	2,46,85,742	1,48,67,151
Adjustment for:		
Depreciation	1,40,00,543	1,32,27,226
Interest paid	98,09,509	1,01,52,030
Dividend Received	(45,308)	(30,331)
Loss/ (Profit) on Sale of Assets	2,96,938	(56,458)
Interest Income	(1,65,94,463)	(83,74,584)
Operating profit before working capital changes	3,21,52,961	2,97,85,034
Adjustment for :		
Trade & other receivables	(12,31,39,814)	5,62,08,388
Inventories	2,28,85,009	(2,30,59,263)
Trade & other payables	12,25,64,459	(3,47,35,290)
Cash generated from operations	5,44,62,615	2,81,98,869
Direct Taxes refund/(paid)	(49,40,000)	(57,00,000)
Cash Flow before extraordinary items	4,95,22,615	2,24,98,869
Extraordinary items	-	-
Net Cash From Operating Activities (A)	4,95,22,615	2,24,98,869
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(1,17,18,439)	(1,15,94,901)
Sales of Fixed Assets	5,47,826	5,61,637
Sales of/ Recovery from Investment	1,34,17,885	15,88,500
Purchase of Investments	-	-
Dividend Received	45,308	30,331
Interest Income	1,65,94,463	83,74,584
Loan to other Corporate	(5,02,79,616)	(1,97,84,000)
Net Cash Used in investing activities (B)	(3,13,92,573)	(2,08,23,849)
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Issue of Share Capital/ Warrant	-	-
Unpaid Call Received		
Working Capital Loans	(65,064)	2,97,49,546
Long Term Secured Loans	(4,74,031)	(11,70,004)
Long Term Unsecured Loans	(9,30,000)	-
Dividend/ Dividend Tax paid /Redeemed share	-	(2,50,00,000)
Interest Paid	(98,09,509)	(1,01,52,030)
Net Cash used in Financing Activity (C)	(1,12,78,604)	(65,72,488)
Net Increase in Cash & Cash Equivalents (A+B+C)	68,51,438	(48,97,468)
Cash & Cash Equivalents (opening)	1,83,87,618	2,32,85,086
Cash & Cash Equivalents (closing)	2,52,39,056	1,83,87,618

As per our report of even date annexed
For ANDROS & Co.
Chartered Accountants

Sd/-
BRIJ BHUSHAN GARG
Partner
Membership No. 084865
New Delhi, 28th May, 2015

For and on Behalf of the Board of Directors

Sd/-
M. P. Rungta
Chairman and
Managing Director

Sd/-
Tarun Megotia
Executive Director

Sd/-
Pooja Juneja
Company Secretary



Rungta Irrigation Limited
Notes on Financial Statements

1	Particulars	As At 31st March 2015	As At 31st March 2014
	Share Capital		
	Authorised Share capital	-	-
	10000000 (10000000) Equity Shares of Rs-10/- Each	10,00,00,000	10,00,00,000
	500000 (500000) 12% Redeemable Cumulative Preference Shares of Rs-100/- Each	5,00,00,000	5,00,00,000
	100000 (100000) Redeemable Cumulative Preference Shares of Rs-100/- Each	1,00,00,000	1,00,00,000
	Total	16,00,00,000	16,00,00,000
	Issued, Subscribed & Paid-Up		
	8856100 (8856100) Equity Shares of Rs-10/- Each	8,85,61,000	8,85,61,000
	NIL (NIL) 12% Redeemable Cumulative Preference Shares of Rs-100/- Each	-	-
	Total	8,85,61,000	8,85,61,000
	a) The Reconciliation of the Number Of Shares outstanding is set out below		
	Particulars	As At 31.3.15	As At 31.3.14
		No. of Share	No. of Share
	Equity Shares at the beginning of the year	8856100	8856100
	Shares issued during the year	-	-
	Equity Shares at the end of the year	8856100	8856100
	Preference Shares at the beginning of the year	-	250000
	Shares issued during the year	-	-
	Redeemed During the Year	-	250000
	Preference Shares at the end of the year	-	-
	b) Right/preference/restrictions attached to equity shares		
	Terms/rights attached to equity shares: The Company has only one class of equity shares having at par value of Rs.10 per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of Company after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the share holders.		
	c) The details of Shareholders holding more than 5% shares:		
	Name of shareholder	As At 31.3.15	As At 31.3.14
		No. Of Share	No. Of Share
		%Held	%Held
	Skyblue EarthMovers & Investment Pvt. Ltd.	652700	652700
		7.37	7.37
	Pleasure Investment Pvt Ltd	1322500	1322500
		14.93	14.93
	Samara Realty Pvt Ltd	1286600	1286600
		14.53	14.53
	Apex Finance Ltd	500000	500000
		5.65	5.65
	Manorath Distributors Pvt Ltd	503465	503465
		5.68	5.68
	M.P.Rungta	775100	775100
		8.75	8.75
	d) Aggregate number of bonus shares issued and share issued for consideration other than cash during the period of five years immediately preceding the reporting date.		
	The Company has not issued any bonus shares nor has been any buy back of shares during five years immediately preceding 31st march 2015.		
	2		
	Reserves & Surplus		
	Capital Redemption Reserve	5,00,00,000	
	As Per Last Balance Sheet	-	5,00,00,000
	Add: Transferred From Profit & Loss		5,00,00,000
	Security Premium	24,69,36,572	
	As Per Last Balance Sheet	-	24,69,36,572
	Add: On Issue of Shares		24,69,36,572
	General Reserve	12,08,94,457	
	As Per Last Balance Sheet	(10,91,718)	
	Less- Effect of change In useful life of the assets (Refer Note No 26(1)b)	-	11,98,02,739
	Add: Transferred From Profit & Loss	4,66,06,236	12,08,94,457
	Profit & Loss Account Balance	2,12,63,098	
	Add: Transferred from Statement of Profit and Loss	-	6,78,69,334
	Less- Transferred To Capital Redemption Reserve	-	4,66,06,236
	Total	48,46,08,645	46,44,37,265

Rungta Irrigation Limited
Notes on Financial Statements

Particulars	As At 31st March 2015	As At 31st March 2014
3 Long Term Borrowings		
a-Secured		
Vehicle Loans		
- From Banks	19,37,646	32,16,110
- From Financial Companies	2,466	4,61,003
	19,40,112	36,77,113
Less: Shown in current maturities of long-term debt (Refer Note 7)	(13,14,956)	(25,77,926)
(Secured by hypothecation of respective vehicle and personal guarantee of director of the Company)		
(Terms of Repayment- Repayable in Monthly Installments. The amount will be fully paid by NOV:2018)	-	-
Total-A	6,25,156	10,99,187
b-Un-Secured		
From Related Parties (Interest Free)	-	2,30,000
From Others (Interest Free)	-	7,00,000
Total-B	-	9,30,000
Total-A+B	6,25,156	20,29,187
4 Long Term Liability Other		
Unpaid dividend #	9,89,450	9,89,450
Other Deposits ##	18,56,11,971	10,22,80,971
Total	18,66,01,421	10,32,70,421
# The amount kept in abeyance due to legal cases pending.		
## Unsecured Taken from Corporates long term interest free		
5 Short Term Borrowings		
Secured		
Loans repayable on demand- Working Capital Loan		
From Banks- Allahabad Bank	11,22,80,024	11,23,45,088
(Secured by exclusive hypothecation of stock of Raw material, work-in-progress, finished goods, consumable stores, book debts and other current assets of the company, both present and future. and mortgage of Land. The loan is further guaranteed by the Directors.)		
Total	11,22,80,024	11,23,45,088
6 Trade Payables		
Micro, Small and Medium Enterprises	1,77,827	-
Others	5,29,16,090	1,83,21,681
Total	5,30,93,917	1,83,21,681
7 Other Current Liabilities		
Current Maturities of Long-term Debts		
- Vehicle Loan - From Banks	13,12,490	21,16,923
- Vehicle Loan - From Financial Companies	2,466	4,61,003
Interest Accrued and due on Borrowings	-	-
Advances from Customers	2,27,45,574	2,03,13,919
Trade Deposits	82,15,786	81,29,421
Statutory Dues	48,09,854	17,47,068
Other Liabilities #	2,43,02,611	1,79,61,531
Liability for Expenses	41,16,074	95,46,433
Total	6,55,04,855	6,02,76,298
# Including Rs-337000/- (PY- Rs-8815957/-) related parties (interest free)		
8 Short Term Provisions		
Provision for employee benefits		
Bonus and Reward	9,73,929	8,98,772
Leave Encashment	6,60,811	5,57,100
Gratuity	32,70,390	27,37,544
Provision for Income Tax	49,40,000	57,00,000
Excise Duty Payable on Finished Goods	12,70,725	19,89,773
Total	1,11,15,855	1,18,83,189

RUNGTA IRRIGATION LIMITED
SCHEDULES TO AND FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2015
Note No '9'
FIXED ASSETS AND DEPRECIATION
(Amount in Rs.)

	Particulars	Gross Block				DEPRECIATION					Net Block		
		As on 01.04.2014	Addition	Sale/TRF	As on 31.03.2015	Up to 01.04.2014	Less-Trfd to Reserve	For the year	Adj. on Sale	Up to 31.03.2015	As on 31.03.2015	As on 31.03.2014	
	Tangible Assets												2014
1	Land	3,89,23,582			3,89,23,582	-	-	-	-	-	3,89,23,582	3,89,23,582	
2	Staff Building	23,83,736			23,83,736	13,31,289	52,810	53352	-	14,37,451	9,46,285	10,52,447	71,872.55
3	Factory Building	1,82,10,212	17,78,302		1,99,88,514	1,15,48,759	(28,081)	701544	-	1,22,22,222	77,66,292	66,61,453	12,22,222.20
4	Office Premises	54,97,080	-		54,97,080	26,65,998	4,27,028	157834	-	32,50,860	22,46,220	28,31,082	1,62,543.00
5	Furniture & Fixture	30,46,133	22,000		30,68,133	24,06,406	(42,405)	198530	-	25,62,531	5,05,602	6,39,727	4,63,818.11
6	Plant & Machinery	10,57,79,904	14,15,042	2,98,570	10,68,96,376	7,49,23,435	13,92,319	6245026	1,24,612	8,24,36,168	2,44,60,208	3,08,56,469	1,23,65,425.20
7	Earthmoving Equip.	3,84,05,912			3,84,05,912	3,78,96,511	7,201	67170	-	3,79,70,882	4,35,030	5,09,401	1,13,91,264.60
8	Office Equipment	76,50,766	25,806	-	76,76,572	56,27,183	(9,26,604)	505484	-	52,06,063	24,70,509	20,23,583	7,24,163.36
9	Vehicles	5,87,89,891	10,82,310	28,02,980	5,70,69,221	4,20,73,187	(4,44,510)	5261095	24,29,112	4,44,60,660	1,26,08,561	1,67,16,704	1,15,10,864.87
10	Lorries	97,88,307	13,76,572		1,11,64,879	94,41,776	4,10,257	324284	-	1,01,76,317	9,88,562	3,46,531	30,52,895.10
11	Computer	47,08,198	38,300		47,46,498	44,21,784	52,277	107726	-	45,81,787	1,64,711	2,86,414	18,32,714.80
12	Electric Instalation	19,54,438			19,54,438	10,69,678	1,88,818	353532	-	16,12,028	3,42,410	8,84,760	-
	Intangible Assets				-					-	-	-	-
1	Computer Software	1,84,057			1,84,057	1,52,496	2,608	24966		1,80,070	3,987	31,561	72,028.00
					-					-	-	-	-
	SUB-TOTAL	29,53,22,216	57,38,332	31,01,550	29,79,58,998	19,35,58,502	10,91,718	1,40,00,543	25,53,724	20,60,97,039	9,18,61,959	10,17,63,714	-
	CWIP	15,54,394	56,83,169	-	72,37,563	-					72,37,563	15,54,394	-
	TOTAL	29,68,76,610	1,14,21,501	31,01,550	30,51,96,561	19,35,58,502	10,91,718	1,40,00,543	25,53,724	20,60,97,039	9,90,99,522	10,33,18,108	-
	Previous Year	28,78,64,287	1,15,94,901	25,82,578	29,68,76,610	18,24,08,676	-	1,32,27,226	20,77,400	19,35,58,502	10,33,18,108	10,54,55,611	4,28,69,811.80

Rungta Irrigation Limited
Notes on Financial Statements

Particulars					As At 31st March 2015	As At 31st March 2014
10	Non Current Investments					
	a. Long Term non-trade Investment valued at cost					
	Investment in fully paid up Equity Shares					
		31.3.15		31.3.14		
	I-Unquoted	No. of Shares	Rs	No. of Shares	Rs	
	Akshay Ispat Udyog Pvt Ltd of Rs-100/- each.	27500	2750000	27500	2750000	
	#JISL Irrigation Ltd. of Rs-10/- each.	18400	462301	18400	462301	
	Manorath Distributors Pvt. Ltd.Rs-10/- each.	350000	35000000	350000	35000000	
	#- Ramgarh Sponge Iron (P) Ltd.Rs-10/- each.	4836120	140926000	4836120	140926000	
	#Samara Reality Pvt. Ltd.Rs-100/- each.	-	-	158000	11920385	
	Trambakam Flour Mills Ltd.Rs-100/- each.	15750	1575000	15750	1575000	
	Jharkhand Ispat P. Ltd.Rs-10/- each.	500000	5000000	500000	5000000	
	#Rungta Carrier Ltd.Rs-10/- each.	1000000	10000000	1000000	10000000	
	Total		195713301		207633686	
	#-Company under same Management					
	II-Quoted	31.3.15		31.3.14		
	Caprihans India Ltd.Rs-10/- each.	10	528	10	528	
	DLF Limited Rs-2/- each.	1000	273643	1000	273643	
	Eveready Industries Ltd.Rs-5/- each.	333	47504	333	47504	
	Finolex Industries Ltd	100	1495	100	1495	
	Gammon India Ltd. Ltd Rs-2/- each.	100	2071	100	2071	
	Hindalco Ltd Rs-1/- each.	4000	196398	4000	196398	
	Hydro S&S Ind.Ltd.Rs-10/- each.	10	249	10	249	
	Jindal Poly Films Ltd.Rs-10/- each.	1000	544266	1000	544266	
	Jindal Poly Films FIN Ltd.Rs-10/- each.(Bonus Share)	250	-	-	-	
	Mcleod Russell India Limited Rs-10/- each.	333	47505	333	47505	
	Nil Kamal Plastics Ltd.Rs-10/- each.	100	3172	100	3172	
	Nocil Ltd Rs-10/- each.	200	2152	200	2152	
	Padmini Tech Ltd.Rs-10/- each.	100	306	100	306	
	Peacock Industries Ltd.Rs-10/- each.	100	516	100	516	
	Pearls Polymers Ltd.Rs-10/- each.	100	1981	100	1981	
	Reliance Communication Ltd.Rs-10/- each.	2000	396164	2000	396164	
	Reliance Industriess Ltd Rs-10/- each.	250	181011	250	181011	
	Sangam Aluminium Ltd.Rs-10/- each.	13200	38595	13200	38595	
	Suzlon Energy Limited Rs-2/- each.	1000	52242	1000	52242	
	Tata Steel Ltd Rs-10/- each.	2000	356948	2000	356948	
	Unitech Ltd. Rs-2/- each.	1000	44147	1000	44147	
	Total		2190893		2190893	
	Aggregate Market Value Of quoted Investment is Rs-2307821/-,Previous year Rs-2369926/-					
	b. Long Term Trade Investment					
	Investment in the Capital Of Partnership Firms					
	Ajanta Mineral ,Kishan Maharaj & Co and					
	Maruti Minerals	13563071		15060571		
	Total			21,14,67,265	22,48,85,150	
11	Deferred Tax Assets(Net)					
	Accrued Expenses deductible on payment basis		1301320		1360554	
	Depreciation difference		3984001		2407411	
	Net Deferred Tax Assets		5285321		3767965	
				52,85,321	37,67,965	
12	Long Term Loans and Advances					
	Capital Advances					
	Unsecured, considered good					
	Loan to Body Corporate			2,30,33,852	3,00,33,852	
	Security Deposits			76,63,482	72,02,104	
	Unsecured, considered good					
	Total			3,06,97,334	3,72,35,956	
13	Inventories (Valued at Cost or Net Realisable Value whichever is lower)*					
	Raw Materials and Components			93,64,744	2,47,52,518	
	Goods-in transit			-	-	
	Work-in-progress **			71,52,799	68,88,562	
	Finished Goods			8,58,61,912	9,44,04,102	
	Stock-in-trade			-	-	
	Stores and spares			39,28,625	31,47,907	
	** Includes Rs 430301/- (Previous Year Rs 72320/-) Materials lying with Third Parties for Processing					
	Total			10,63,08,080	12,91,93,089	
	*as taken, valued and certified by the Management					
14	Trade Receivables					
	Trade Receivables outstanding for a period less than six months			19,21,31,569	9,59,90,073	
	Unsecured, considered good					
	Trade Receivables outstanding for a period exceeding six months			13,72,31,175	15,58,83,616	
	Unsecured, considered good					
	Total			32,93,62,744	25,18,73,689	



Rungta Irrigation Limited
Notes on Financial Statements

15 Particulars	As At 31st March 2015	As At 31st March 2014
Cash and Bank Balances		
Cash on hand		
Cheques, drafts on hand	50,96,369	14,63,910
Balances with banks	-	-
- In Current accounts (With Scheduled Bank)	-	-
- In Current accounts (With Other Banks)	71,70,484	45,27,266
- In Fixed Deposits (with scheduled Bank) *	26,326	26,326
“(Pledged with Bank as Margin Money and Includes Rs- 4488000/- (PY- Rs 5479000/-)with maturity of more than 12 months) ”	1,29,45,877	1,23,70,116
Total	2,52,39,056	1,83,87,618
16 Short-term Loans and Advances		
Unsecured, considered good		
Loans and advances to Staff & Workers	14,04,991	15,71,420
Loan to Others	8,62,79,616	3,60,00,000
Income Tax Deducted at Source (Receivable)	93,75,420	1,01,48,057
Balance with Central Excise Authorities	2,82,084	8,61,838
Commercial Taxes Receivables	64,985	-
Excise/Commercial Taxes under Appeal	1,50,187	37,09,503
CENVAT /Service Tax Receivable	19,72,432	1,472
Advances to suppliers	5,58,05,859	2,58,75,031
Other Advance	3,84,55,045	1,36,56,608
Total	19,37,90,619	9,18,23,929
17 Other Current Assets		
Prepaid Expenses	9,90,990	4,88,683
Interest Accrued	1,49,942	1,49,942
Total	11,40,932	6,38,625
18 Revenue from Operations		
Export Sales	1,53,18,184	5,05,78,402
Domestic Sales		
Drip	8,57,36,306	7,92,83,959
HDPE	30,22,14,511	38,68,18,473
PVC	21,25,73,195	4,24,03,333
Aluminium	3,15,28,240	4,28,08,465
Spare Parts	37,24,701	29,04,348
Trading Sales		
Coal	1,13,73,929	4,07,48,283
	66,24,69,066	64,55,45,263
Less:Excise Duty	(2,58,42,585)	(53,57,218)
Total	63,66,26,481	64,01,88,045
19 Other Income		
Hire Charges Receipts	8,80,000	9,00,000
-Dividend on shares	45,308	30,331
Interest on Loan & Deposits	1,65,94,463	83,74,584
Sundry Balances W. Off/Back	8,18,976	39,280
Long Term Capital Gain	1,61,15,615	-
Profit / (Loss)on sale of fixed assets	-	56,458
Miscellaneous Income	6,00,254	8,03,764
Total	3,50,54,616	1,02,04,417
20 Cost of Materials Consumed		
Opening Stock	2,47,52,518	2,62,60,616
Add : Purchases during the year	44,04,85,065	44,29,35,706
Less : Closing Stock	93,64,744	2,47,52,518
Material Consumed	45,58,72,839	44,44,43,804
Material consumed comprises of :		
HDPE Granules	14,35,75,220	18,38,80,002
LLDPE Granules	1,78,16,542	1,82,16,542
PVC Resin	17,61,01,950	4,51,40,153
Aluminium Pipes	2,83,18,504	3,85,30,300
Other Spare Parts*	9,00,60,623	15,86,76,807
* Others include raw materials, components and spare parts, none of which individually accounts for more than 10 % of the total consumption.		
Total	45,58,72,839	44,44,43,804

Rungta Irrigation Limited
Notes on Financial Statements

	As At 31st March 2015	As At 31st March 2014
21 Changes in Inventories of Finished goods, Work-in-progress and Stock-in-Trade		
Opening Stock		
- Finished goods	9,44,04,102	7,27,53,655
- Work-in-progress	68,88,562	35,90,429
- Stock In Transit	-	-
	10,12,92,664	7,63,44,084
Closing Stock		
- Finished goods	8,58,61,912	9,44,04,102
- Work-in-progress	71,52,799	68,88,562
- Stock In Transit	-	-
	9,30,14,711	10,12,92,664
Changes in inventories	82,77,953	(2,49,48,580)
22 Other Direct Manufacturing Expenses		
Power & Fuel	1,87,59,565	2,36,02,288
Carriage & Octroi (Inward)	42,63,410	51,60,810
Processing Charges	3,426	15,23,017
Consumable Stores	58,53,624	60,43,288
Repair & Maintenance :		
- Plant & Machinery	17,85,242	12,48,036
- Building	1,84,891	1,42,054
- Others	1,15,838	50,724
Other Manufacturing Expenses	32,59,709	16,71,374
Excise Duty*	(7,19,048)	8,70,944
Total	3,35,06,657	4,03,12,535
* Excise Duty Difference Of Opening and Closing of Finished Goods and Excise Duty borne by company		
23 Employee Benefits Expenses		
Salaries and incentives	3,90,54,525	3,68,38,664
Contributions to -	-	-
- Gratuity Fund	5,44,927	2,89,300
- Provident and other Funds	28,07,622	22,13,195
Workmen & Staff Welfare Expenses	50,92,788	42,24,402
Total	4,74,99,862	4,35,65,561
24 Finance Costs		
Interest on Loans for Fixed Period	5,73,020	4,46,332
Interest Other & Bank	92,36,489	97,05,698
Bank Charges	16,98,581	18,07,537
Finance Costs (Preference share)	-	-
Exchange Fluctuation	5,51,801	(3,58,284)
Total	1,20,59,891	1,16,01,283
25 Other Expenses		
Advertisements Expenses	8,11,078	2,36,580
Auditors Remuneration		
- Statutory Audit	2,30,900	2,30,900
- Tax Audit	50,000	50,000
Carriage Outwards	1,11,41,761	1,15,04,299
Sales Promption	30,17,923	43,31,217
Discount	2,64,583	5,84,054
Electricity & Water Expenses	8,93,166	7,49,358
Insurance Charges	5,68,641	11,36,525
Legal & Professional Charges	10,29,130	8,75,544
Telephone & Postage Expenses	11,45,730	12,22,957
Rent Expenses	43,79,885	39,24,813
Rates and taxes	10,23,302	9,95,704
Installation Expenses	16,09,567	2,94,855
Commission to selling agents	2,00,91,220	1,97,16,103
Travelling & Conveyance Expenses	63,01,035	69,70,638
Vehicle Running & Maintenance	30,03,521	47,87,932
Miscellaneous Expenses	82,41,855	87,97,816
Loss on sale of Fixed assets	2,96,938	-
Bad Debts Written Off (Net of write back of liabilities)	4,35,227	6,21,090
Total	6,45,35,462	6,70,30,385

**NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH' 2015 NOTE NUMBER:26****26(1). SIGNIFICANT ACCOUNTING POLICIES****a) Basis of preparation of Financial Statements:**

The financial statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principle and the provisions of the Companies Act, 2013.

b) Fixed Assets and Depreciation:

Fixed assets are stated at cost of acquisition less accumulated depreciation. The costs of Fixed Assets are inclusive of freight, duties (net of Cenvat) and other incidental expenses incurred during construction period.

Depreciation on Fixed assets is provided on WDV method in accordance with the rates and in the manner specified in schedule II of the Companies Act, 2013.

During the year, the Company has adopted estimated useful life of fixed assets as stipulated by Schedule II to the Companies Act, 2013. Accordingly, depreciation of Rs. 10.92 lacs on account of assets whose useful life is already exhausted on April 01, 2014 has been adjusted against General Reserve.

c) Impairment of Assets

An asset is impaired if there are sufficient indication that the carrying cost would exceed the recoverable amount of cash generating assets. In that event an impairment loss so computed is recognized in the account in the relevant year.

d) Investments:

Long Term Investments are stated at cost. Provision is made for diminution, other than temporary, in the value of such investment.

e) Inventories;

Raw materials are valued at cost less Cenvat claimed on it and stores and spare parts are valued at cost. Finished Goods are valued at cost added with the excise duties on clearance payable or net realizable value whichever is lower. Work in Process in supply contracts with installation is calculated on cost or net realizable value whichever is lower. The cost is determined on FIFO basis. Scrap is valued at estimated realizable value.

f) Revenue Recognition;

Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection. Sales are net of Sales Tax and Discount but inclusive of excise duty.

g) Foreign Currency Transactions:

Foreign currency transactions are accounted at the exchange rates prevailing on the date of transaction. The profit or loss on account of exchange fluctuation (on revenue transactions) is charged to the Profit & Loss A/c.

h) Provisions and Contingent Liabilities:

Provisions in respect of present obligations arising out of past events are recognized when reliable estimates can be made of the amount of obligation. The contingent liabilities are disclosed by way of notes on accounts forming part of Balance Sheet.

26(2). Employee Benefits:**Short term benefits**

i. Short term employee benefits are recognized as an expense at the undiscounted amount in the profit & loss account of the year in which the related service is rendered.

ii. Post employment benefits

Gratuity and leave encashment which are defined benefits are accrued based on the actuarial valuation as at Balance sheet date by an independent actuary. The Company has opted for a Group Gratuity cum life Insurance Scheme of the Life Insurance Corporation of India for part of the employees and the contribution is charged to the profit and loss account each year. For other than funded plan, the expense is recognized, as calculated on the basis of present value of the amount payable as determined by the actuarial valuation. The liability recognized in the balance sheet is the present value of the defined benefit obligation less the fair value of funded plans. All actuary gain and losses are charged to the profit and loss account.

26(3). Contingent liabilities not provided for:

- a) Sales Tax Authorities have raised demand for Rs. 12.75 Lac (Previous year Rs. 12.75 lac) for various assessment years and the matters are pending with Appellate Authorities and High Court. As per opinion, the appeals are likely to be decided in favour of the Company.
- b) The Excise Department has raised a demand of Rs. 1.52 lac against Service Tax on Transaction charges and the matters are pending with the appellate authorities. As per opinion, the appeals are likely to be decided in the favour of the Company (Previous Year: Rs. 1.52 Lac).
- c) The company has given counter guarantee to the bankers against guarantees issued by Banks on behalf of the company amounting to Rs. 588.67 Lacs (Previous Year: Rs. 524.00 Lac). The liability may arise in case of failure in supply of material or malfunctioning of products supplied by the Company.

26(4). Estimated amount of contracts remaining to be executed on capital account and not provided for is Rs. NIL (Previous Year: Rs. NIL).

26(5) Preferential allotment of convertible warrants and its conversion into Equity Shares. During the year NIL (Previous year NIL)

26(6). (a) Particulars of Investment in the Capital of Partnership Firms:

Name of Partnership Firms	Name of Partners	Share of each Partner	2014-15	Investment in the firm (Rs.)
				2013-14
Ajanta Minerals	Rungta Irrigation Ltd.	50%	32,96,160	45,93,660
	Mr. Dharam Bir	50%		
Kishan Maharaj & Co.	Rungta Irrigation Ltd.	50%	50,84,335	52,84,335
	Mr. Ram Bir	50%		
Maruti Minerals	Rungta Irrigation Ltd.	50%	51,82,576	51,82,576
	Mr. Ram Bir	50%		

- (b) As intimated to us, the management has obtained certificates from the firms for the balance amount invested as mentioned before each as above as on 31.03.2015. In the opinion of management, the investment is considered good in spite of no record available of business activity of firms during the year.

26(7). Name and balances with the Bank, other than scheduled Banks in Current Accounts are as under. In none of these Banks any of the directors or their relative is interested.

Sl. No.	Name of Banks	31.03.15 Rs.	31.03.14 Rs.
i.	The Mahendragarh Central Co-operative Bank Ltd. Mahendragarh, Haryana	6,724	6,724
ii.	The Rewari Central Coop. Bank Ltd. Rewari	1,803	1,803
iii.	The Bhiwani Central Coop. Bank Ltd. Bhiwani	8,862	8,862
iv.	The Rohtak Central Coop. Bank Ltd. Jhajjar	2,435	2,435
v.	Haryana State Coop. Apex Bank Ltd. Chandigarh	1,500	1,500
vi.	The Jalore Coop. Bank Ltd.	5,002	5,002
Total		26,326	26,326

26(8). The Company has recalled the balance outstanding loan of Rs.230.34 lacs(Previous Year Rs.290.34 lacs) given to M/s Rungta Projects Limited. The balance dues are yet to be recovered and as explained, the company is taking adequate steps to recover fully during 2015-16. year.



		2014-15			2013-14	
26(9)	Turnover, Opening and Closing Stock of Finished Goods					
		Units	Qty.	Rs.	Qty.	Rs.
a.	Turnover #					
	Aluminium Pipe Coupled	Nos.	34,146	3,15,28,240	29,220	4,28,08,465
	HDPE Pipe coupled	Nos.	2,91,120	31,75,32,695	5,08,086	38,68,18,473
	PVC Pipe	Nos.	1,53,562	18,67,30,610	64,822	3,70,46,115
	Accessories, Fittings & Other	-		8,94,61,007	-	13,27,66,709
				62,52,52,552		59,94,39,762
	Trading Goods (Coal)			1,13,73,929		4,07,48,283
				63,66,26,481		64,01,88,045
	# Sprinkler Irrigation System and Drip Irrigation systems are sold in various combination of pipes, laterals, accessories and fittings in numbers/ mtrs. for a combined value in Sets. Therefore, it is not practical to give item wise value of sales. Sale amount is net of sales tax and Exclusive of excise duty.					
				2014-15	2013-14	
b.	Opening Stock					
	Aluminium Pipe Coupled	Nos.	870	11,52,750	1,076	15,68,017
	HDPE Pipe coupled	Nos.	21,611	1,49,29,911	19,843	1,01,46,677
	PVC Pipe Coupled	Nos.	37,059	2,05,68,938	19,220	1,08,47,205
	Accessories, Fittings & Other	-		5,77,52,503		5,01,91,756
				9,44,04,102		7,27,53,655
				2014-15	2013-14	
		Units	Qty.	Rs.	Qty.	Rs.
c.	Closing Stock					
	Aluminium Pipe Coupled	Nos.	3,032	30,76,206	870	11,52,750
	HDPE Pipe coupled	Nos.	24,197	1,62,25,327	21,611	1,49,29,911
	PVC Pipe Coupled	Nos.	13,532	57,32,616	37,059	2,05,68,938
	Accessories, Fittings & Other			6,08,27,763		5,77,52,503
				8,58,61,912		9,44,04,102

		2014-15			2013-14	
26(10)	Raw Material Consumption					
	HDPE Granules	MT	1,711	16,13,91,762	2,008	18,38,80,002
	PVC Resin	MT	2,528	17,61,01,950	702	4,51,40,153
	Aluminium Pipes	Nos	34,146	2,83,18,504	29,014	3,85,30,300
	Accessories, Fittings & Other \$	-		9,00,60,623		17,68,93,349
				45,58,72,839		44,44,43,804
	Trading Goods (Coal)-Purchases			1,12,42,148		4,02,93,097
	\$ Accessories, components and fittings includes purchase of various bought out items used in Sprinkler/ Drip Irrigation System and individually non of them account for 10% or more of the total value of raw material consumed.					

26(11) Value of imported and indigenous Raw Material, Stores & Spares consumed:		% of total Consumption		% of total Consumption	
		Rs.		Rs.	
a.	Raw Material				
	Imported	3%	1,15,25,565	0%	-
	Indigenous	97%	44,43,47,274	100%	44,44,43,804
		100%	45,58,72,839	100%	44,44,43,804
b.	Stores and Spares				
	Imported			0%	-
	Indigenous	100%	58,53,624	100%	60,43,288
		100%	58,53,624	100%	60,43,288
c.	Trading Goods				
	Imported			0%	-
	Indigenous	100%	1,12,42,148	100%	4,02,93,097
		100%	1,12,42,148	100%	4,02,93,097
26(12)	CIF Value of imports		1,00,94,297		-
26(13)	Earnings in Foreign Exchange FOB Value of Export of Goods		15318184		5,05,78,402
26(14)	Expenditure in Foreign Currency -Travelling Expenses		5,78,006		52,030

Rungta Irrigation Limited
Notes on Financial Statements

26(15)	Managerial Remuneration:	2014-15			2013-14
	Details of payments and provisions on account of				
	Remuneration to Managing Director and Whole Time Director.				
	- Salary		34,41,905		30,78,400
	- Provident Fund		2,99,417		2,71,096
	- Allowances and Benefits		1,97,991		2,66,890
26(16)			39,39,313		36,16,386
	Information in regard to Payment to the Auditor (Excluding Service Tax)				
	Statutory Audit Fee		2,00,000		2,00,000
	Tax Audit Fee		50,000		50,000
	Taxation Matters and Certification		-		-
	Reimbursement of expenses		-		-
26(17)			2,50,000		2,50,000
a	Transaction with Related Parties				
	List of Related Parties and Relationship				
	Name of Related Parties		Relations		
	Ajanta Minerals		Associates		
	Kishan Maharaj & Co.				
	Maruti Minerals				
	JISL Irrigation Pvt. LTd.				
	Ramgarh Sponge Iron Pvt. Ltd.				
	Samara Realty Pvt. Ltd.				
	Rungta Carriers Ltd.				
	Rungta Micro Irrigation Ltd.				
	M. P. Rungta		Key Managerial Personnel		
	N. Krishnamurthy				
	Shruti Rungta				
	Tarun Kumar Megotia				
	R. S. Rungta		Relatives of Key Managerial Personnel		
	Urmila Rungta				
	Priya Rungta				
	Jyoti Rungta				
b	Transaction during the year with related parties-----	Given/(Taken)			
			Key Managerial Personnel		
			Associates	Relatives	Total
	i) Investments				
	Shares applied and (returned)				
	Samara Realty Pvt. Ltd.				
	Capital in Firm (Returned)				
	Ajanta Minerals	(12,97,500)			(12,97,500)
	Kishan Maharaj & Co.	(2,00,000)			(2,00,000)
	Total	(14,97,500)			(14,97,500)
	Previous Year	(43,88,500)		-	(43,88,500)
	ii) Loans and Advances				
	Ramgarh Sponge Iron Pvt. Ltd.	3,00,58,162			3,00,58,162
	- do -	(3,00,58,162)			(3,00,58,162)
	M. P. Rungta		52,88,727		52,88,727
	- do -		(38,59,737)		(38,59,737)
	Urmila Rungta			34,52,727	34,52,727
	- do -			(33,71,760)	(33,71,760)
	Jyoti Rungta			7,10,000	7,10,000
	- do -			(2,00,000)	(2,00,000)
	Priya Rungta		38,00,000		38,00,000
	- do -		(7,70,000)		(7,70,000)
	Shruti Rungta		38,29,000		38,29,000
	R S Rungta		(2,33,000)		(2,33,000)
	- do -			2,30,000	2,30,000
					-
	Total	-	80,54,990	8,20,967	88,75,957
	Previous Year	2,43,00,000	14,95,334	65,92,107	3,23,87,441



**Rungta Irrigation Limited
Notes on Financial Statements**

		Key Managerial		
		Associates	Personnel	Relatives
				Total
iii) a. Sale of Goods				
Current Year				
Previous Year				
		-	-	-
iii) b. Sale of Investments				
Current Year				
Previous Year				
iv) Remuneration Paid				
M. P. Rungta			9,40,800	9,40,800
N. Krishnamurthy			22,98,221	22,98,221
Tarun Kumar Megotia			7,00,292	7,00,292
Urmila Rungta				2,38,800
Shruti Rungta				2,28,000
Jyoti Rungta				2,28,000
Priya Rungta				2,28,000
Total			39,39,313	48,62,113
Previous Year			36,16,386	43,33,866
v) Rent Paid				
Samara Realty Pvt. Ltd.	4,80,000			4,80,000
Shri M. P. Rungta		1,20,000		1,20,000
Smt. Urmila Rungta			2,16,000	2,16,000
Total	4,80,000	1,20,000	2,16,000	8,16,000
Previous Year	1,14,000	1,20,000	2,16,000	4,50,000
vi) Rent Received				
Shri M. P. Rungta			(84,000)	(84,000)
Total	-		(84,000)	(84,000)
Previous Year			(84,000)	(84,000)
vii) Outstanding				
Outstanding Investments	16,49,51,372			16,49,51,372
Previous Year	17,83,69,257			17,83,69,257
Outstanding Unsecured Loans				
Previous Year				
Outstanding Payables	3,37,000			3,37,000
Previous Year	(2,84,000)	(69,06,594)	(3,50,27,074)	(4,22,17,668)
Outstanding Receivable (Deposit)				4,50,000
Previous Year				4,50,000
figures in bracket shows credit transaction				

26(18)	Deferred Tax assets and liabilities are as under:		
		2014-15	2013-14
	Deferred Tax Assets:		
	Accrued Expenses deductible on payment basis	13,01,320	13,60,554
	Depreciation difference	39,84,001	24,07,411
	Net Deferred Tax Assets	52,85,321	37,67,965
26(19)	Segment Information		
	The financial results relates mainly to Irrigation products. In accordance with Accounting Standard 17, financial results of Hiring of Equipments are not shown separately, since it is less than the limit specified for separate disclosure.		
26(20)	Earning Per Share	2014-15	2013-14
	Net Profit as per P & L A/c	2,12,63,098	98,89,956
	Add/ (Less) Prior Period Adjustment	-	-
	Net Profit available for Equity Share	2,12,63,098	98,89,956
	Weighted Average No. of Equity Shares	88,56,100	88,56,100
	Basic and Diluted Earning Per Share	2.40	1.12

Rungta Irrigation Limited
Notes on Financial Statements

26(21)	Defined Benefit Plan for Employees (AS-15)		
	As per Actuarial valuation as on March-31, 2015 and recognised in financial statement in respect of Gratuity Scheme and Leave Encashment Scheme:		Rs. In Lakhs
			Leave
		Gratuity	Encashment
	A. Component of Employer Expenses		
	1. Current Service Cost	5.70	0.98
	2. Interest Cost	4.47	0.30
	3. Expected return on plan assets	(2.35)	-
	4. Past Service Cost	-	-
	5. Actuarial Loss/ (Gain)	0.57	(0.82)
	6. Total expenses recognised in the Profit & Loss Account	8.39	0.46
	Net Asset/ (Liability) recognised in the Balance Sheet as at March 31, 2015		
	Funded Status		
	1. Present value of Defined Benefit Obligation	61.26	4.14
	2. Fair value of plan Assets	28.56	-
	3. Funded Status [Surplus/(Deficit)]	(32.70)	(4.14)
	Change in Defined Benefit Obligation		
	1. Present value of DBO at the beginning of the period	54.22	3.68
	2. Current Service Cost	5.69	0.98
	3. Interest Cost	4.47	0.30
	4. Plan Amendments	-	-
	5. Actuarial Gain/(Loss)	(1.77)	(0.82)
	6. Benefits Paid	(1.35)	-
	7. Present value of DBO at the end of the period	61.26	4.14
	Change in Fair Value of Plan Assets		
	Plan assets at the beginning of period	26.84	-
	Expected return on plan assets	2.35	-
	Actual Company contribution	3.06	-
	Actuarial gain/(loss)	(2.34)	(0.82)
	Benefits paid	(1.35)	-
	Plan assets at the end of period	28.56	(0.82)
	Actuarial Assumption		
	Discount Rate	7.90%	7.90%
	Expected Rate of Return	8.75%	0.00%
26(22)	Figures of previous year have been regrouped wherever found necessary to make them comparable with that of current year.		

As per our report of even date annexed
For ANDROS & Co.
Chartered Accountants

Sd/-
BRIJ BHUSHAN GARG
Partner
Membership No. 084865

New Delhi,
New Delhi, 28th May 2015

For and on Behalf of the Board of Directors

Sd/-
M. P. Rungta
Chairman and
Managing Director

Sd/-
Tarun Megotia
Executive Director

Sd/-
Pooja Juneja
Company Secretary



SYMBOL OF
QUALITY

RUNGTA IRRIGATION LIMITED

RUNGTA IRRIGATION LIMITED

BALANCE SHEET ABSTRACT AND COMPANY'S BUSINESS PROFILE

Information pursuant to Part IV of Schedule VI of the Companies Act, 1956

I. Registration Details

Registration No.
Balance Sheet-
Date

State Code

II. Capital raised during the year (Amount in Rs. Thousand)

Public Issue

Bonus Issue

Right Issue

Private Placement

III. Position of Mobilisation and Deployment of Funds (Amount in Rs. Thousand)

Total Liabilities

Equity & Liability
Paid-up Capital

Secured Loans

Other Liability

Total Assets

Reserve & Surplus

Unsecured Loans

Provisions

Assets

Net Fixed Assets

Non Current Assets

Current Assets

Investments

Misc. Expenditure

Accumulated Losses

IV. Performance of Company (Amount in Rs. Thousand)

Turnover

Profit/ (Loss) before Tax

Earning Per Share in Rs.

Total Expenditure

Profit/ (Loss) after Tax

Dividend Rate %

V. Generic name of three principal product/ service of Company

Product Description

Sprinkler & Drip Irrigation System
PVC Pipe

ITC Code

**As per our report of even date annexed
For ANDROS & Co.
Chartered Accountants**

For and on Behalf of the Board of Directors

BRIJ BHUSHAN GARG
Partner
Membership No. 084865
New Delhi, 28th May 2015

Sd/-
M. P. Rungta
Chairman and
Managing Director

Sd/-
Tarun Megotia
Whole Time Director

Sd/-
Pooja Juneja
Company Secretary

Form No. MGT-11

Proxy Form

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

CIN : L74899DL1986PLC023934

Name of the company : Rungta Irrigation Ltd.

Registered office : 101, Pragati Tower, 26, Rajendra Place, New Delhi-110008.

Name of the Member(s) :

Registered address :

E-mail id :

Folio No./Client ID & DP ID :

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

1. Name :

Address :

E-mail Id :

Signature :, or failing him

2. Name :

Address:

E-mail Id:

Signature:, or failing him

3. Name :

Address:

E-mail Id:

Signature:, or failing him

As my/our proxy to attend and vote (on poll) for me/us and my/our behalf at the 31st Annual General Meeting of the company, to be held on the 25th September, 2015, at 11.00 a.m at Fortune park Boulevard, Dera More, Chhattarpur Mandir Road, New Delhi-110074, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. Adoption of Audited Financial Statements of the company for the financial year ended 31st March, 2015 together with the report of the Board of Directors and Auditors thereon.
2. Appointment of a Director in place of Mr. Samrat Jain (holding DIN: 00060082) who retires by rotation and being eligible, offers himself for the re-appointment.
3. Appointment of M/s. Andros & Co., Chartered Accountants, as Statutory Auditors of the company and to authorise the Board of Directors to fix their remuneration.
4. Appointment of Mr. S.K. Poddar (holding DIN: 00992376) as an Independent Director of the Company.
5. Appointment of Mr. Anuj Kumar (holding DIN: 06895513) as an Independent Director of the Company.
6. Appointment of Mr. Devanand Mishra (holding DIN:00229118) as an Independent Director of the company.
7. Appointment of Mr. Vikash Kumar Megotia (holding DIN:03169745) as an Independent Director of the company.



SYMBOL OF
QUALITY

RUNGTA IRRIGATION LIMITED

- 8. Appointment of Mr. Binod Kumar Agarwal (holding DIN:07205678) as an Independent Director of the Company.
- 9. Ratification of remuneration payable to the Cost Auditor in terms of section 148 of the Companies Act, 2013.

Signed this day of2015.

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

**Affix
Revenue
Stamp**

- Note:
- 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the company, at not less than 48 hours before the commencement of the meeting.
 - 2. For the resolutions, Explanatory Statement and Notes, please refer to the Notice of the Thirty first Annual General Meeting.

**ATTENDANCE SLIP
RUNGTA IRRIGATION LIMITED**

Regd.Off: 101, Pragati Tower, 26, Rajendra Place, New Delhi-110008

Folio No.....

D.P.ID No.....

Client ID No.....

No. of shares held

I certify that I am a member/proxy for the member of the Company.

I hereby record my presence at the 31st Annual General Meeting of the Company at Fortune Park Boulevard, Dera More, Chhattarpur Mandir Road, New Delhi-110074, India to be held on 25th September, 2015, at 11.00 a.m.

.....
Member's/Proxy's name in Block Letter

.....
Signature of Member/Proxy

Notes

- Please fill up this attendance slip and handover at the entrance of the meeting place.