



ALLOY STEEL LIMITED



CIN: L40100GJ1993PLC018943

Address: 308, Shital Varsha Arcade, Opp. Girish Cold Drinks, C. G. Road,
Navrangpura, Ahmedabad - 380 009 Phone No.: 079 - 2644 0427

E-mail: investor.deepti@gmail.com Website: www.deeptialloysteel.com

Date: 24th October, 2017.

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir,

Sub: Annual Report - 2016-17

Ref: Deepti Alloy Steel Limited. (Security Id/Code: DASL/539455)

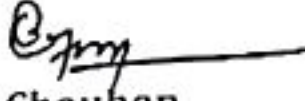
Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company for the Financial Year 2016-17 approved and adopted by the members as per the provisions of the Companies Act, 2013, at the 25th Annual General Meeting of the Company held on Friday, 29th September, 2017 at 12:00 PM at the Registered Office of the Company situated at 308, Shital Varsha Arcade, Opp. Girish Cold Drinks, C. G. Road, Navrangpura, Ahmedabad - 380 009.

Kindly take the same on your record and oblige us.

Thanking You,

Yours faithfully

For, Deepti Alloy Steel Limited


Gautam Chauhan
Director
DIN: 00044034



DEEPTI ALLOY STEEL LIMITED
25TH ANNUAL REPORT
2016-17

CORPORATE INFORMATION

DEEPTI ALLOY STEEL LIMITED

[CIN: L40100GJ1993PLC018943]

25TH ANNUAL REPORT 2016-17

BOARD OF DIRECTORS	:	Mr. Gautam Chauhan Ms. Vaishali Trivedi Mr. Rakeshkumar Ajmera Mr. Narayansinh Chauhan	Additional Director Additional Director Director Director
MANAGEMENT TEAM	:	Ms. Riddhi Shah	Company Secretary
REGISTERED OFFICE	:	308, Shital Varsha Arcade, Girish Colddrinks Cross Road, C. G. Road, Ahmedabad – 380 009	
AUDITORS	:	M/s. Marmik G. Shah & Associates, Chartered Accountants, Ahmedabad	
SECRETARIAL AUDITORS	:	Mrs. Ankita Patel Practicing Company Secretary	
REGISTRAR AND SHARE TRANSFER AGENT	:	Satellite Corporate Services Pvt. Ltd. B-302, Sony Apartment, Opp. St. Judes High School, Off Andheri Kurla Road, Jarimari Sakinaka, Mumbai – 400 072	
WEBSITE	:	www.deeptialloysteel.com	

NOTICE OF MEETING

NOTICE is hereby given that the **25th ANNUAL GENERAL MEETING** of the Members of **DEEPTI ALLOY STEEL LIMITED** will be held at the Registered Office of the Company situated at 308, Shital Varsha Arcade, Girish Colddrinks Cross Road, C. G. Road, Ahmedabad – 380 009 on Friday, 29th September, 2017 at 12:00 P.M. to transact the following businesses:

ORDINARY BUSINESSES:-

1. To receive, consider and adopt:
 - a. Audited standalone financial statement of account for the financial year ended on 31st March, 2017 together with the reports of the Board of Directors' and the Auditors' thereon and
 - b. Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2017, together with the report of the Auditors' thereon.
2. To appoint a Director in place of Mr. Gautam Chauhan (DIN: 00044034), Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment of Statutory Auditor and to fix their remuneration.- **Special Resolution**

“RESOLVED THAT pursuant to provisions of Section 139 and other applicable provisions of the Companies Act 2013, and pursuant to the recommendation made by the Audit Committee and Board of Directors, M/s. S. Mandawat & Co., Chartered Accountants (Firm Registration No. 118330W) to hold office from the conclusion of 25th Annual General Meeting till the conclusion of 30th Annual General Meeting (subject to ratification of appointment at every subsequent Annual General Meeting) and that the Board be and is hereby authorized to fix such remuneration as may be determined by the Audit Committee in consultation with the Auditors, in addition to reimbursement of all out-of-pocket expenses as may be incurred in connection with the audit of the accounts of the Company. .”

SPECIAL BUSINESSES:-**4. Appointment of Mr. Gautam Chauhan as a Director of the Company.**

To consider and, if thought fit, to pass with or without modification(s) the following Resolution as an **ORDINARY RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification or re-enactment thereof for the time being in force) Mr. Gautam Chauhan (DIN: 00044034), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 13th August, 2016 and whose term of office expires at this Annual General Meeting of the Company, and in respect of whom the Company has received a notice in writing from the here along with the deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Non – Executive Director of the Company, liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

5. Appointment of Ms. Vaishali Trivedi as a Non-Executive Director of the Company.

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as an **ORDINARY RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification or re-enactment thereof for the time being in force) Ms. Vaishali Trivedi (DIN: 01997230), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 13th August, 2016 and whose term of office expires at this Annual General Meeting of the Company, and in respect of whom the

Company has received a notice in writing from the here along with the deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is hereby appointed as a Non - Executive Director of the Company, liable to retire by rotation.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

Registered Office

308, Shital Varsha Arcade,
Girish Colddrinks Cross Road,
C. G. Road,
Ahmedabad - 380 009

Place: Ahmedabad

Date: 4th September, 2017

By order of the Board
For, **Deepti Alloy Steel Limited**

Gautam Chauhan
Chairman and Director
DIN: 00044034

Notes:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning the businesses covered under Item No. 3 to 5 of the Notice, is annexed hereto. The relevant details, as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), of the person seeking re-appointment/ appointment as Director under Item Nos. 3 to 5 of the Notice, are also annexed.
2. **A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company.**
A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

The instrument appointing the proxy, in order to be effective, must be deposited at the Company’s Registered Office, duly completed and signed, not less than 48 (Forty-Eight) Hours before the commencement of the AGM. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company.

3. Members/Proxies should bring their Attendance slip duly completed for attending the meeting. The signature of the attendance slip should match with the signature(s) registered with the Company. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. In case of joint holders attending the meeting together, only whose name appearing first will be entitled to vote.
6. The Register of Members and Share Transfer Books of the Company will be closed from Saturday, 23rd September, 2017 to Friday, 29th September, 2017 (both days inclusive) and same will be re-opened from Saturday, 30th September, 2016 onwards.
7. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long period of time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
8. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company’s records which will help the Company and the Company’s Registrars and Transfer Agents, M/s. Satellite Corporate Services Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to M/s. Satellite Corporate Services Private Limited.
9. The Securities and Exchange Board of India (“SEBI”) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Satellite Corporate Services Private Limited.

10. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact M/s. Satellite Corporate Services Private Limited for assistance in this regard.
11. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to M/s. Satellite Corporate Services Private Limited, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
12. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The Nomination Form can be obtained from the M/s. Satellite Corporate Services Private Limited. Members holding shares in physical form may submit the same to M/s. Satellite Corporate Services Private Limited. Members holding shares in electronic form may submit the same to their respective depository participant.
13. The Company is concerned about the environment and utilizes natural resources in a sustainable way. We request every member to update their email address with concerned Depository Participant and M/s. Satellite Corporate Services Private Limited to enable us to send you the communications via email.
14. The Notice of the AGM along with the Annual Report 2016-17 is sent to all members by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2016-17 will also be available on the Company's website viz. www.deeptialloysteel.com.
15. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
16. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
17. Members seeking any information with regard to the accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the Annual General Meeting.

18. Voting through electronic means

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and provisions of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 24th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on Tuesday, 26th September, 2017 (9:00 a.m.) and ends on Thursday, 28th September, 2017 (5:00 p.m.). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 22nd September, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be

- disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:
- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:
- i. Open email and open PDF file viz; "Deepti Alloy remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - ii. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com>
 - iii. Click on Shareholder – Login.
 - iv. Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - v. Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - vi. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - vii. Select "REVEN" of Deepti Alloy Steel Limited.
 - viii. Now you are ready for remote e-voting as Cast Vote page opens.
 - ix. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - x. Upon confirmation, the message "Vote cast successfully" will be displayed.
 - xi. Once you have voted on the resolution, you will not be allowed to modify your vote.
 - xii. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to investor.deepti@gmail.com with a copy marked to evoting@nsdl.co.in
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/ Depository Participants(s) or requesting physical copy] :
- i. Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

REVEN (Remote e-voting Event Number)	USER ID
PASSWORD/PIN	
 - ii. Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Friday, 22nd September, 2017.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date i.e. Friday, 22nd September, 2017, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com.
- XI. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XII. Mr. Anand Lavingia, Practicing Company Secretary (COP No. 11410) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIII. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XIV. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against,

if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

- XV. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.deeptialloysteel.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

Annexure to Notice
Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No 3:

The statutory Auditors, M/s. Marmik G Shah., Chartered Accountants, Ahmedabad (Firm Registration No. 135024W) have expressed their unwillingness to be re-appointed as the auditors of the Company. A special notice has been received under section 140(4)(i) of the Companies Act, 2013 from a member proposing appointment of M/s. S. Mandawat & Co., Chartered Accountants (Firm Registration No. 118330W) as the statutory auditors. The Audit Committee has considered the qualifications and experience of the proposed auditors and has recommended their appointment. The Board of Directors has also considered the matter and recommends the passing of the Special Resolution appointing M/s. S. Mandawat & Co., Chartered Accountants (Firm Registration No. 118330W) as statutory auditors in place of the retiring Auditor. Written consent of the proposed auditors together with a certificate that the appointment, if made, shall be in accordance with the conditions specified in Rule 4 of the Companies (Audit and Auditors) Rules, 2014 has been received.

None of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

Item No. 4:

Pursuant to provisions of Section 152 of the Companies Act, 2013 and pursuant to the Articles of Association of the Company, the Board of Directors of the Company appointed Mr. Gautam Chauhan as an Additional Director with effect from 13th August, 2016. Mr. Gautam Chauhan is a Non-Executive Director on the Board of the Company.

Pursuant to provisions of Section 152 of the Companies Act, 2013, Mr. Gautam Chauhan holds office up to the date of ensuing Annual General Meeting of the Company. A notice has been received from him along with deposit of requisite amount under Section 160 of the Companies Act, 2013 (hereinafter referred as Act) proposing her candidature as appointment as a Director of the Company.

Mr. Gautam Chauhan is not disqualified from being appointed as Director in terms of section 164 of the Act and has given his consent to act as Director. Mr. Gautam Chauhan possesses appropriate skills, experience and knowledge in the field of Finance. Brief resume and other details of Mr. Gautam Chauhan are provided in the annexure to the Explanatory Statement attached herewith.

Keeping in view of his vast experience and knowledge, the Board considers that his association would be of immense benefit to the Company and it is desirable to continue to avail the services of Mr. Gautam Chauhan as a Non-Executive Director.

Save and except Mr. Gautam Chauhan and their relatives to the extent their shareholding in the Company, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at item No. 4.

Item No. 5:

Pursuant to provisions of Section 152 of the Companies Act, 2013 and pursuant to the Articles of Association of the Company, the Board of Directors of the Company appointed Ms. Vaishali Trivedi as an Additional Director with effect from 13th August, 2016. Ms. Vaishali Trivedi is a Non-Executive Woman Director on the Board of the Company.

Pursuant to provisions of Section 152 of the Companies Act, 2013, Ms. Vaishali Trivedi holds office up to the date of ensuing Annual General Meeting of the Company. A notice has been received from her along with deposit of requisite amount under Section 160 of the Companies Act, 2013 (hereinafter referred as Act) proposing his candidature as appointment as a Director of the Company.

Ms. Vaishali Trivedi is not disqualified from being appointed as Director in terms of section 164 of the Act and has given her consent to act as Director. Ms. Vaishali Trivedi possesses appropriate skills, experience and knowledge in the field of Finance. Brief resume and other details of Ms. Vaishali Trivedi are provided in the annexure to the Explanatory Statement attached herewith.

Keeping in view of her vast experience and knowledge, the Board considers that her association would be of immense benefit to the Company and it is desirable to continue to avail the services of Ms. Vaishali Trivedi as a Non-Executive Woman Director.

Save and except Ms. Vaishali Trivedi and their relatives to the extent their shareholding in the Company, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at item No. 5.

Registered Office
308, Shital Varsha Arcade,
Girish Colddrinks Cross Road,
C. G. Road,
Ahmedabad – 380 009
Place: Ahmedabad
Date: 4th September, 2017

By order of the Board
For, Deepti Alloy Steel Limited

Gautam Chauhan
Chairman and Director
DIN: 00044034

ANNEXURE TO THE NOTICE

Details of Directors Seeking appointment / re-appointment in this Annual General Meeting:

Name of Director	Mr. Gautam Chauhan	Ms. Vaishali Trivedi
Date of Birth	27/05/1981	08/02/1976
Date of Appointment	13/08/2016	13/08/2016
Qualifications	Bachelor of Commerce	Bachelor of Commerce
Expertise in Specific Functional Areas	Finance	Management
List of Public Limited Companies in which Directorships held	Gujarat Injert Kerala Limited	--
Chairman / Member of the Committees* of the Board of Directors of the Company	2	--
Shareholding in the Company	2,07,200 Equity Shares of Rs. 10/- each.	--

Committee includes the Audit Committee and Stakeholders' Grievance Committee

DIRECTORS' REPORT

To,

The Shareholders,

The Directors have the pleasure of presenting the 25th Annual Report of your Company with the Audited Financial Statements of the Company for the year ended 31st March, 2017.

Financial Results

(Rs. In Lakhs)

Particulars	Standalone		Consolidated	
	2016-17	2015-16	2016-17	2015-16
Revenue from Operations	286.99	42.02	465.99	3,323.60
Other Income	30.17	2.26	30.00	64.08
Total Revenue	317.16	44.28	495.99	3,387.68
Less: Total Expenses	292.32	44.09	487.61	3,355.89
Operating Profits before Exception item, Depreciation, Interest and Tax	24.84	0.19	8.38	31.79
Less: Depreciation	-	3.94	0.74	4.33
Interest	0.01	0.27	0.02	0.29
Profit / (Loss) Before Tax	24.83	(8.24)	7.62	27.40
Less : Exceptional Items	-	-	-	4.45
Less: Current Tax	1.67	-	1.68	9.68
Less : Deferred Tax	-	-	-	0.10
Profit / (Loss) after Tax	23.16	(8.24)	5.94	13.18

Review of Business Operation

On standalone basis, revenue from operations for FY 2016-17 was Rs. 286.99 Lakhs compared to the Revenue from operations of Rs. 42.02 Lakhs of previous year which shows uptrend about 7 times over the previous year. The Company has incurred Profit before tax for the financial year 2016-17 of Rs. 24.83 Lakhs as against loss before tax of Rs. (8.24) Lakhs of previous year Profit after Tax for the financial year 2016-17 of Rs. 23.16 Lakhs as against Net Loss after tax of Rs. 8.24 Lakhs of Previous year.

On consolidated basis, revenue from operations for FY 2016-17 was Rs. 465.99 Lakhs. The Profit before tax of the Company for the financial year 2016-17 stood at Rs. 7.62 Lakhs making Net Profit after Tax for the financial year 2016-17 of Rs. 5.94 Lakhs.

Registered office of the Company

During the year the Company has changed its Registered office from 317, Village-Kharval, Taluko-Dharampur, Dist. Valsad to 308, Shital Varsha Arcade, Hotel Classic Gold Road, Opp. Girish Cold Drinks, C. G. Road, Ahmedabad – 380 009 i.e. outside the local limits of city, town, or village but within the same state i.e. within the State of Gujarat.

Dividend

To conserve resources for future prospect and growth of the Company, your Directors regret to declare Dividend for the Financial Year 2016-17 (Previous year - Nil).

Net Profit Transfer to Reserve

The Company has not transferred any amount to any reserves of the Company and carry standalone loss / consolidated profit to the result and surplus account.

Performance of Subsidiary Companies:

Due to acquisition of 100% of M/s. Shankheshwer Infraproject Private Limited, it became wholly-owned subsidiary of the Company. During the Financial Year 2016-17 it has earned a total revenue of Rs. 465.99 Lakhs in comparison of Rs. 3387.68 for the Financial Year 2015-16 moving downward by 7 times.

Information of Board of Directors, and Its Meetings:

a. Composition and Category of Directors on date of this report is:

Name of Directors	Category of Directorship	No. of other Directorship*	No. of Committee Membership / Chairmanship in other Companies	No. of Board Meetings attended during 2016-17	Attendance at the AGM held on August 10, 2016
Mr. Parikshit Mahatama#	Whole-time Director (Professional)	19	-	1	N. A.
Mrs. Sangitaben Jain#	Non-Executive Director (Professional)	4	M - 6	1	N.A.
Mr. Rakesh Ajmera	Independent Director (Professional)	3	C - 2	10	Yes
Mr. Narayansinh Chauhan	Independent Director (Professional)	2	M - 3 C - 3	1	N.A.
Mr. Gautam Chauhan@	Non-Executive Director (Professional)	2	M-2		N.A.
Ms. Vaishali Trivedi@	Non-Executive Director (Professional)	-	-		N.A.

* Excluding Directorship held in the Company.

Mr. Parikshit Mahatma and Ms. Sangitaben Jain resigned from the Board w.e.f 10th August, 2017.

@ Mr. Gautam Chauhan and Ms.Vaishali Trivedi Appointed as additional Directors w.e.f 13th August, 2017

The Board of Directors of the Company consists of four (4) Directors as on March 31, 2017, two (2) are Non-Executive Director and two (2) are Non-Executive Independent Directors. All the Directors of the Company are Professional Directors. Further, Mrs. Vaishali Trivedi, a Non-Executive Director of the Company, is designated as Woman Director for the Company in terms of second proviso to the Section 149 (1) of the Companies Act, 2013. The Composition of Board fulfils the regulatory requirements.

Board Meetings

Regular meetings of the Board are held at least once in a quarter. Additional Board meetings are convened to discuss and decide on various business policies, strategies and other businesses.

During the year under review, Board of Directors of the Company met May 16, 2016, May 31, 2016, July 09, 2016, August 13, 2016, November 14, 2016, and February 13, 2017. The gap between two consecutive meetings was not more than one hundred and twenty days as provided in section 173 of the Act.

The Independent Directors of the Company has met one time on March 30, 2016, inter alia, to evaluate the performance of Non-Independent Directors, Board as a whole and performance of Chairman of the Company.

Information of Committee and Its Meetings

Your Company has formed following Committees of the Board in accordance with Companies Act, 2013:

a. Audit Committee

Meetings, Composition and Attendance:

The Audit Committee met five times during the financial year 2016-17 on May 31, 2016, August 13, 2016, November 14, 2016 and February 13, 2017.

The Audit Committee comprises of three Directors and two of them are Independent Directors. The composition of the Audit Committee as on March 31, 2017 and details of the attendance of the members of the committee at the meetings of the Committee are as under:

Name of the Director	Category	Designation	No. of Meetings Attended
Mr. Rakesh Ajmera	Independent Director	Chairman	5
Mr. Narayansinh Chauhan	Independent Director	Member	N. A.
Mr. Parikshit Mahatma#	Whole-time Director	Member	N. A.
Mr. Gautam Chauhan*	Non executive Director	Member	

upto 10th August, 2016.

* w.e.f. 13th August, 2016.

The Statutory Auditors of the Company are invited in the meeting of the Committee wherever required. Company Secretary of the Company is acting as a secretary to the Committee.

b. Stakeholders' Grievances and Relationship Committee

Composition

The Stakeholder's Grievances & Relationship Committee comprises of three members as on March 31, 2016. Mr. Rakesh Ajmera as the Chairman of the Committee, Mr. Narayansinh Chauhan and Mr. Gautam Chauhan as members. Company Secretary of the Company is acting as a secretary to the Committee.

Meeting(s) and attendance

During the year under review, four meetings were held on May 31, 2016, August 13, 2016, November 14, 2016 and February 13, 2017. Details of attendance of each member of the Committee are as under:

Name of the Director	Category	Designation	No. of Meetings Attended
Mr. Rakesh Ajmera	Independent Director	Chairman	5
Mr. Narayansinh Chauhan	Independent Director	Member	N. A.
Mr. Parikshit Mahatama#	Whole-time Director	Member	N. A.
Mr. Gautam Chauhan*	Non executive Director	Member	

upto 10th August, 2016.

* w.e.f. 13th August, 2016.

Complaint

During the year, the Company had not received any complaints from the Shareholders. There was no complaint pending as on March 31, 2017.

c. Nomination and Remuneration Committee

Composition

The Remuneration Committee comprises of three Non-executive directors two of them are Independent Director viz. Mr. Rakesh Ajmera - Chairman, Mr. Narayansinh Chauhan and Mrs. Vaishali Trivedi as members.

Meeting and Attendance

During the period under review, three Nomination and Remuneration Committee meetings were held respectively on May 31, 2016, August 13, 2016, November 14, 2016 and February 13, 2017. Details of attendance of each member of the Committee are as under:

Name of the Director	Category	Designation	No. of Meetings Attended
Mr. Rakesh Ajmera	Independent Director	Chairman	5
Mr. Narayansinh Chauhan	Independent Director	Member	N. A.
Ms. Sangitaben Jain#	Director	Member	N. A.
Ms. Vaishali Trivedi *	Non executive Director	Member	

upto 10th August, 2016.

* w.e.f. 13th August, 2016.

Appointment, Re-appointment and Resignation of Directors

During the year, in terms of Section 149 & 152 of the Companies Act, 2013, the Board of Directors in their Meeting held on 13th August, 2016 has appointed Mr. Gautam Chauhan and Ms. Vaishali Trivedi a Non-Executive Directors. Further, pursuant to provisions of Section 161 of the Companies Act, 2013, Mr. Gautam Chauhan and Ms. Vaishali Trivedi holds office up to the date of ensuing Annual General Meeting of the Company. The Board of Directors of the Company recommended their Appointment on the Board of the Company and resolution to that effect has been proposed in the Notice convening the 25th Annual General Meeting of Members of the Company.

Mr. Parikshit Mahatma, Whole-time Director and Ms. Sangitaben Jain, Directors of the Company had resigned from the Board of the Company w.e.f. 10th August, 2016. The Board places on record their appreciations for their efforts in the success of the Company.

None of the Directors of the Company is disqualified for being appointed as Director as specified in Section 164 (2) of the Companies Act, 2013.

Details of the Directors seeking Appointment in this Annual General Meeting is provided elsewhere in the 24th Annual Report:

Declaration by Independent Directors

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013, to the effect that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013. The Terms and Conditions for Appointment of Independent Directors and Code for Appointment of Independent Directors are incorporated on the website of the Company at www.deeptialloysteel.com.

Details of Key Managerial Personnel

Further, Ms. Riddhi N. Shah is acting as a Company Secretary of the Company . Mr. Darshil Hinrandani has tendered the resignation from the post of CFO w.e.f November 14, 2016.

Nomination and Remuneration Policy

In terms of the provisions of the Companies Act, 2013 the Company has devised a policy on Nomination and Remuneration of Directors, Key Managerial Personnel and Senior Management and the said policy has been incorporated on the website of the Company i.e. www.deeptialloysteel.com.

Policy on Appointment of Directors, Key Managerial Personnel and Senior Management Personnel:

The policy is formulated to identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP and Senior Management personnel and recommend to the Board for his / her appointment.

Policy on remuneration of Director, KMP and Senior Management Personnel:

The Company follows mixed of fixed pay, benefits and performance based variable pay. The Company pays remuneration by way of salary. The remuneration paid by the Company is within the salary scale approved by the Board and Shareholders.

Board Evaluation

The board of directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act.

The performance of the board was evaluated by the board, after seeking inputs from all the directors, on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The board and the nomination and remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role.

Separate meeting of independent directors was held to evaluate the performance of non-independent directors, performance of the board as a whole and performance of the chairman, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

The Board of Directors expressed their satisfaction with the evaluation process.

Public Deposit

The company has not accepted any deposits from the public. Hence, the directives issued by the Reserve Bank of India & the Provision of Section 73 to 76 of the Company Act, 2013 or any other relevant provisions of the Act and the Rules there under are not applicable.

Particulars of Loans, Guarantees, Investments & Security

Details of Loans, Guarantees, Investments and Security covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statement. Further Company has given loan to its wholly owned subsidiary which does not come under the preview of Section 186(3).

Contracts or Arrangements with Related Parties

All transactions to be entered by the Company with related parties will be in the ordinary course of business and on an arm's length basis. However, the Company has not entered into any related party transaction, as provided in Section 188 of the Companies Act, 2013, with the related party. Hence, Disclosure as required under Section 188 of the Companies Act, 2013 is not applicable to the Company.

Extract of Annual Return

Pursuant to sub-section 3(a) of Section 134 and sub-section (3) of Section 92 of the Companies Act, 2013 read with Rule 12 of Companies (Management and Administration) Rules, 2014 the extract of the Annual Return as at March 31, 2017 in Form MGT-9, forms part of this Annual Report as "**Annexure - B**".

Particular of Employees

The Company has not paid any remuneration to any Director of the Company. Hence, details in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company.

The details as required under section 197(12) of the Companies Act, 2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel), 2014 is not applicable as there is no such employee in the Company employed throughout the financial year with salary above Rs. 1.02 Lakhs p.a. or employed part of the financial year with average salary above Rs. 8.5 Lakhs per month.

Further, there is no employee employed throughout Financial year or part thereof, was in receipt of remuneration of in aggregate is in excess of that drawn by the Managing Director or Whole time Director or Manager and holds by himself or along with his spouse and dependent children, not less than Two percent (2%) of the Equity Shares of the Company.

Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

The details of conservation of energy, technology absorption etc. as required to be given under section 134(3)(m) of the Companies Act 2013 read with the Companies (Accounts) Rules, 2014, is not given as the Company has not taken any major step to conserve the energy etc.

Further, there was no foreign exchange earnings and outgo during the financial year 2016-17 (Previous Year – Nil).

Material Changes and commitment affecting financial position of the Company

There are no material changes and commitments, affecting the financial position of the Company which has occurred between the end of financial year of the Company i.e. March 31, 2017 and the date of Director's Report i.e. 4th September, 2017.

Sexual Harassment of women at workplace

There were no incidences of sexual harassment reported during the year under review, in terms of the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and there are only 2 Women employees (Both are holding the position in the Top Management Level) and therefore there was no need to constitute an Internal Complaints Committee (ICC).

Corporate Governance

Your Company strives to incorporate the appropriate standards for corporate governance. However, pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is not required to mandatorily comply with the provisions of certain regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and therefore the Company has not provided a separate report on Corporate Governance, although few of the information are provided in this report of Directors under relevant heading.

Management Discussion and Analysis

Management Discussion and Analysis, for the year under review, as stipulated under Regulations 34 (2)(e) of the SEBI (LODR), 2015, is presented in a separate section forming part of this Annual Report.

Auditors

Statutory Auditor & their report

M/s. M/s. Marmik G Shah & Associates, Chartered Accountant, Ahmedabad (FRN 135024W), who were appointed as the statutory auditors of the Company for a period of five years from the conclusion of 24th AGM till conclusion of the 29th AGM to be held in the year 2020 has shown their unwillingness and tendered their resignation as Statutory Auditors of the Company.

To fill up the Casual Vacancy, raised due to resignation of M/s. Marmik G Shah & Associates, the Board of Directors have appointed M/s. S. Mandawat & Co. as the Statutory Auditors of the Company for the F.Y. 2015-16 in their meeting held on September 14, 2016. Further, the Board of Directors recommends appointment of M/s. S. Mandawat & Co. from the members as provided under Section 139 of the Companies Act, 2013.

The Auditors' Report on the accounts of the Company for the accounting year ended March 31, 2017 contains the following qualifications:

As informed by management the account with HDFC bank has been ceased by the commercial tax department and therefore account statement of the same has not been available to us for verification. As a result of these matters, we were unable to determine whether any adjustments might have been found necessary in respect of recorded or unrecorded transactions and accounts receivable/payable in the Balance Sheet, and the corresponding elements making up the Statement of Profit and Loss and Cash Flow statement.

The management replies for the Audit Qualifications are as under:

Company is in process of procuring the necessary documents.

As per the Section 139(1) of the Companies Act, 2013, M/s. S. Mandawat & Co, Chartered Accountants, Ahmedabad, are recommended to be appointed as the auditors of the Company to hold office for a period of five years from the conclusion of this 25th AGM till conclusion of the 30th AGM to be held in the year 2021.

Secretarial Auditor & their report

Pursuant to the provisions of section 204 of the Act and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. Parth P Shah, Practising Company Secretary, Ahmedabad to carry out the Secretarial Audit for the financial year ended on March 31, 2017. Secretarial Audit Report is attached to this report as "**Annexure - C**".

The Secretarial Auditors' Report of the Company for the Financial Year ended March 31, 2017 contains the following qualifications:

During the period under review the Company has generally complied with the provisions of the Act, Rules and regulations mentioned above except as below point wise

- As per the information provided by the Company, the Company is in the process of Appointing Managing Director / Whole-time Director and Chief Financial Officer in the Company as per Section 203 of the Companies Act, 2013 and Rules made thereunder. Though during the period under reviewed the Company has not appointed the above Key Managerial Personnel;
- Non-Compliance of Regulation 30(12) of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 for Intimating Stock Exchange regarding Date, Day and time of Annual General Meeting and closure of Register of Members and Share transfer books for the purpose of Annual General Meeting

The management replies for the Audit Qualifications are as under:

The Company is in process of Complying above Compliances and will be now upto date Compliant Company with next Financial Year.

Directors' Responsibility Statement

In terms of section 134(5) of the Act, your Directors state that:

- i.) in the preparation of the annual financial statements for the year ended on March 31, 2016, applicable accounting standards read with requirements set out under schedule III of the Act, have been followed along with proper explanation relating to material departures, if any,
- ii.) such accounting policies have been selected and applied consistently and judgments and estimates made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2017 and of the profit of the company for the year ended on that date,
- iii.) proper and sufficient care has been taken for maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for prevention and detection of fraud and other irregularities,
- iv.) the annual financial statements are prepared on a going concern basis,
- v.) proper internal financial controls are in place and that the financial controls are adequate and are operating effectively and
- vi.) the systems to ensure compliance with the provisions of all applicable laws are in place and are adequate and operating effectively.

General Disclosure

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134(3) of the Act and Rule 8 of The Companies (Accounts) Rules, 2014 to the extent the transactions took place on those items during the year.

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

1. Details of Annual Report on Corporate Social Responsibility as Company is not falling within the criteria as prescribed u/s 135 of the Companies Act, 2013
2. Issue of Equity Shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and ESOS.
4. Details of Contracts and arrangement with the related parties.
5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

Acknowledgement

Your Directors take this opportunity to place on record the valuable co-operation and support extended by the banks, government, business associates and the shareholders for their continued confidence reposed in the Company and look forward to having the same support in all future endeavors.

Registered Office

308, Shital Varsha Arcade,
Girish Colddrinks Cross Road,
C. G. Road,
Ahmedabad – 380 009
Place: Ahmedabad
Date: 4th September, 2017

By order of the Board
For, **Deepti Alloy Steel Limited**

Gautam Chauhan
Chairman and Director
DIN: 00044034

Annexure - A

Statement containing the salient features of the Financial Statements of Subsidiaries/Associates/Joint Ventures

(Pursuant to first proviso to Sub-section (3) of Section 129 of the Companies Act, 2013, read with Rule 5 of the Companies (Accounts) Rules, 2014 - AOC-1)

Part "A": Subsidiaries

(Amount in Rs.)

Name of Subsidiary	Shankeshwer Infraproject Private Limited#
Particulars	As on March 31, 2017
Share capital	1,00,000
Reserve and surplus	23,77,343
Total assets	13,96,53,958
Total liabilities	13,71,76,615
Investments	0.00
Turnover	17,90,00,00
Loss before taxation	(17,21,493)
Provision for taxation	--
Loss after taxation	(17,21,493)
Proposed dividend	0.00
% of Shareholding	100%

Standalone Basis

Part "B": Associates and Joint Ventures – Not Applicable

Registered Office

308, Shital Varsha Arcade,
Girish Colddrinks Cross Road,
C. G. Road,
Ahmedabad – 380 009
Place: Ahmedabad
Date: 4th September, 2017

By order of the Board
For, Deepti Alloy Steel Limited

Gautam Chauhan
Chairman and Director
DIN: 00044034

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2017

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

I. REGISTRATION AND OTHER DETAILS

CIN:	L40100GJ1993PLC018943
Registration Date	February 5, 1993
Name of the Company	Deepti Alloy Steel Limited
Category / Sub-Category of the Company	Public Limited Company having Share Capital
Address of the registered office and contact details	308, Shital Varsha Arcade, Opp. Girish Cold Drinks, C. G. Road, Navrangpura, Ahmedabad – 380 009 Tel No.: 079 – 2644 0427 E-mail: investor.deepti@gmail.com Web site: www.deeptialloysteel.com
Whether listed company Yes / No	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	Satellite Corporate Services Private Limited B-302, Sony Apt, Opp. St. Jude's High School, 90 Ft Road, Jarimari, Sakinaka, Mumbai - 400 072 Tel No.: +91-22-2852 0461 / 2852 0462 Fax: +91-22-2851 1809 E-mail: service@satellitecorporate.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All business activities contributing 10% or more of the total turnover of the Company shall be stated:

Sr. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1.	Sale of Scrap	51498	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN/GLN/ Registration No.	Holding/ Subsidiary / Associate Company	% of Shares held	Applicable Section
1.	Shankheshwer Infraproject Private Limited	U45203GJ2013PTC077162	Wholly owned subsidiary Company	100.00	2(87)(ii)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual	0	940700	940700	24.43	0	940700	940700	24.43	0.00
b) Central Govt. Or State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d) Bank/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other	0	0	0	0.00	0	0	0	0.00	0.00
- HUF	0	0	0	0.00	0	0	0	0.00	0.00
- Clearing Member	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL:(A) (1)	0	940700	940700	24.43	0	940700	940700	24.43	0.00
(2) Foreign									
a) NRI- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (A) (2)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	0	940700	940700	24.43	0	940700	940700	24.43	0.00
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Fund	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIS	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (B)(1):	0	0	0	0.00	0	0	0	0.00	0.00
(2) Non Institutions									
a) Bodies corporates									
i) Indian	0	0	0	0.00	610	77700	78310	2.03	+2.03
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	5000	5000	0.13	1110	5000	6110	0.16	+0.03
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	0	2904700	2904700	75.44	2463840	61440	2525280	65.58	-9.86
c) Others (specify)									
- Clearing Members	0	0	0	0.00	0	0	0	0.00	0.00
- HUF	0	0	0	0.00	300000	0	300000	0.00	+7.79
SUB TOTAL (B)(2):	0	2909700	2909700	75.57	2765560	144140	2909700	75.57	0.00
Total Public Shareholding (B)= (B)(1)+(B)(2)	0	2909700	2909700	75.57	2765560	144140	2909700	75.57	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	0	3850400	3850400	100	2765560	1084840	3850400	100	0.00

ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Mr. Ramesh Agrawal	940700	24.43	0.00	940700	24.43	940700	0.00

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

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Ramesh Agrawal				
	At the beginning of the year	940700	24.43	940700	24.43
	Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	No change			
	At the End of the year	940700	24.43	940700	24.43

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

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
1.	Parikshit Mahatma	416980	10.83	416980	10.83
2.	Sangitaben Jain	387440	10.06	387440	10.06
3.	Gautam Chauhan C/o Vishal Textile	222160	5.77	222160	5.77
4.	Jyoti Fabrics C/O Surendrasingh Shekhawat	207200	5.38	207200	5.38
5.	Gaurav Pachouri	190000	4.93	190000	4.93
6.	Nishtha Pachouri	190000	4.93	190000	4.93
7.	Jitendra Rathod C/o. Rahul Textile	129330	3.36	129330	3.36
8.	Pankaj Jain C/O Rajesh Silk Corporation	127450	3.31	127450	3.31
9.	Sarla Agrawal	90420	2.35	90420	2.35
10.	Neha Niranjana Jain	90000	2.34	90000	2.34
11.	Vaibhav M Singhai	90000	2.34	90000	2.34
12.	Sonal Jain	75000	1.95	75000	1.95
13.	Reena Mahatma	75000	1.95	75000	1.95

v) Shareholding of Directors and Key Managerial Personnel

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Mr. Gautam Chauhan				
	At the beginning of the year	222160	5.38	222160	5.83
	Increase/decrease in Directors' Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	NIL			
	At the end of the year	222160	5.38	222160	5.38
2.	Ms.Vaishali Trivedi				

	At the beginning of the year	0	0.00	0	0.00
	Increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No Change during the year			
	At the end of the year	0	0.00	0	0.00
3.	Mr. Narayansinh Chauhan				
	At the beginning of the year	0	0	0	0
	Increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No Change during the year			
	At the end of the year	0	0	0	0
4.	Rakesh Ajmera				
	At the beginning of the year	0	0	0	0
	Increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No Change during the year			
	At the end of the year	0	0	0	0
5.	Ms. Riddhi Shah				
	At the beginning of the year	0	0	0	0
	Increase/decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No Change during the year			
	At the end of the year	0	0	0	0

V. INDEBTEDNESS

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

[INR]

Particulars	Secured Loans (excluding deposits)	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year	0	0	0	0
Additions	0	0	0	0
Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

The Company has not paid any remuneration to the Managing Director due to Nominal Profits occurred during the year under review.

B. Remuneration to other Directors:

The Company has not paid any amount of Sitting Fees / Commission to the Independent Directors as well as Non-Executive Directors due to Nominal Profits occurred during the year under review.

C. Remuneration to key Managerial Personnel Other than MD/Manager/WTD:

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Ms. Riddhi Shah CS	Mr. Darshil Hiranandani CFO*	
1.	Gross Salary			
	Salary as per provisions contained in Section 27 (1) of the Income Tax Act, 1961	144000	22,500	166500
	Value of perquisite u/s 17 (2) of Income Tax Act, 1961	-	-	
	Profit in lieu of Salary u/s 17 (3) of Income Tax Act, 1961	-	-	
2.	Stock option	-	-	
3.	Sweat Equity	-	-	
4.	Commission	-	-	
	As % of Profit	-	-	
	Others, Specify	-	-	
5.	Others, Specify: Professional Fees	-	-	
	Total	144000	22500	166500

* Mr. Darshil Hiranandani, Chief Financial Officer of the Company has resigned from the office w.e.f. November 14, 2016

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Penalty/Punishment/Compounding fees	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty					
Punishment			NONE		
Compounding					
B. DIRECTORS					
Penalty					
Punishment			NONE		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment			NONE		
Compounding					

Registered Office

308, Shital Varsha Arcade,
Girish Cold drinks Cross Road,
C. G. Road,
Ahmedabad - 380 009
Place: Ahmedabad
Date: 4th September, 2017

By order of the Board
For, **Deepti Alloy Steel Limited**

Gautam Chauhan
Chairman and Director
DIN: 00044034

SECRETARIAL AUDIT REPORT

Form No. MR-3

For the financial year ended March 31, 2017

[Pursuant to section 204(1) of the Companies Act, 2013 and

Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

DEEPTI ALLOY STEEL LIMITED

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

Based on my verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that, in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2017, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minutes' books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2017 according to the provisions of:

- i. The Companies Act, 2013 ('the Act') and the rules made there under as applicable;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under ;
- iv. Foreign Exchange Management Act, 1999 (FEMA) and the rules and regulations made there under to the extent of Foreign Direct Investment;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations")
- vi. Secretarial Standards issued by the Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Companies Act, 2013, Rules made thereunder, Regulations, guidelines etc. and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 mentioned above except;

- *As per the information provided by the Company, the Company is in the process of Appointing Managing Director / Whole-time Director and Chief Financial Officer in the Company as per Section 203 of the Companies Act, 2013 and Rules made thereunder. Though during the period under reviewed the Company has not appointed the above Key Managerial Personnel;*
- *Non-Compliance of Regulation 30(12) of SEBI(Listing Obligations and Disclosures Requirements) Regulations 2015 for Intimating Stock Exchange regarding Date, Day and time of Annual General Meeting and closure of Register of Members and Share transfer books for the purpose of Annual General Meeting;*

Further, the Company being engaged in the Trading, thus no specific law is applicable to the Company,

And other generally applicable laws to the company are mentioned in **Annexure A**. I have relied on the representation made by the Company and its officers for system and mechanism framed by the Company for compliances of the said laws.

During the Period under review, provisions of the following Acts, Rules, Regulations, and Standards are not applicable to the Company,

- i. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- ii. 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; - the Company is not registered as Registrar to an Issue & Share Transfer Agent. However, the Company has appointed Satellite Corporate Services Private Limited as Registrar & Share Transfer Agent as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- iii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- iv. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- v. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- vi. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- vii. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Overseas Direct Investment and External Commercial Borrowings.

I further report that -

The Board of Directors of the Company was duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent 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 decisions are carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that -

There were no special / specific event has been occurred during the audit period.

Place : Ahmedabad

Signature:

Date : 04-09-2017

Name of Practicing Company Secretary: Parth P Shah

ACS No. : 48591

C P No. : 18640

Note: This Report is to be read with my letter of above date which is annexed as **Annexure B** and forms an integral part of this report.

List of major Specific Acts applicable to the Company

1. The Indian Contract Act, 1872
2. Negotiable Instrument Act,1881
3. Sales of Goods Act,1930
4. Arbitration & Conciliation Act,1996
5. Indian Stamp Act, 1958 (as applicable to the State of Gujarat)
6. Registration Act, 1908

Annexure B

To,
The Members,
DEEPTI ALLOY STEEL LIMITED

My report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis, on the records and documents provided by the Management of the Company, to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices followed by me provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to verification of procedures on test basis.
5. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Ahmedabad

Signature:

Date : 04-09-2017

Name of Practicing Company Secretary: Parth P Shah

ACS No : 48591

C P No : 18640

PARTH P SHAH
PRACTICING COMPANY SECRETARIES

C-14, Sambhavtirth Apartment, Near Telephone Exchange, Vasna, Ahmedabad- 380 007, Gujarat, India
Mob. No.: 8460753160 E-mail: parthshah507@gmail.com

SECRETARIAL AUDIT REPORT

Form No. MR-3

For the financial year ended March 31, 2017

[Pursuant to section 204(1) of the Companies Act, 2013 and

Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
DEEPTI ALLOY STEEL LIMITED

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

Based on my verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that, in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2017, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minutes' books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2017 according to the provisions of:

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

PARTH P SHAH

PRACTICING COMPANY SECRETARIES

C-14, Sambhavtirth Apartment, Near Telephone Exchange, Vasna, Ahmedabad- 380 007, Gujarat, India
Mob. No.: 8460753160 E-mail: parthshah507@gmail.com

c) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”)

vi. Secretarial Standards issued by the Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Companies Act, 2013, Rules made thereunder, Regulations, guidelines etc. and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 mentioned above except;

- *As per the information provided by the Company, the Company is in the process of Appointing Managing Director / Whole-time Director and Chief Financial Officer in the Company as per Section 203 of the Companies Act, 2013 and Rules made thereunder. Though during the period under reviewed the Company has not appointed the above Key Managerial Personnel;*
- *Non-Compliance of Regulation 30(12) of SEBI(Listing Obligations and Disclosures Requirements) Regulations 2015 for Intimating Stock Exchange regarding Date, Day and time of Annual General Meeting and closure of Register of Members and Share transfer books for the purpose of Annual General Meeting;*

Further, the Company being engaged in the Trading, thus no specific law is applicable to the Company,

And other generally applicable laws to the company are mentioned in **Annexure A**. I have relied on the representation made by the Company and its officers for system and mechanism framed by the Company for compliances of the said laws.

During the Period under review, provisions of the following Acts, Rules, Regulations, and Standards are not applicable to the Company,

- i. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- ii. 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; - the Company is not registered as Registrar to an Issue & Share Transfer Agent. However, the Company has appointed Satellite Corporate Services Private Limited as Registrar & Share Transfer Agent as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- iii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- iv. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- v. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- vi. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

PARTH P SHAH

PRACTICING COMPANY SECRETARIES

C-14, Sambhavtirth Apartment, Near Telephone Exchange, Vasna, Ahmedabad- 380 007, Gujarat, India
Mob. No.: 8460753160 E-mail: parthshah507@gmail.com

vii. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Overseas Direct Investment and External Commercial Borrowings.

I further report that -

The Board of Directors of the Company was duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent 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 decisions are carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that –

There were no special / specific event has been occurred during the audit period.

Place : Ahmedabad

Signature:

Date : 04-09-2017

Name of Practicing Company Secretary: Parth P Shah

ACS No. : 48591

C P No. : 18640

Note: This Report is to be read with my letter of above date which is annexed as **Annexure B** and forms an integral part of this report.

PARTH P SHAH

PRACTICING COMPANY SECRETARIES

C-14, Sambhavtirth Apartment, Near Telephone Exchange, Vasna, Ahmedabad- 380 007, Gujarat, India
Mob. No.: 8460753160 E-mail: parthshah507@gmail.com

Annexure A

List of major Specific Acts applicable to the Company

1. The Indian Contract Act, 1872
2. Negotiable Instrument Act, 1881
3. Sales of Goods Act, 1930
4. Arbitration & Conciliation Act, 1996
5. Indian Stamp Act, 1958 (as applicable to the State of Gujarat)
6. Registration Act, 1908

PARTH P SHAH
PRACTICING COMPANY SECRETARIES

C-14, Sambhavirth Apartment, Near Telephone Exchange, Vasna, Ahmedabad- 380 007, Gujarat, India
Mob. No.: 8460753160 E-mail: parthshah507@gmail.com

Annexure B

To,
The Members,
DEEPTI ALLOY STEEL LIMITED

My report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis, on the records and documents provided by the Management of the Company, to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices followed by me provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to verification of procedures on test basis.
5. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Ahmedabad

Signature:

Date : 04-09-2017

Name of Practicing Company Secretary: Parth P Shah

ACS No : 48591

C P No : 18640

INDEPENDENT AUDITORS' REPORT

TO,

THE MEMBERS OF DEEPTI ALLOY STEEL LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **DEEPTI ALLOY STEEL LIMITED** (“the Company”), which comprise the Balance Sheet as at **31/03/2017**, the Statement of Profit and Loss and cash flow statement, for the year then ended, and a summary of the 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 and financial performance 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor’s Responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company’s preparation of the financial statements that give 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 the accounting policies used and the reasonableness of the

accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the 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

Except as provided in the para Basis of Disclaimer, 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, of the state of affairs of the Company as at **31/03/2017**, and its **Profit** for the year ended on that date.

Basis of Disclaimer

- 1. As informed by management the account with HDFC bank has been ceased by the commercial tax department and therefore account statement of the same has not been available to us for verification.**

As a result of these matters, we were unable to determine whether any adjustments might have been found necessary in respect of recorded or unrecorded transactions and accounts receivable/payable in the Balance Sheet, and the corresponding elements making up the Statement of Profit and Loss and Cash Flow statement.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditors' Report) Order,2016("the Order") issued by the Central Government of India in terms of sub section (11) of section 143 of the Companies Act, 2013. We give in the "**Annexure A**" statements on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable.

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, and 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 the written representations received from the directors as on **31/03/2017** taken on record by the Board of Directors, none of the directors is disqualified as **31/03/2017** from being appointed as a director in terms of Section 164 (2) of the Act.

- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. As per the information and explanation given to us, there are no pending litigations on the company.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company, wherever applicable.
 - iv. The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management.

Date : 29/05/2017
Place : Ahmedabad

For, M A A K & Associates
(Chartered Accountants)
F.R.N.:135024W

CA Marmik G. Shah
(Partner)
M. No. : 133926

“Annexure B” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of DEEPTI ALLOY STEEL LIMITED Company limited

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

We have audited the internal financial controls over financial reporting of DEEPTI ALLOY STEEL LIMITED Company Limited (“The Company”) as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

Our audit involves performing procedures to obtain audit evidence amount the adequacy of the internal financial control system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and operating effectiveness of internal control based on the assessed risk. The procedures

selected depend upon on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

Date : 29/05/2017
Place : Ahmedabad

For, M A A K & Associates
(Chartered Accountants)
F.R.N.: 135024W

CA Marmik G. Shah
(Partner)
M. No. : 133926

"ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT

Reports under The Companies (Auditor's Report) Order, 2016 (CARO 2016) for the year ended on 31st March, 2017

To,

The Members of DEEPTI ALLOY STEEL LIMITED

(i) In Respect of Fixed Assets

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

(b) Fixed assets have been physically verified by the management at reasonable intervals; No material discrepancies were noticed on such verification.

(c) As per the information and explanation given by management, the title deeds of immovable property are held in the name of company.

(ii) In Respect of Inventories

Physical verification of inventory has been conducted at reasonable intervals by the management. There are no inventories at the end of the year

(iii) Compliance under section 189 of The Companies Act, 2013

(a) In our opinion and according to the information and explanations given to us. The rate of interest and other terms and conditions for such loans are not prima facie prejudicial to the interest to the company.

(b) In respect of loans granted, repayment of the principal amount is as stipulated and payment of interest have been regular.

(c) There is no overdue amount of loans granted to companies, firms or other parties listed in the register maintained under section 189 of the companies Act, 2013.

(iv) Compliance under section 185 and 186 of The Companies Act , 2013

While doing transaction for loans, investments, guarantees, and security provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.

(v) Compliance under section 73 to 76 of The Companies Act, 2013 and Rules framed thereunder while accepting Deposits

According to information and explanation given to us the company has accepted deposits and the provisions of section 73 to 76 and other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable, have been complied with.

(vi) Maintenance of cost records

The Company is not required to maintain cost records pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013.

(vii) Deposit of Statutory Dues

(a) The company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable to it.

(b) According to information and explanation given to us, there is no dispute with the revenue authorities regarding any duty or tax payable for the year under audit.

(viii) Repayment of Loans and Borrowings

The company has not defaulted in repayment of dues to financial institution, bank or debenture holders.

(ix) Utilization of Money Raised by Public Offers and Term Loan For which they Raised

The company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans. Hence this clause is not applicable.

(x) Reporting of Fraud During the Year

Based on our audit procedures and the information and explanation made available to us no such fraud noticed or reported during the year.

(xi) Managerial Remuneration

Managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

(xii) Compliance by Nidhi Company Regarding Net Owned Fund to Deposits Ratio

As per information and records available with us The company is not Nidhi Company.

(xiii) Related party compliance with Section 177 and 188 of companies Act – 2013

Yes, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.

(xiv) Compliance under section 42 of Companies Act - 2013 regarding Private placement of Shares or Debentures.

No, the company has not made any preferential allotment or private placements of shares or fully or partly convertible debentures during the year.

(xv) Compliance under section 192 of Companies Act – 2013

The company has not entered into any non-cash transactions with directors or persons connected with him.

(xvi) Requirement of Registration under 45-IA of Reserve Bank of India Act, 1934

The company is not required to be registered under section 45-IA of the Reserve Bank of India Act.

Date : 29/05/2017
Place : Ahmedabad

For, M A A K & Associates
(Chartered Accountants)
F.R.N.:135024W

CA Marmik G. Shah
(Partner)
M. No. : 133926

DEEPTI ALLOY STEEL LTD.

Balance Sheet as at 31st March, 2017

(Amount in Rs.)

	Note No.	As at 31-03-2017	As at 31-03-2016
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2	3,85,04,000	3,85,04,000
Reserves and surplus	3	(62,33,408)	(85,49,346)
		3,22,70,592	2,99,54,654
Non Current liabilities			
Long Term Borrowings	4	7,61,800	5,11,800
Current liabilities			
Other Current liability	5	-	5,81,167
Trade payables	6	91,14,153	1,32,375
Short Term Provision	7	62,756	2,26,050
TOTAL		4,22,09,301	3,14,06,046
ASSETS			
Non-current assets			
Fixed Assets			
Tangible Assets	8	-	-
Long Term Loans & Advances	9	-	1,80,46,000
Non Current Investments	10	30,70,500	30,70,500
		30,70,500	2,11,16,500
Current assets			
Trade receivables	11	7,04,500	52,02,466
Cash and Cash Equivalents	12	31,11,401	50,87,080
Other Current Assets	13	-	-
Short term Loans & Advances	14	3,53,22,900	-
		3,91,38,801	1,02,89,546
TOTAL		4,22,09,301	3,14,06,046

Significant Accounting Policies 1
 The accompanying notes are integral part of financial statements.
 As per our report of even date.

For, M A A K & Associates
Chartered Accountant
 Firm Reg. No. : 135024W

For and on behalf of the Board of Directors
For, DEEPTI ALLOY STEEL LTD.

CA Marmik G Shah
 Partner
 Membership No. 133926

Gautam Chauhan
 Director
 DIN : 00044034

Vaishali Trivedi
 Director
 DIN : 01997230

Place : Ahmedabad
 Date : 29th May, 2017

Place : Ahmedabad
 Date : 29th May, 2017

DEEPTI ALLOY STEEL LTD.

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

(Amount in Rs.)

	Note No.	Year ended 31-03-2017	Year ended 31-03-2016
Income			
Revenue from operations	15	2,86,98,573	42,02,467
Other Income	16	30,17,765	2,26,600
Total revenue		3,17,16,338	44,29,067
Expenses			
Cost of materials consumed	17	2,73,78,484	35,27,604
Depreciation	8	-	3,94,373
Employee benefits expenses	18	3,07,700	1,23,350
Other expenses	19	15,46,456	7,58,777
Financial Charges	20	900	27,172
Total expenses		2,92,33,540	48,31,276
Profit / (Loss) before Exceptional and Extraordinary items and tax		24,82,798	(4,02,209)
Exceptional items :			
Loss on sale of Machinery			(4,44,750)
Profit on sale of land			23,087
Profit / (Loss) before Extraordinary items and tax		24,82,798	(8,23,872)
Extraordinary items :			
		-	-
Profit / (Loss) before tax		24,82,798	(8,23,872)
Tax expense:			
Current Income Tax		1,66,860	-
Deffered Tax		-	-
Profit / (Loss) for the year		23,15,938	(8,23,872)
Basic and Diluted EPS		0.60	(0.21)

Significant Accounting Policies

1

The accompanying notes are integral part of financial statements.

As per our report of even date.

For, M A A K & Associates
Chartered Accountant
Firm Reg. No. : 135024W

For and on behalf of the Board of Directors
For, DEEPTI ALLOY STEEL LTD.

CA Marmik G Shah
Partner
Membership No. 133926

Gautam Chauhan
Director
DIN : 00044034

Vaishali Trivedi
Director
DIN : 01997230

Place : Ahmedabad
Date : 29th May, 2017

Place : Ahmedabad
Date : 29th May, 2017

DEEPTI ALLOY STEEL LTD.

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH 2017

Particulars	2016-17	2015-16
<u>A. CASH FLOW FROM OPERATING ACTIVITIES</u>		
Net Profit before taxation and extraordinary items	23,15,938	(8,23,872)
Adjustment for :-		
Add to Profit		
Depreciation and Amortization	-	3,94,373
Finance Costs	900	27,172
Loss on sales of fixed assets	-	4,44,750
sub-total	900	8,66,295
Deduct from Profit		
Profit on sales of fixed assets	-	23,087
Operating Profit before working capital changes	23,16,838	19,336
Change in working Capital :		
Adjustment for Decrease (Increase) in operating assets		
Trade receivables	44,97,966	3,25,138
Other current assets	-	
Short term provision	(3,53,22,900)	
Adjustment for (Decrease) Increase in operating liabilities		
Trade payables	89,81,778	(61,17,925)
Other current liabilities	(5,81,167)	(15,825)
Short term provision	(1,63,294)	(22,472)
sub-total	(2,25,87,617)	(58,31,084)
Cash Generated from Operations	(2,02,70,779)	(58,11,748)
Direct tax Paid	-	-
Cash Flow before extraordinary items	(2,02,70,779)	(58,11,748)
Extraordinary Items/Prior Period Items	-	-
Net cash from Operating Activities	(2,02,70,779)	(58,11,748)
<u>B. NET CASH FLOW FROM INVESTMENT ACTIVITIES</u>		
Purchase of investment	-	(30,70,500)
Proceeds from sale of fixed assets	-	1,72,45,799
Repayment of loans and advances	1,80,46,000	-
Net Cash from Investment Activities	1,80,46,000	1,41,75,299
<u>C. CASH FLOWS FROM FINANCING ACTIVITIES</u>		
Interest Expense	(900)	(27,172)
Proceeds of long term borrowings	-	-
Repayment of long term borrowings	2,50,000	(34,88,200)
Net Cash from financial activities	2,49,100	(35,15,372)
TOTAL CASH AND CASH EQUIVALENT (A+B+C)	(19,75,679)	48,48,179
FOREIGN EXCHANGE RATE FLUCTUATION	-	-
OPENING BALANCE IN CASH AND CASH EQUIVALENTS	50,87,080	2,38,901
CLOSING BALANCE IN CASH AND CASH EQUIVALENTS	31,11,401	50,87,080

For, M A A K & Associates

Chartered Accountant

Firm Reg. No. : 135024W

CA Marmik G Shah
Partner
Membership No. 133926

Place : Ahmedabad
Date : 29th May, 2017

For and on behalf of the Board of Directors

For, DEEPTI ALLOY STEEL LTD.

Gautam Chauhan Vaishali Trivedi
Director Director
DIN : 00044034 DIN : 01997230

Place : Ahmedabad
Date : 29th May, 2017

DEEPTI ALLOY STEEL LTD.

Notes to the financial statements for the year ended on 31st March, 2017

(Amount in Rs.)

2. Share capital

Particulars	As at 31st March, 2017		As at 31st March, 2016	
	Number of shares	Rs.	Number of shares	Rs.
45,00,000 (Previous Year 45,00,000) Equity shares of Rs.10 each	45,00,000	4,50,00,000	45,00,000	4,50,00,000
Issued, Subscribed & Paid up 38,50,400 (Previous Year 38,50,400) Equity shares of Rs.10 each	38,50,400	3,85,04,000	38,50,400	3,85,04,000
Total	38,50,400	3,85,04,000	38,50,400	3,85,04,000

2.1 Unpaid Calls

By Directors	-	-	-	-
By Officers	-	-	-	-

2.2 Particulars of Shares holders holding more than 5% of the Shares Capital:

Name of Shareholder	As at 31st March, 2017		As at 31st March, 2016	
	No of Shares	% Of holding	No of Shares	% Of holding
Ramesh T Agrawal	9,40,700	24	9,40,700	24
Parikshit Mahatma	4,17,000	11	4,17,000	11
Sangita Jain	3,88,440	10	3,88,440	10
Jyoti fabrics	2,07,200	5	2,07,200	5
Vishal Textile	2,22,160	6	2,22,160	6

2.3 Reconciliation of the shares outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Issue	Buy back	Closing Balance
Equity shares				
Year ended 31st March, 2016				
- Number of shares	38,50,400	-	-	38,50,400
- Amount (Rs)	3,85,04,000	-	-	3,85,04,000
Year ended 31st March, 2015				
- Number of shares	38,50,400	-	-	38,50,400
- Amount (Rs)	3,85,04,000	-	-	3,85,04,000

2.4 The Company has only one class of shares referred to as equity shares with a face value of 10 per share. Each holder is entitled to one vote per share.

2.5 Fully paid up equity shares issued pursuant to contract(s) without payment

Being received in cash in the last five years 1,80,00,000

2.6 Fully paid up equity shares by way of bonus shares in the last five years Nil

2.7 Shares bought back in the five years Nil

DEEPTI ALLOY STEEL LTD.

Notes to the financial statements for the year ended on 31st March, 2017

(Amount in Rs.)

3. Reserves and surplus

	As at 31-03-2017	As at 31-03-2016
Capital Reserve	92,48,500	92,48,500
Securities Premium	2,77,45,500	2,77,45,500
Profit and loss account :		
Balance as per last financial statement	(4,55,43,346)	(4,47,19,474)
Addition during the year	23,15,938	(8,23,872)
Closing balance of Profit and loss account	(4,32,27,408)	(4,55,43,346)
Total Reserves and Surplus	(62,33,408)	(85,49,346)

4. Long Term Borrowings

	As at 31-03-2017	As at 31-03-2016
Unsecured Loans		
Other Loans and Advances	7,61,800	5,11,800
Total	7,61,800	5,11,800

5. Other Current Liabilities

	As at 31-03-2017	As at 31-03-2016
Other Payables		
Vat Payable		- 5,81,167
Total	-	5,81,167

6. Trade payables

	As at 31-03-2017	As at 31-03-2016
Trade payable #	91,14,153	1,32,375
Total	91,14,153	1,32,375

The company has not received any intimation from the suppliers regarding status under the Micro, small and medium enterprises development Act, 2006 ('the act') and hence the amount outstanding to the supplier and interest paid/payable has not disclosed or provided. The company is making efforts to get the confirmations from the suppliers as regard their status under the act.

7. Short Term Provision

	As at 31-03-2017	As at 31-03-2016
Provision For Taxation		2,26,050
Provision For Expenses	62,756	
Total	62,756	2,26,050

DEEPTI ALLOY STEEL LTD.

Notes to the financial statements for the year ended on 31st March, 2017

(Amount in Rs.)

9. Long Term Loans & Advances

	As at 31-03-2017	As at 31-03-2016
Unsecured and considered good		
Security deposit	-	46,000
Advance Against Property		1,80,00,000
Total	-	1,80,46,000

10. Non- Current Investment

	As at 31-03-2017	As at 31-03-2016
Non Current Investment	30,70,500	30,70,500
Total	30,70,500	30,70,500

11. Trade recievables

	As at 31-03-2017	As at 31-03-2016
Trade recievables	704500	5202466
Total	7,04,500	52,02,466

12. Cash & Cash Equivelents

	As at 31-03-2017	As at 31-03-2016
Cash on hand	2,85,847	1,09,731
Balance with Bank		
HDFC Bank#	47,021	47,021
Cosmos Co-Op Bank Ltd.	23,083	49,30,328
Bank Deposit		
Cosmos Co-Op Bank Ltd.	27,55,450	-
Total	31,11,401	50,87,080

The Account has been seized by Sales Tax Department and Access to the same is not available to the company and therefore balance of the same is also not confirmed.

13. Other Current Assets

	As at 31-03-2017	As at 31-03-2016
Balance with government Authority		
Total	-	-

14. Short term Loans & Advances

	As at 31-03-2017	As at 31-03-2016
Unsecured and considered good		
Loans & advances to related parties	3,50,00,000	
Others	3,22,900	
Total	3,53,22,900	-

DEEPTI ALLOY STEEL LTD.

Notes to the financial statements for the year ended on 31st March, 2017

(Amount in Rs.)

15. Revenue from operations

	Year ended 31-03-2017	Year ended 31-03-2016
Income from operation	2,86,98,573	42,02,467
Total	2,86,98,573	42,02,467

16. Other Income

	Year ended 31-03-2017	Year ended 31-03-2016
Job work charges	30,00,000	
Interest income	17,765	
Other income		2,26,600
Total	30,17,765	2,26,600

17. Cost of materials consumed

	Year ended 31-03-2017	Year ended 31-03-2016
Opening Inventory	-	-
Add: Purchase(Net)	2,73,78,484	35,27,604
Closing Inventory	-	-
Total	2,73,78,484	35,27,604

18. Employee benefits expenses

	Year ended 31-03-2017	Year ended 31-03-2016
Salary, wages and bonus Staff Salary expenses	3,07,700	1,23,350
Total	3,07,700	1,23,350

19. Other expenses

	Year ended 31-03-2017	Year ended 31-03-2016
Advertisement Expense	3,18,603	-
Payment to Auditors Audit fees	28,750	85,875
Courier charges	-	11,592
Job work charges	6,08,177	-
Legal & Professional charges	18,805	16,000
Listing fees	2,79,830	5,61,800
Office expenses	28,472	83,510
Other Expenses	1,50,928	-
Travelling Expense	1,12,891	-
Total	15,46,456	7,58,777

20. Financial Charges

	Year ended	Year ended
Bank Charges		172
Interest Expense	900	27,000
Total	900	27,172

DEEPTI ALLOY STEEL LTD.

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2017

Schedule : 8 Fixed Asset

I. Fixed Assets

Sr. No	Particulars	Gross Block				Depreciaton				Net Block	
		Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Old Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2017	WDV as on 31.03.2016
I	Tangible Assets										
1	Land & Building	-	-	-	-	-	-	-	-	-	-
2	Plant & Machinery	-	-	-	-	-	-	-	-	-	-
3	Furniture & Fittings	-	-	-	-	-	-	-	-	-	-
	SUB TOTAL (A)	-	-	-	-	-	-	-	-	-	-
	Total (Current Year)	-	-	-	-	-	-	-	-	-	-
	(Previous Year)	1,88,50,581	-	1,88,50,581	-	7,88,746	3,94,373	11,83,119	-	-	1,80,61,835

DEEPTI ALLOY STEEL LTD

Notes forming part of the Financial Statement and Significant Accounting Policies

Note 21 Related Party Transactions

Details of Related Parties:

Names of Related Parties	Description of Relationship	Purchase	Sales	Loans & Advances
Wynad Estate And Industries Limited	Common Directors	3767813	2253050	
Galaxy Consolidated Finance Limited	Common Directors	3166823		
Gujarat Injct Kerala Ltd.	Common Directors			25000
Shankeshwar Infraproject Pvt. Ltd.	Common Directors			35000000

Note: Related parties have been identified by the Management.

Note 22 FOB Value of Exports

Particulars	Year ended 31/03/2017	Year ended 31/03/2016
Total	-	-

Note 23 CIF Value of Import

Particulars	Year ended 31/03/2017	Year ended 31/03/2016
Total	-	-

Note 24 Expenditure in Foreign Currency

Particulars	Year ended 31/03/2017	Year ended 31/03/2016
Total	-	-

Note 25 Disclosure as required by Accounting Standard – AS 17 “Segment Reporting”

The entire operations of the Company relate to only one segment viz. Trading. As such, there is no separate reportable segment under Accounting Standard-AS 17 on Segment Reporting.

DEEPTI ALLOY STEEL LTD

Notes forming part of the Financial Statement and Significant Accounting Policies

Note 26 Disclosure as required by Accounting Standard – AS 20 “Earning Per Share”, issued by the Institute of chartered Accountants of India

The Company has not issued any potential diluted equity share and therefore the Basic and Diluted earning per Share will be the same. The earning per share is calculated by dividing the profit after tax by weighted average number of shares outstanding.

Particulars	2016-17		2015-16	
(i) Profit after tax before Exceptional Item		23,15,938		-4,02,209
(ii) Profit after tax and exceptional Items		23,15,938		-8,23,872
iii) Closing Equity Shares Outstanding (Nos.)	38,50,400		38,50,400	
Opening Equity shares outstanding (Nos.)	38,50,400		38,50,400	
Add:- issued during the year (Nos.)	-		-	
Closing Equity Shares Outstanding (Nos.)		38,50,400		38,50,400
(iv) Weighted Avg no. of shares outstanding - Basic		38,50,400		38,50,400
(v) Weighted Avg no. of shares outstanding - Diluted		38,50,400		38,50,400
(vi) Nominal value of equity share (Rs.)		10.00		10.00
Basic EPS				
(vii) Earning per share before Exceptional Item (i/iv)		0.60		-0.10
(viii) Earning per share after Exceptional Item (ii/iv)		0.60		-0.21
Diluted EPS				
(ix) Earning per share before Exceptional Item (i/v)		0.60		-0.10
(x) Earning per share after Exceptional Item (ii/v)		0.60		-0.21

Note 21 : Specified Bank Notes Disclosures (SBN's)

During the year the company had Specified Bank Notes as defined in the MCA notification G.S.R. 308 (E) dated March 31, 2017. The details of Specified Bank Notes (SBN) held and transacted during the period from November 8, 2016 to December, 30 2016 is given below:

Particulars	SBNs*	Other denomination notes	Total
Closing Cash balance as at 8 November 2016	600000	14,420	6,14,420
Transaction between 9 November 2016 and 30 December 2016			
Add: Withdrawl from bank accounts	-	34,000	34,000
Add: Receipts for permitted transaction	-	-	-
Less: Paid for permitted transaction	-	21,150	21,150
Less: Deposited in bank accounts	6,00,000	-	6,00,000
Closing Cash balance as at 30 December 2016	-	27,270	27,270

For the purpose of this clause, the term ' Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the ministry of Finance, Department of Economic affairs number S.O. 3407(E), dated the 8th November, 2016.

DEEPTI ALLOY STEEL LTD.

1 .SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNT

1. BASIS OF ACCOUNTING:

The financial statements are prepared under the historical cost convention on an accrual basis of accounting in accordance with the Generally Accepted Accounting Principles, Accounting Standards notified under Section 133 of the Companies Act, 2013 and the relevant provisions thereof. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2.FIXED ASSETS:

Fixed assets are stated at cost of acquisition. Acquisition cost includes taxes, duties, freight, insurance and other incidental expenses related to acquisition and installation and are net of modvat credits, where applicable. Expenses incidental and related to projects are capitalized along with the related fixed assets, where appropriate.

3.DEPRECIATION:

The Company has no Fixed Assets as on therefore Depreciation is not charged.

4.REVENUE RECOGNITION:

Sales exclusive of Vat & WCT and exclusive of Service Tax are recognized on dispatch. Price adjustments for sales made during a year are recorded upon receipt of confirmed customer orders.

5.FOREIGN CURRENCY TRANSACTIONS:

During the year, the company has not entered any foreign transaction.

6.RESEARCH AND DEVELOPMENT EXPENDITURE:

During the year, The Company has not made any expenditure towards Research and development expenditure.

7.TAXATION :

Income taxes are accrued in the same period that the related revenue and expenses arise. A provision is made for income tax, based on the tax liability computed, after considering tax allowances and exemptions. Provisions are recorded when it is estimated that a liability due to disallowances or other matters is probable. Minimum alternate tax (MAT) paid in accordance with the tax laws, which gives rise to future economic benefits in the form of tax credit against future income tax liability, is recognized as an asset in the Balance Sheet.

8. CASH AND CASH EQUIVALENTS:

Cash and cash equivalents comprise cash and cash on deposit with banks and corporations. The Group considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

9.CASH FLOWS STATEMENT:

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated.

10.EARNING PER SHARE:

Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

INDEPENDENT AUDITOR'S REPORT

TO,

THE MEMBERS OF DEEPTI ALLOY STEEL LIMITED

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of **DEEPTI ALLOY STEEL LIMITED** (“the holding Company”) and its subsidiary (together referred to as “the Group”) and jointly controlled entities, comprising of the consolidated Balance sheet as at **31/03/2017**, the consolidated Statement of Profit and Loss, consolidated cash flow statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

The Holding 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 consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules. This responsibility of Board Of Directors also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the holding company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While Conducting Audit, We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

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

Disclaimer of Opinion

In relation to the holding company

Basis of Disclaimer

As informed by management the account with HDFC bank has been ceased by the commercial tax department and therefore account statement of the same has not been available to us for verification. As a result of these matters, we were unable to determine whether any adjustments might have been found necessary in respect of recorded or unrecorded transactions and accounts receivable/payable in the Balance Sheet, and the corresponding elements making up the Statement of Profit and Loss and Cash Flow statement.

Opinion:

Because of the significance of the matters described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on those matters. Accordingly, we do not express an opinion relating to those portions of on the financial statements Subject to the items specified in above paragraph, in our opinion and to the best of our information and according to the explanations given to us these consolidated financial statements are true and fair.;

Other matters

We did not audit the financial statements of subsidiary company whose financial statements reflect in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have not been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary is based solely on the reports of other auditors as reported by management.

Our opinion on the consolidated financial statements, and our report on other Legal and Regulatory Requirements below is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the management.

Report on Other Legal and Regulatory Requirements

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- (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 and the reports of the other auditors..
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and and the Consolidated cash flow statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.

- (d) In our opinion, the aforesaid Consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules. Except as specified in basis of disclaimer paragraph.
- (e) On the basis of the written representations received from the directors as on **31/03/2017** taken on record by the Board of Directors of holding company and the reports of the statutory auditor of its subsidiary company incorporated in India , none of the directors of the Group company is disqualified as on **31/03/2017** from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls ,refer to our report in “Annexure-A”
- (g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. As per the information and explanation given to us, there are no pending litigations on the Company.
 - ii. The Group did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary company incorporated in India.
 - iv. The requisite disclosure in Consolidated Financial Statement for the holding as well as dealing in Specified Bank Notes during the period from 8th November,2016 to 30th December, 2016 have been provided with respect to Holding Company and Subsidiary Company incorporated in India. Based on audit procedure performed and the representation provided to us by the management, we report that the disclosures are in accordance with the relevant books of accounts and other records maintained by Holding Company and Subsidiary incorporated in India and as produced to us by the management of the Holding Company.

Date : 29/05/2017

Place : Ahmedabad

**For, M A A K & Associates
(Chartered Accountants)
F.R.N.: 135024W**

**Marmik Shah
Partner
M.No.139533**

“Annexure A” to the Independent Auditor’s Report of even date on the Consolidated Financial Statements of DEEPTI ALLOY STEEL LIMITED

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

We have audited the internal financial controls over financial reporting of DEEPTI ALLOY STEEL LIMITED (“The Company”) as of March 31, 2017 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

Our audit involves performing procedures to obtain audit evidence amount the adequacy of the internal financial control system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and operating effectiveness of internal control based on the assessed risk. The procedures selected depend upon on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting

criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issues by the Institute of Chartered Accountants of India.

Other matters

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to one subsidiary company , which is incorporated in India ,is based on the corresponding reports of the auditors of such company incorporated in India.

Date : 29/05/2017
Place : Ahmedabad

For, M A A K & Associates
(Chartered Accountants)
F.R.N.: 135024W

Marmik Shah
Partner
M.No.139533

Reports under The Companies (Auditor's Report) Order, 2016 (CARO 2016) for the year ended on 31st March 2017

To,

The Members of DEEPTI ALLOY STEEL LIMITED

(i) In Respect of Fixed Assets

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

(b) Fixed assets have been physically verified by the management at reasonable intervals; No material discrepancies were noticed on such verification.

(c) As per the information and explanation given by management, the title deeds of immovable property are held in the name of company.

(ii) In Respect of Inventories

Physical verification of inventory has been conducted at reasonable intervals by the management. There are no inventories at the end of the year

(iii) Compliance under section 189 of The Companies Act, 2013

The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained u/s 189 of the companies Act-2013.

(a) In our opinion and according to the information and explanations given to us. The rate of interest and other terms and conditions for such loans are not prima facie prejudicial to the interest to the company.

(b) In respect of loans granted, repayment of the principal amount is as stipulated and payment of interest have been regular.

(c) There is no overdue amount of loans granted to companies, firms or other parties listed in the register maintained under section 189 of the companies Act, 2013.

(iv) Compliance under section 185 and 186 of The Companies Act , 2013

While doing transaction for loans, investments, guarantees, and security provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.

(v) Compliance under section 73 to 76 of The Companies Act, 2013 and Rules framed thereunder while accepting Deposits

According to information and explanation given to us the company has accepted deposits and the provisions of section 73 to 76 and other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable, have been complied with.

(vi) Maintenance of cost records

The Company is not required to maintain cost records pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013.

(vii) Deposit of Statutory Dues

(a) The company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable to it.

(b) According to information and explanation given to us, there is no dispute with the revenue authorities regarding any duty or tax payable

(viii) Repayment of Loans and Borrowings

The company has not defaulted in repayment of dues to financial institution, bank or debenture holders.

(ix) Utilization of Money Raised by Public Offers and Term Loan For which they Raised

The company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans. Hence this clause is not applicable.

(x) Reporting of Fraud During the Year

Based on our audit procedures and the information and explanation made available to us no such fraud noticed or reported during the year.

(xi) Managerial Remuneration

Managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

(xii) Compliance by Nidhi Company Regarding Net Owned Fund to Deposits Ratio

As per information and records available with us The company is not Nidhi Company.

(xiii) Related party compliance with Section 177 and 188 of companies Act - 2013

Yes , All transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.

(xiv) Compliance under section 42 of Companies Act - 2013 regarding Private placement of Shares or Debentures

No, the company has not made any preferential allotment or private placements of shares or fully or partly convertible debentures during the year.

(xv) Compliance under section 192 of Companies Act - 2013

The company has not entered into any non-cash transactions with directors or persons connected with him.

(xvi) Requirement of Registration under 45-IA of Reserve Bank of India Act, 1934

The company is not required to be registered under section 45-IA of the Reserve Bank of India Act.

Place :

Date :

CONSOLIDATED FINANCIAL STATEMENTS DEEPTI ALLOY STEEL LTD.

Balance Sheet as at 31st March, 2017

(Amount in Rs.)

	Note No.	As at 31-03-2017	As at 31-03-2016
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2	3,85,04,000	3,85,04,000
Reserves and surplus	3	(68,21,831)	(74,07,275)
		3,16,82,169	3,10,96,725
Minority Interest			
Non Current liabilities			
Long-Term Borrowings	4	5,16,66,403	2,05,16,403
Deffered Tax(Liability)		9,568	9,568
Current liabilities			
Other Current liability	5	62,756	5,81,167
Trade payables	6	4,86,60,959	17,95,32,681
Short Term Provision	7	24,000	35,54,650
TOTAL		13,21,05,855	23,52,91,194
ASSETS			
Non-current assets			
Fixed Assets			
Tangible Assets	8	57,34,386	4,02,718
Long Term Loans & Advances	9	-	1,80,46,000
Non-current investments	10	5805559	
		1,15,39,945	1,84,48,718
Current assets			
Trade receivables	11	6,59,26,116	13,83,68,459
Short Term Loans and Advances	12	3,19,90,160	4,54,79,320
Cash and Cash Equivalentents	13	2,26,49,634	3,29,94,697
		12,05,65,910	21,68,42,476
TOTAL		13,21,05,855	23,52,91,194

Significant Accounting Policies

1

The accompanying notes are integral part of financial statements.

As per our report of even date.

For, M A A K & Associates

Chartered Accountant

Firm Reg. No. :135024W

For and on behalf of the Board of Directors

For, DEEPTI ALLOY STEEL LTD.

CA Marmik G Shah

Partner

Membership No. 133926

Gautam Chauhan

Director

DIN : 00044034

Vaishali Trivedi

Director

DIN : 01997230

Place : Ahmedabad

Date : 29/05/2017

Place : Ahmedabad

Date : 29/05/2017

CONSOLIDATED FINANCIAL STATEMENTS DEEPTI ALLOY STEEL LTD.

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

	Note No.	Year ended 31-03-2017	Year ended 31-03-2016
Income			
Revenue from operations	14	4,65,98,573	33,34,67,482
Other Income	15	39,75,482	53,01,108
Total revenue		5,05,74,055	33,87,68,590
Expenses			
Direct Expense	16	1,76,08,177	32,20,51,000
Depreciation	8	74,290	4,32,655
Cost of materials consumed	17	2,73,78,484	35,27,604
Employee benefits expenses	18	28,66,815	38,08,350
Other expenses	19	18,82,378	62,02,529
Financial Charges	20	1,606	29,057
Total expenses		4,98,11,750	33,60,51,195
Profit / (Loss) before tax		7,62,305	27,17,395
Exceptional Items		-	4,21,663
Tax expense:			
Current Income Tax		1,67,860	9,68,000
Deffered Tax			9,568
Profit / (Loss) for the year		5,94,445	13,18,164
Pre acq profit adj against Goodwill		-	17,85,030
		5,94,445	(4,66,866)
Basic and Diluted EPS		0.15	0.34

Significant Accounting Policies

1

The accompanying notes are integral part of financial statements.

As per our report of even date.

For, M A A K & Associates

Chartered Accountant

Firm Reg. No. :135024W

For and on behalf of the Board of Directors

For, DEEPTI ALLOY STEEL LTD.

CA Marmik G Shah

Partner

Membership No. 133926

Gautam Chauhan

Director

DIN : 00044034

Vaishali Trivedi

Director

DIN : 01997230

Place : Ahmedabad

Date : 29/05/2017

Place : Ahmedabad

Date : 29/05/2017

CONSOLIDATED FINANCIAL STATEMENTS DEEPTI ALLOY STEEL LTD.

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH 2017

Particulars	2016-17	2015-16
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before taxation and extraordinary items	7,62,305	
Adjustment for :-		
Add to Profit		
Depreciation and Amortization	74,290	
Finance Costs	1,606	
Other non cash items	(9,001)	
sub-total	8,29,200	
Deduct from Profit		
Profit on sales of fixed assets	-	
Operating Profit berfore working capital changes	8,29,200	
Change in working Capital :		
Adjsutment for Decrease (Increase) in opearting assets		
Trade receivables	7,24,42,343	
Short term loans and advances	1,34,89,160	
Adjsutment for (Decrease) Increase in opearting liabilities		
Trade payables	(13,08,71,722)	
Other current liabilities	(5,18,411)	
Short term provision	(33,04,600)	
sub-total	(4,87,63,230)	
Cash Generated from Operations	(4,79,34,030)	
Direct tax Paid	3,93,910	
Cash Flow before extraordinary items	(4,83,27,940)	
Extraordinary Items/Prior Period Items		
Net cash from Operating Activities	(4,83,27,940)	
B. NET CASH FLOW FROM INVESTMENT ACTIVITIES		
Change in other non-current assets	(58,05,559)	
Purchase of fixed assets	(54,05,958)	
Repayment of loans and advances	1,80,46,000	
Net Cash from Investment Activities	68,34,483	
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Interest Expense	(1,606)	
Proceeds of long term borrowings	3,11,50,000	
Net Cash from financial activities	3,11,48,394	
TOTAL CASH AND CASH EQUIVALENT (A+B+C)	(1,03,45,063)	
FOREIGN EXCHANGE RATE FLUCTUATION		
OPENING BALANCE IN CASH AND CASH EQUIVALENTS	3,29,94,697	
CLOSING BALANCE IN CASH AND CASH EQUIVALENTS	2,26,49,634	

For, M A A K & Associates
Chartered Accountant
Firm Reg. No. :135024W

For and on behalf of the Board of Directors
For, DEEPTI ALLOY STEEL LTD.

CA Marmik G Shah
Partner
Membership No. 133926
Place : Ahmedabad
Date : 29/05/2017

Gautam Chauhan Director DIN : 00044034 Place : Ahmedabad Date : 29/05/2017	Vaishali Trivedi Director DIN : 01997230 Place : Ahmedabad Date : 29/05/2017
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CONSOLIDATED FINANCIAL STATEMENTS DEEPTI ALLOY STEEL LTD.
Notes to the financial statements for the year ended on 31st March, 2017

(Amount in Rs.)

2. Share capital

Particulars	As at 31st March, 2017		As at 31st March, 2016	
	Number of shares	Rs.	Number of shares	Rs.
45,00,000 Equity shares of Rs.10 each	45,00,000	4,50,00,000	45,00,000	4,50,00,000
Issued, Subscribed & Paid up 38,50,400 Equity shares of Rs.10 each	38,50,400	3,85,04,000	38,50,400	3,85,04,000
Total	38,50,400	3,85,04,000	38,50,400	3,85,04,000

2.1 Unpaid Calls

By Directors

By Officers

2.2 Particulars of Shares holders holding more than 5% of the Shares Capital:

Name of Shareholder	As at 31st March, 2017		As at 31st March, 2016	
	No of Shares	% Of holding	No of Shares	% Of holding
Ramesh T Agrawal	9,40,700	24	9,40,700	24
Parikshit Mahatma	4,17,000	11	4,17,000	11
Sangita Jain	3,88,440	10	3,88,440	10
Jyoti fabrics	2,07,200	5	2,07,200	5
Vishal Textile	2,22,160	6	2,22,160	6

2.3 Reconciliation of the shares outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Issue	Buy back	Closing Balance
Equity shares				
Year ended 31st March, 2016				
- Number of shares	38,50,400	-	-	38,50,400
- Amount (Rs)	3,85,04,000	-	-	3,85,04,000

2.4 The Company has only one class of shares referred to as equity shares with a face value of 10 per share. Each holder is entitled to one vote per share.

2.5 Fully paid up equity shares issued pursuant to contract(s) without payment

Being received in cash in the last five years

1,80,00,000

2.6 Fully paid up equity shares by way of bonus shares in the last five years

Nil

2.7 Shares bought back in the five years

Nil

CONSOLIDATED FINANCIAL STATEMENTS DEEPTI ALLOY STEEL LTD.
Notes to the financial statements for the year ended on 31st March, 2017

Particulars	As at 31-03-2017	As at 31-03-2016
3. Reserves and surplus		
Capital Reserve:		
Opening Balance	1,00,33,564	92,48,500
Addition	-	7,85,064
Closing Balance	1,00,33,564	1,00,33,564
Securities Premium	2,77,45,500	2,77,45,500
Profit and loss account :		
Balance as per last financial statement	-4,51,86,340	-4,47,19,474
Add:Addition	-9,001	-8,23,872
Add:Post Part	5,94,445	3,57,006
Closing balance	-4,46,00,896	-4,51,86,340
Total	-68,21,831	-74,07,275

4. Long Term Borrowings		
Unsecured Loan from Related Parties	-	-
Unsecured Loan from Others*	5,16,66,403	2,05,16,403
Total	5,16,66,403	2,05,16,403

5. Other Current Liabilities		
Vat Payable	-	5,81,167
TDS Payable	20,900	-
Creditors for Expense	41,856	-
Total	62,756	5,81,167

6. Trade payables		
Other Trade payables	4,86,60,959	17,95,32,681
Total	4,86,60,959	17,95,32,681

7. Short Term Provision		
Unpaid Service Tax	-	3,30,600
Provision For Taxation	-	2,26,050
Unpaid Legal Profession	-	10,000
Provision for Audit Fees	24,000	10,000
Provision for IT	-	9,68,000
Unpaid TDS	-	20,10,000
Total	24,000	35,54,650

CONSOLIDATED FINANCIAL STATEMENTS DEEPTI ALLOY STEEL LTD.
Notes to the financial statements for the year ended on 31st March, 2017

Particulars	As at 31-03-2017	As at 31-03-2016
9. Long Term Loans & Advances		
Security deposit	-	46,000
Advance Against Property	-	1,80,00,000
Total	-	1,80,46,000

10. Non-Current Investment		
	58,05,559	-
Total	58,05,559	-

11. Trade receivables		
Trade receivables	6,59,26,116	13,83,68,459
Total	6,59,26,116	13,83,68,459

12. Short term loans & advances		
Deposit	2,19,29,773	2,31,81,815
Loans to others	1,00,60,387	2,22,97,505
Total	3,19,90,160	4,54,79,320

13. Cash & Cash Equivalents		
Cash on hand	21,10,773	13,04,655
Balance with Bank		
HDFC Bank	47,021	47,021
Indisund Bank	85,36,026	88,89,624
IDBI Bank	27,525	1,23,79,356
Kotak Mahindra Bank	1,19,05,208	54,43,713
Cosmos Co-Op Bank Ltd.	23,083	49,30,328
Total	2,26,49,636	3,29,94,697

CONSOLIDATED FINANCIAL STATEMENTS DEEPTI ALLOY STEEL LTD.
Notes to the financial statements for the year ended on 31st March, 2017

Particulars	Year ended 31-03-2017	Year ended 31-03-2016
14. Revenue from operations		
Income from operation	2,86,98,573	42,02,467
Consultancy Income	1,79,00,000	11,07,000
Other Income	-	2,26,600
Contract Income	-	32,79,31,415
Total	4,65,98,573	33,34,67,482

Particulars	Year ended 31-03-2017	Year ended 31-03-2016
15. Other Income		
Interest Income	9,75,482	12,29,508
Job work Income	30,00,000	-
Rent Income	-	28,34,400
Security Charges	-	12,37,200
Total	39,75,482	53,01,108

Particulars	Year ended 31-03-2017	Year ended 31-03-2016
16. Direct Expenses		
Consultancy Expenses	1,70,00,000	-
Contract Work Paid	6,08,177	23,10,00,000
Commission Paid	-	8,60,00,000
Crop Compensation	-	8,10,000
Land Survey Fees	-	42,41,000
Total	1,76,08,177	32,20,51,000

Particulars	Year ended 31-03-2017	Year ended 31-03-2016
17. Cost of materials consumed		
Opening Inventory	-	-
Add: Purchase(Net)	2,73,78,484	35,27,604
Closing Inventory	-	-
Total	2,73,78,484	35,27,604

Particulars	Year ended 31-03-2017	Year ended 31-03-2016
18. Employee benefits expenses		
Salary, wages and bonus	22,44,115	24,85,000
Staff Salary expenses	3,07,700	1,23,350
Remuneration to Directors	3,15,000	12,00,000
Total	28,66,815	38,08,350

Particulars	Year ended 31-03-2017	Year ended 31-03-2016
19. Other expenses		
Advertisement Expense	3,18,603	-
Audit fees	52,750	1,09,875
Courier Charges	-	11,592
Donation	11,000	22,000
Electricity Expense	-	10,906
Income Tax Paid	-	21,544
Insurance Expenses	-	15,001
Interest Expenses	-	7,63,455
Legal & Professional charges	30,005	10,36,000
Listing Fees	2,79,830	5,61,800
Office expenses	5,65,684	1,06,079
Other Expenses	2,13,578	10,000
Pay Card Charges	-	4,86,722
Registration Charges	-	22,94,110
Telephone Expenses	46,000	24,000
Travelling & Conveyance Expenses	3,64,928	7,29,445
Total	18,82,378	62,02,529

Particulars	Year ended 31-03-2017	Year ended 31-03-2016
20. Financial Charges		
Bank Charges	706	2,057
Interest paid	900	27,000
Total	1,606	29,057

21. Related Party Disclosure

A. Related Party and their relationship		
Key Managerial Personnel:		
Name of Related Parties	Relationship	
Wynad Estate and Industries Limited	Common Directors	
Galaxy Consolidated Finance Limited	Common Directors	
Wynad Estate and Industries Limited	Common Directors	
Particulars	2016-17	2015-16
A. Transaction with Related Party		
Purchase		
Wynad Estate And Industries Limited	3767813	-
Galaxy Consolidated Finance Limited	3166823	-
Sales		
Wynad Estate And Industries Limited	2253050	-
A. Balance with Related Party		
Loans and Advances		
Gujarat Injct Kerala Ltd.	25000	-
Shankeshwar Infraproject Pvt. Ltd.	35000000	-
Total	3,50,00,000	-

22. Specified Bank Notes Disclosures (SBN's)

The details of specified Bank Notes (SBN) held and transacted during the period from 8th November, 2016 to 30th December, 2016 is provided in the table below:

Particulars	SBN*	Other Denomination	Total
Closing Cash in Hand As on 08/11/2016	600000	1409345	2009345
(+) Withdrawl from bank accounts	-	1,34,000	134000
(+) Permitted Receipts	-	-	-
(-) permitted Payments	-	21150	21150
(-) Amounts Deposited in Banks	600000	-	600000
Closing cash in Hand As on 30/12/2016	-	15,22,195	15,22,195

* For the purpose of this clause, the term ' Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the ministry of Finance, Department of Economic affairs number S.O. 3407(E), dated the 8th November, 2016.

CONSOLIDATED FINANCIAL STATEMENTS DEEPTI ALLOY STEEL LTD.

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2017

Schedule : 8 Fixed Asset

I. Fixed Assets

Sr. No	Particulars	Gross Block				Depreciaton				Net Block	
		Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Old Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2017	WDV as on 31.03.2016
I	Tangible Assets										
1	Air Conditioner	1,00,000		-	1,00,000	414	9,500	-	9,914	90,086	99,586
2	Office Appliances	3,41,000		-	3,41,000	37,868	64,790	-	1,02,658	2,38,342	3,03,132
3	Building (WIP)	-	54,05,958		54,05,958	-			-	54,05,958	-
	SUB TOTAL (A)	4,41,000	54,05,958	-	58,46,958	38,282	74,290	-	1,12,572	57,34,386	4,02,718
	Total (Current Year)	4,41,000		-	58,46,958	38,282	74,290	-	1,12,572	57,34,386	4,02,718
	(Previous Year)	1,80,61,835	-	1,80,61,835	4,41,000	3,94,373	4,32,655	(3,94,373)	38,282	4,02,718	1,80,61,835

CONSOLIDATED FINANCIAL STATEMENT OF DEEPTI ALLOY STEEL LTD.

1 .SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNT

1. BASIS OF ACCOUNTING:

The financial statements are prepared under the historical cost convention on an accrual basis of accounting in accordance with the Generally Accepted Accounting Principles, Accounting Standards notified under Section 133 of the Companies Act, 2013 and the relevant provisions thereof. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2.FIXED ASSETS:

Fixed assets are stated at cost of acquisition. Acquisition cost includes taxes, duties, freight, insurance and other incidental expenses related to acquisition and installation and are net of modvat credits, where applicable. Expenses incidental and related to projects are capitalized along with the related fixed assets, where appropriate.

3.DEPRECIATION:

The Group has no Fixed Assets as on therefore Depreciation is not charged.

4.REVENUE RECOGNITION:

Sales exclusive of Vat & WCT and exclusive of Service Tax are recognized on dispatch. Price adjustments for sales made during a year are recorded upon receipt of confirmed customer orders.

5.FOREIGN CURRENCY TRANSACTIONS:

During the year, the Group has not entered any foreign transaction.

6.RESEARCH AND DEVELOPMENT EXPENDITURE:

During the year, The Group has not made any expenditure towards Research and development expenditure.

7.TAXATION :

Income taxes are accrued in the same period that the related revenue and expenses arise. A provision is made for income tax, based on the tax liability computed, after considering tax allowances and exemptions. Provisions are recorded when it is estimated that a liability due to disallowances or other matters is probable. Minimum alternate tax (MAT) paid in accordance with the tax laws, which gives rise to future economic benefits in the form of tax credit against future income tax liability, is recognized as an asset in the Balance Sheet.

8. CASH AND CASH EQUIVALENTS:

Cash and cash equivalents comprise cash and cash on deposit with banks and corporations. The Group considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

9.CASH FLOWS STATEMENT:

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated.

10.EARNING PER SHARE:

Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.