



CUBEX TUBINGS LIMITED



38th Annual Report
2016-17





CUBEX TUBINGS LIMITED

BOARD OF DIRECTORS

Mr. P.R.Bhandari	:	Managing Director (DIN: 00062271)
Mr. Virendra Bhandari	:	Executive Director (DIN: 00062228)
Ms. Veena Bhandari	:	Director - Admin (DIN: 03570489)
Dr. Trilok Singh	:	Independent Director (DIN: 06469426)
Mr. Mahendra Kumar Ranka	:	Independent Director (DIN: 01268256)
Mr. Sandeep Kumar	:	Independent Director (DIN: 05192591)

CHIEF FINANCIAL OFFICER

Mr. Siva Prasad Sarva

Corporate Identification Number : L27109TG1979PLC002504

BANKERS-

Axis Bank Limited
State Bank of Hyderabad
IndusInd Bank Limited
HDFC Bank Limited

AUDITORS

M/S. P.Murali & Co.,
Chartered Accountants
6-3-655/2/3, Somajiguda,
Hyderabad - 500 082.

SOLICITORS

Mr. M.V.S. Prasad

REGISTERED OFFICE

1-7-27 to 34, Shyam Towers,
S.D.Road, Secunderabad - 500 003.
Telangana, India
Tel. No. 0091-40-27817440, 27817436
Fax No. 0091-40-27812569
Email: cubex@rediffmail.com
www.cubextubings.com

PLANT

Near 5th Phase, S.NO.464, 482
Pathancheru, Telangana.

SHARE TRANSFER AGENTS

M/S. Aarathi Consultants Pvt. Ltd.,
1-2-285, Domalguda,
Hyderabad - 500 029
Tel. No.: 0091-40-2763 8111, 2763 4445
Fax :0091-40-2763 2184
Website: www.aarthiconsultants.com
Email: info@arthiconsultants.com

LISTING AT

BSE Limited, Mumbai
The National Stock Exchange of India Limited, Mumbai

NOTICE

NOTICE is hereby given that the 38th Annual General Meeting of the Members of the Company will be held on **Friday, the 29th September, 2017 at 10.30 A.M** at Hotel Raj Comfort Inn, Near Paradise, Opposite HDFC Bank, Secunderabad-500 003 to consider the following Business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March 2017 including the Audited Balance Sheet and Statement of Profit & Loss for the year ended on that date and Reports of Directors and Auditors thereon for the said year.
2. To appoint a Director in place of Mr. Virendra Bhandari who retires by rotation and being eligible offers himself for reappointment.
3. To appoint Auditors and to fix their remuneration

“RESPLVED THAT pursuant to Section 139(2) of the Companies Act 2013 & subject to Companies (Audit & Auditors) Rules 2014, **M/s. Chandra Babu Naidu & Co., (FRN: 016016S)**, Chartered Accountants, Hyderabad as Statutory Auditors of the Company w.e.f the Conclusion of this Annual General Meeting for a term of Five Years subject to ratification at every Annual General Meeting and fix their remuneration”.

BY ORDER OF THE BOARD OF DIRECTORS
For **CUBEX TUBINGS LIMITED**

PLACE: HYDERABAD

P.R.BHANDARI

DATE: 01.09.2017

MANAGING DIRECTOR

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Businesses to be transacted at the Annual General Meeting (AGM) is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 23rd September 2017 to Friday 29th September 2017 (both days inclusive). The book closure dates have been fixed in consultation with the Stock Exchanges.
4. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company can now register the same by submitting a duly filled in 'E-Communication Registration Form', available on the website of the Share Transfer Agent of the Company www.aarhiconsultants.com, to M/s. Aarathi Consultancy Private Limited. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.

5. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.
6. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 22nd September 2017 are entitled to vote on the Resolutions set forth in this Notice. Members who have acquired shares after the despatch of the Annual Report and before the book closure may approach the Share Transfer Agent of the Company for issuance of the User ID and Password for exercising their right to vote by electronic means. The e-voting period will commence at 10.00 a.m. on Tuesday, 26th September 2017 and will end at 5.00 p.m. on Thursday, 28th September 2017. The Company has appointed Ms. Sarada Putcha, Practising Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

7. The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Tuesday, 26th September 2017 at 10.00 A.M. and ends on Thursday, 28th September 2017 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

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



- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for CUBEX TUBINGS LTD on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- (xx) The e-voting module shall be disabled by CDSL after 5.00 p.m. on Thursday, 28th September 2017.
- (xxi) The results shall be declared on or before 3rd October 2017. The results along with the Scrutinizer's Report, shall also be placed on the website of the Company.
8. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to M/s. Aarathi Consultants Private Limited / Investor Service Department of the Company immediately.
9. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Aarathi Consultants Private Limited / Investor Service Department of the Company.
10. For convenience of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.
11. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.

DIRECTORS' REPORT

To
The members of
M/s. CUBEX TUBINGS LIMITED

The directors have pleasure in presenting the 38th Annual Report of the Company together with the audited accounts for the year ended 31st March 2017.

FINANCIAL RESULTS

(in Lakhs)

	Year ended 31.03.2017	Year ended 31.03.2016
Income from operations	4550.58	5024.60
Other Income	210.12	185.15
Total Expenditure	4544.11	4995.53
Interest & Bank Charges	24.20	17.67
Depreciation & Amortization of Exp.	146.69	151.67
Provision for Tax	10.27	15.32
Net Profit	35.43	29.55

THE COMPANY'S PRODUCTS / SERVICES

CUBEX is manufacturer of seamless solid drawn Tubes, Rods, Bus bars and Wires of copper and copper based alloys such as Cupronickel, admiralty Brass, Aluminum Brass etc. Copper because of its high electrical conductivity and heat transfer characteristics finds wide application in the form of Tubes, Rods, Strips and Wires. The user industries are Power plants, Power plants manufacturers, Switchgears, Refineries, Furnace manufacturers, Sugar plants, Automobile, Electrical Equipment industries and Ship building Company.

OPERATIONS

Your company has registered a total income of Rs. 4760.60 lakhs for 2016-17 as compared to Rs. 5209.75 lakhs for 2015-16 and the company posted a net profit of Rs. 35.43 lakhs for 2016-17 as compared to Rs. 29.55 lakhs for 2015-16.

DIVIDEND

The Directors regret their inability to recommend dividend for the year under review due to insufficient profit.

BUSINESS RISK MANAGEMENT

The Company, like any other enterprise, is exposed to business risk which can be internal risks as well as external risks. The threats to the segments in which the company operates are volatility in Exchange rate & Metal Prices. The company is concerned about the wide Fluctuations in Copper prices globally and locally and increase in foreign exchange value.

DEPOSITS

The Company has not accepted deposits covered under Chapter V of the Companies Act, 2013 and accordingly, the disclosure requirements stipulated under the said Chapter are not applicable.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

During the year under review, the company has not given any loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014, except the remuneration to managerial personnel, there is no other related party transactions to be disclosed.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith elsewhere in the Annual Report.

DEMAT SUSPENSE ACCOUNT UNCLAIMED SHARES

As on 31st March 2017, there were no Equity Shares of Shareholders were lying in the Escrow Account due to non-availability of the correct particulars.

CORPORATE GOVERNANCE

Your Directors are happy to report that your Company is compliant with the Corporate Governance requirements as per the provision of SEBI (LODR) Regulations 2015. A separate section on Corporate Governance together with a certificate from the Statutory Auditor's confirming compliance is set out in the Annexure forming part of this report.

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

A Management Discussion and Analysis Report, has been attached and forms part of the Annual Report.

ADDITIONAL INFORMATION AS REQUIRED U/ S 134(3)(m) OF THE COMPANIES ACT, 2013**(a) Conservation of Energy:**

The Company is monitoring the consumption of energy and is identifying measures for conservation of energy.

- (i) the steps taken by the company for utilising alternate sources of energy - Nil
- (ii) the capital investment on energy conservation equipments - Nil

(b) (i) Technology Absorption, adaptation and innovation:- Indigenous Technology is involved for the manufacturing the products of the Company.

(ii) Research and Development (R & D): No research and Development has been carried out.

(c) Foreign exchange earnings: Rs. 1021.96 Lakhs**(d) Foreign exchange out go: Rs. 472.63 Lakhs****PARTICULARS OF EMPLOYEES**

The Directors are to report that none of the employee was in receipt of remuneration exceeding the limit prescribed under rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014

STATUTORY AUDITORS

The provisions of Section 139(2) of the Companies Act 2013 and the Rules made there-under, mandated the Company to rotate its existing Statutory Auditors. The term of the existing Auditors M/s. P Murali & C., expires for the FY 2016-17, i.e till the conclusion of ensuing Annual General meeting to be held on 29th September 2017.

In this regard, Board of Directors of the Company (on recommendation of Audit Committee) in its meeting held on 29th August 2017, has, subject to approval of shareholders in the ensuing Annual General meeting to be held on 29th September 2017, approved the appointment of M/s. Chandra Babu Naidu & Co., (FRN: 016016S), Chartered Accountants, as the Statutory Auditors of the Company for a period of Five Years w.e.f from the Conclusion of this Annual General Meeting, subject to ratification at every Annual General Meeting.

BOARD AND COMMITTEES PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations 2015, the Board has carried out an annual performance, the directors individually as well as the evaluation of the working of its Audit and Nomination & Remuneration Committees.

NUMBER OF BOARD MEETINGS HELD DURING THE FINANCIAL YEAR AND THE DATES OF THE BOARD MEETINGS:

The Board met Five times during the financial year 2016-2017.

The dates on which the above Board meetings were held are as follows;

30th May 2016, 12th August 2016, 11th November 2016, 6th December 2016, and 14th February 2017.



DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(3)(c) of the Companies Act, 2013, with respect to Directors responsibilities Statement it is hereby confirmed:

- a. That in preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures ;
- b. That the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year ended 31st March, 2017 and of the profit and loss of the company for that period;
- c. That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. That the directors have prepared the annual accounts on a going concern basis.
- e. that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- f. that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

POLICIES

Material Subsidiary

During the year ended March 31, 2017, the Company does not have any material listed/unlisted subsidiary companies as defined in the Companies Act 2013 & SEBI (LODR) Regulations 2015. The policy on determining material unlisted subsidiary of the Company is approved by the Board of Directors of the company.

Vigil Mechanism

The Board of Directors of the company are committed to maintain the highest standard of honesty, openness and accountability and recognize that employees have important role to play in achieving the goal. As a public company the integrity of the financial matters of the Company and the accuracy of financial information is paramount. The stakeholders of the Company and the financial markets rely on this information to make decisions. For these reasons, the Company must maintain workplace where it can retain and treat all complaints concerning questionable accounting practices, internal accounting controls or auditing matters or concerning the reporting of fraudulent financial information to our shareholders, the Government or the financial markets. The employees should be able to raise these free of any discrimination, retaliation or harassment. Pursuant to the policy, employees are encouraged to report questionable accounting practices to Mr. Mahendra Kumar Ranka, Chairman of Audit Committee through email or by correspondence through post.

Familiarisation programme for Independent Directors

Pursuant to the provisions of SEBI (LODR) Regulations 2015, the Company has formulated a programme for familiarising the Independent Directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company etc through various initiatives.

Key Managerial Personnel

Sri. Siva Prasad Sarva, Chief Financial Officer is the Key Managerial Personnel of the Company in accordance with the Section 203 of the Companies Act, 2013.

Related Party Transaction

Policy on dealing with Related Party Transactions is approved by the Board

There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons (except remuneration) which may have a potential conflict with the interest of the Company at large. The same was discussed by the Audit Committee as also the Board. The policy on Related Party Transactions as approved by the Board. None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.

Internal Financial Controls

The Company has in place adequate internal financial controls with reference to financial statements. Periodic audits are undertaken on a continuous basis covering all the operations i.e., manufacturing, sales & distribution, marketing,

finance, etc. Reports of internal audits are reviewed by management from time to time and desired actions are initiated to strengthen the control and effectiveness of the system.

Secretarial Audit

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Secretarial Audit Report is obtained by the company and forms part of this Annual report.

Disclosures pursuant to The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The Disclosures pursuant to sub-rule (1) of Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are forms part of the Board's Report.
2. The Disclosures pursuant to sub-rule (2) of Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of employees of the Company forms part of the Board's Report.

Remuneration Policy

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The details pertaining to criteria for determining qualifications, positive attributes and independence of a Director and remuneration policy have been provided in Section of the attached Corporate Governance Report.

Significant and Material Orders Passed by the Regulators or Courts

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the Company and its future operations

Disclosure Under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013. An Internal committee has been set up to redress the complaints received regarding sexual harassment at workplace. All employees including trainees are covered under this policy.

Personnel

The relationship between the management and the staff was very cordial throughout the year under review. Your Directors take this opportunity to record their appreciation for the cooperation and loyal services rendered by the employees.

Acknowledgements

Your Directors place on record their appreciation of the continuous assistance and co-operation extended to your Company by the valued customers, bankers, Reserve Bank India, SEBI, Bombay Stock Exchange Limited & National Stock Exchange of India Limited and all other regulatory Authorities. The Directors also sincerely acknowledge the significant contributions made by all the employees for their dedicated services to the Company.

For and on behalf of the board

For **CUBEX TUBINGS LIMITED**

P.R.BHANDARI

Managing Director

VIRENDRA BHANDARI

Executive Director

Siva Prasad Sarva

Chief Financial Officer

DATE: 01.09.2017
PLACE: Hyderabad.

**MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT:**

Pursuant to SEBI (LODR) Regulations 2015, a Management Analysis Report is given below:

A. INDUSTRY BACKGROUND

The Copper and Copper Alloy products have shown impressive growth in the last decade. Copper because of its high electrical conductivity and heat transfer characteristics finds wide application in the form of rods, tubes, strips, flats and wires. The user industries are generally Power Generation, Switchgear, Motors, Refrigeration, Heat Exchanger, Automobile, Electrical Equipment industries and ship building company.

B. INDUSTRY OUTLOOK

1. Since there is lot of emphasis of power generation the consumption of Copper Alloy tubes, Rods and Semis would increase.
2. The manufacturing capacity of condenser / refrigeration tubes are in short supply compare to its requirements in India.
3. There is huge export potential for copper alloy extrusions.

C. OPPORTUNITIES AND THREATS

The fundamental growth drivers of the country's economy as well as Copper industry continue to remain strong despite the pressures of slowdown and inflationary conditions prevalent till recently in the nation and also globally. The Copper Industry in the country is continuously attracting investments from domestic and foreign investors.

The threats to the segments in which the company operates are volatility in Exchange rate & Metal Prices.

D. STRENGTH AND RISKS & CONCERNS

The existing management has a strong technical knowledge and experience in the metal industry. Sri. P R Bhandari, Managing Director, and Sri. Virendra Bhandari, Executive Director are having vast technical knowledge and expertise in handling the business of the Company. Sri. Trilok Singh, Independent Director, has vast experience in the process of OFE copper & Copper based alloys and expertise in the process of high temperature corrosion resistance materials for marine applications and Sri. Mahendra Kumar Ranka and Sri. Sandeep Kumar, are independent and non-executive directors, are having vast experience and expertise in Business.

Your company is concerned about the wide Fluctuations in Copper prices globally and locally and increase in foreign exchange value.

FUTURE PROSPECTS

Until 2010 Cubex was concentrating to manufacture mostly general copper and copper alloy products to standard specifications. We have added the following products in our portfolio.

- Manufacture of Copper Nickel tubes up to 250 mm diameter which presently no one is manufacturing in India.
- Manufacture of Oxygen Free Copper in the shape of Rods and Tubes. It is currently used in Atomic Energy and Heavy Electrical Plants.

FUTURE PLANS

Manufacture of Nickel base products – Cubex has developed and started manufacturing Titanium, Inconel and other Nickel base alloy products from 2012 – 2013 onwards and the same was very much impressive. Also, intends to manufacture special copper alloys in vacuum aniline furnace

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Internal control systems are aimed at promoting operational efficiencies while stressing adherences to policies. The systems are designed with adequate internal controls commensurate size and nature of operations. Transactions are executed in accordance with the company policies. Assets are safeguarded and deployed in accordance with the Company's Policies.

The Company has in place adequate internal financial controls with reference to financial statements. Periodic audits are undertaken on a continuous basis covering all the operations i.e., manufacturing, sales & distribution, marketing, finance, etc. Reports of internal audits are reviewed by management from time to time and desired actions are initiated to strengthen the control and effectiveness of the system.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS:

The Company is able to retain the experienced staff, in spite of the copper consuming Industries are under recession, the Company feels confident of keeping its manpower costs to below industry norms. The atmosphere that is created in the organization is conducive for self-development and career growth; this is the success in retaining our manpower.

FORM No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017
(Pursuant to Section 204 (1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
CUBEX TUBINGS LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Cubex Tubings Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorised representatives during the conduct of secretarial audit and as per the explanations given to us and the representations made by the Management, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 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:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on 31st March, 2017 according to the applicable provisions of:

- i. The Companies Act, 2013 ('the Act') and the rules made there under, as applicable;
- ii. The Securities Contract (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. 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, amended from time to time;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 amended from time to time;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 & amended from time to time; and
- v. We have also examined compliance with the applicable clauses of Secretarial Standards of The Institute of Company Secretaries of India with respect to board and general meetings

During the period under review and as per the explanations and clarifications given to us and the representations made by the Management, the Company has complied (except delay filings / intimations in some cases) with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above.

We further report that:

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

Adequate notice was given to all Directors in advance 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.

Decisions at the Board Meetings, as represented by the management, were taken unanimously. We further report that as per the explanations given to us and the representations made by the Management and relied upon by us there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, there were no instances of Amalgamation or arrangements.

Sd/-
Sarada Putcha
Company Secretary
FCS No: 21717, CP No: 8735

Hyderabad

September 01, 2017

This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

'Annexure A'

To,
The Members,
Cubex Tubings Limited

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Sd/-
Sarada Putcha
Company Secretary
FCS No: 21717, CP No: 8735

Hyderabad
September 01, 2017

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:

i. CIN	: L27109TG1979PLC002504
ii. Registration Date	: 10th August 1979
iii. Name of the Company	: CUBEX TUBINGS LTD.
iv. Category / Sub-Category of the Company	: Indian – Non- Govt. Company
v. Address of the Registered office and contact details	: 1-7-27 to34, 1 st Floor, ShyamTowers, S.D.Road, Secunderabad, Telangana – 500003
vi. Whether listed company Yes / No	: Yes
vii. Name, Address and Contact details of Registrar and Transfer Agent, if any	: M/S. Aarathi Consultants Pvt. Ltd., 1-2-285, Domalguda,Hyderabad - 500 029 Tel. No.: 040-2763 8111, 2763 4445 Fax :0091-40-2763 2184

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Copper & Copper Alloys.	24201	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - NIL

S. NO	Name and address of the Company	CIN/GLN	Holding/ Subsidiary / Associate
1	NA		

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				%Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	171300	263999	435299	3.04	554210	178209	732419	5.12	2.08
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.	1829910	3787485	5617395	39.23	1829910	3787485	5617395	39.23	0
e) Banks / FI									
f) Any other	302020	10490	312510	2.18	0	10490	10490	0.07	2.15
(2) Foreign	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)	2303230	4017175	6365204	44.45	2384120	3976184	6360304	44.42	(0.03)
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	45200	45200	0.32	0	45200	45200	0.32	0
b) Banks / FI	0	800	800	0.01	0	800	800	0.01	0
c) Central Govt	360	0	360	0	360	0	360	0.00	0
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total (B)(1):-	360	46000	46360	0.33	360	46000	46360	0.33	0
2. Non-Institutions									
a) Bodies Corp.	3382963	36622	3419585	23.88	3366545	36622	3403167	23.77	(0.11)
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	2344165	565131	2908901	20.32	2241701	563566	2805267	19.59	(0.73)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1476461	--	1476856	10.31	1604723	-	1604723	11.20	0.89
c) Others (specify)									
Non Resident Indians	33433	10000	43433	0.30	31368	10000	41368	0.29	(0.01)
Overseas Corporate Bodies	0	50200	50200	0.35	0	50200	50200	0.35	0
Foreign Nationals									
Clearing Members	8436	0	8436	0.06	7586	0	7586	0.05	(0.01)
Trusts									
Foreign Bodies – D R									
Sub-total (B)(2):-	7245458	661953	7907411	55.22	7251528	660388	7911916	55.25	0.03
Total Public Shareholding (B)=(B)(1)+ (B)(2)	7245818	707953	7953771	55.55	7511888	706783	7958671	55.58	0.03
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	9549048	4725128	14318975	100	9896008	4682967	14318975	100	0

ii) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1.	CUBEX SECURITIES LIMITED	1867395	13.04	0	1867395	13.04	0	0
2.	NADOL TRADING PVT LTD	1300000	9.08	0	1300000	9.08	0	0
3.	MAVV TRADING PVT LTD	825000	5.76	0	825000	5.76	0	0
4.	NADOL TRADING PVT LTD	825000	5.76	0	825000	5.76	0	0
5.	MAVV TRADING PVT LTD	800000	5.59	0	800000	5.59	0	0
6.	PUSHRAJ BHANDARI	282390	1.97	0	282390	1.97	0	0
7.	MOHINIDEVI BHANDARI	146200	1.02	0	146200	1.02	0	0
8.	VIRENDRA BHANDARI	89180	0.62	0	88980	0.61	0	(0.01)
9.	VEENA BHANDARI	212099	0.54	0	207399	0.52	0	(0.02)
10.	B S P TRUST	10490	0.07	0	10490	0.07	0	0
11.	P R BHANDARI	4040	0.03	0	4040	0.03	0	0
12.	KIRAN BHANDARI	3410	0.02	0	3410	0.02	0	0

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

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	6365204	44.45	(4900)	0.03
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment /transfer / bonus/ sweatequity etc):	Transfers			
	At the end of the year	6360304	44.42	NA	NA

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

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year				


V. INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/ACCRUED BUT NOT DUE FOR PAYMENT

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	0	0	0	0
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
* Addition	0	0	0	0
* Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year	0	0	0	0
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:

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount (Rs.)
		P R Bhandari	Virendra Bhandari	Veena Bhandari	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	9,00,000/-	9,00,000/-	6,00,000/-	24,00,000/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission- as % of profit- others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)	9,00,000/-	9,00,000/-	6,00,000/-	24,00,000/-
	Ceiling as per the Act	-	-	-	-

B. Remuneration to other directors: NIL

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		--	--	--	--	
1	Independent Directors					
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (1)					
2	Other Non-Executive Directors					
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					


CUBEX TUBINGS LIMITED
C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	--	--	2,40,000/-	2,40,000/-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	--	--	--	--
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--	--
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--	--	--
2	Stock Option	--	--	--	--
3	Sweat Equity	--	--	--	--
4	Commission - as % of profit others, specify...	--	--	--	--
5	Others, please specify	--	--	--	--
	Total	--	--	2,40,000/-	2,40,000/-

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority[RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY Penalty Punishment Compounding					
B. DIRECTORS Penalty Punishment Compounding			Nil		
C. OTHER OFFICERS IN DEFAULT Penalty Punishment Compounding					

**REPORT ON CORPORATE GOVERNANCE
(Pursuant to SEBI (LODR) Regulations 2015)**

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Your Company has been committed to the highest standard of Corporate Governance practices in the entire gamut of its business philosophy. The guiding forces of Corporate Governance at Cubex are its core values – Quality operations, Customer satisfaction, Shareholders' value, Belief in people. The Company believes that a strong Corporate Governance policy is indispensable to healthy growth of business and resilient and vibrant capital markets, besides being an important instrument of investor protection. In this direction, Cubex endeavors in true spirit, to adopt the best global practices in Corporate Governance.

2. BOARD OF DIRECTORS

- a) As on the date of this report, the Board of Directors of the Company comprises of 6 (SIX) Directors which includes woman director out of which, 3 (three) Executive Directors including Managing Director, and 3 (Three) are Non-Executive & Independent Directors.
- b) The composition of the Board is in conformity with SEBI (LODR) Regulations 2015 and meets the stipulated requirements.
- c) None of the Directors on the Board is a Member of more than 10 committees or Chairman of more than 5 companies across all the Companies in which he is a Director. The Directors have made necessary disclosures regarding Committee positions in other public companies as on March 31, 2017.
- d) The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in other companies is given below. Other Directorships do not include alternate directorships, directorships of private limited companies, section 8 companies and of companies incorporated outside India. Chairmanship / Membership of Board Committees include only Audit and Shareholders / Investors Grievance Committees.

Name of the Director and age	Category (Promoter/ Executive/ Non- Executive)	Designation	Relationship with other Directors	Number of memberships in Board of other Public Limited Company	Associated with other committees of Public Limited Company	
					Member	Chairman
Sri P.R. Bhandari 72 Yrs	Promoter & Managing Director	Managing Director	Father of Virendra Bhandari	Nil	Nil	Nil
Sri. Virendra Bhandari 45 Yrs	Promoter & Executive Director	Executive Director	Son of Sri P.R. Bhandari	1	Nil	Nil
Smt. Veena Bhandari	Executive Director	Director- Admin	Wife of Sri. Virendra Bhandari	1	Nil	Nil
Sri Mahendra Kumar Ranka	Independent Non-Executive	Director	Nil	1	Nil	Nil
Sri. Sandeep Kumar	Independent Non-Executive	Director	Nil	Nil	Nil	Nil
Sri Trilok Singh	Independent Non-Executive	Director	Nil	Nil	Nil	Nil



CUBEX TUBINGS LIMITED

During 2016-17, the Board met 5 (Five) times on 30th May 2016, 12th August 2016, 11th November 2016, 6th December 2016, and 14th February 2017.

The Last Annual General Meeting was held on 29th September 2016. The attendance of each Director during the financial year is as under:

Name of the Director	No. of Meetings held	No. meetings attended	Presence at AGM
Sri P.R. Bhandari	5	5	Yes
Sri. Virendra Bhandari	5	5	Yes
Smt. Veena Bhandari	5	5	Yes
Sri. Mahendra Kumar Ranka	5	5	Yes
Sri. Sandeep Kumar	5	5	Yes
Sri. Trilok Singh	5	4	No

None of the Non-Executive Directors have any material pecuniary relationship or transactions with the Company

During the year, information as mentioned required **SEBI (LODR) Regulations 2015** has been placed before the Board for its consideration.

3. AUDIT COMMITTEE:

- I). The Audit Committee of the Company is constituted in line with the provisions of **SEBI (LODR) Regulations 2015** read with the provision of the Companies Act, 2013.
- II) The terms of reference of the Audit Committee include a review of;
 - a. Overview of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements reflect a true and fair position and that sufficient and credible information is disclosed.
 - b. Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
 - c. Discussion with external auditors before the audit commences, of the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
 - d. Reviewing the financial statements and draft audit report including quarterly / half yearly financial information.
 - e. Reviewing with management the annual financial statements before submission to the Board, focusing on:
 - i. Any changes in accounting policies and practices;
 - ii. Qualification in draft audit report;
 - iii. Significant adjustments arising out of audit;
 - iv. The going concern concept;
 - v. Compliance with accounting standards;
 - vi. Compliance with stock exchange and legal requirements concerning financial statements;
 - vii. Any related party transactions
 - f. Reviewing the company's financial and risk management's policies.
 - g. Disclosure of contingent liabilities.
 - h. Reviewing with management, external and internal auditors, the adequacy of internal control systems.
 - i. Reviewing the adequacy of internal audit function, including the audit character, the structure of the internal audit department, approval of the audit plan and its execution, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
 - j. Discussion with internal auditors of any significant findings and follow-up thereon.
 - k. Reviewing the findings of any internal investigations by the internal auditors into the matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
 - l. Looking into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.



- m. Reviewing compliances as regards the Company's Whistle Blower Policy.
- III) The previous Annual General Meeting of the Company was held on 29th September 2016 and Mr. Mahendra Kumar Ranka, Chairman of the Audit Committee, attended previous AGM.

The attendance of each member of the Audit Committee are given below:

Name of the Director	Designation	No. of Meetings held	No. meetings attended
Mr. Mahendra Kumar Ranka	Chairman	4	4
Mr. Virendra Bhandari	Member	4	4
Mr. Sandeep Kumar	Member	4	4

- V) During the financial year four Audit Committee meetings were held on 30th May 2016, 12th August 2016, 11th November 2016, and 14th February 2017.

The necessary quorum was present at all the meetings.

4. NOMINATION AND REMUNERATION COMMITTEE

The composition of the Committee is given below:

Name of the Director	Chairman/Member
Mr. Mahendra Kumar Ranka	Chairman
Mr. Sandeep Kumar	Member
Mr. Trolik Singh	Member

5. REMUNERATION OF DIRECTORS:

Details of remuneration paid to Directors are given below:

Name of the Director	Relationship with other Directors	Business relationship with Company if any	Loans and advances from Company	Remuneration Sitting fee	Paid during the Year 2016-17		
					Salary	Commission	Total
Sri.P.R.Bhandari	Related to Sri Virendra Bhandari Executive Director & Smt. Veena Bhandari (Director-Admin)	Promoter Director	NIL	—	9,00,000	—	9,00,000
Sri.VirendraBhandari	Related to Sri.P.R.Bhandari, Managing Director & Smt. Veena Bhandari (Director-Admin)	Promoter Director	NIL	—	9,00,000	—	9,00,000
Smt. Veena Bhandari	Related to Sri. P.R Bhandari (Managing Director) & Virendra Bhandari (Executive Director)	Director Admin & related to Promoter Group	NIL	—	6,00,000	—	6,00,000

Note: No setting fee' was paid to any Director for attending any Board Meeting or any committee meeting Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014, except the remuneration to managerial personnel, there is no other related party transactions to be disclosed.

6. STAKEHOLDERS RELATIONSHIP /INVESTORS GRIEVANCE COMMITTEE:

The Committee oversees share transfers and monitors investor grievances. To look into the redressal of shareholders and investors complaints like – transfer of shares, non – receipt of balance Sheet, non-receipt of declared dividends etc.,

The Committee consists of the following Directors:

Name of the Director	Chairman/Member
Mr. Mahendra Kumar Ranka	Chairman
Mr. P R Bhandari	Member
Mr. Virendra Bhandari	Member

Details of Complaints received/resolved:

During the period under review, no complaints were received from the shareholders, and there are no pending Complaints as on date of this report.

Company has made all the arrangements to resolve all the investors' Complaints if any, within seven days from the date of receipt of the complaint, as communicated by our Share Transfer Agents M/s. Aarthi Consultants Pvt. Ltd. The outstanding complaints as on 31st March, 2017 were: NIL.

INDEPENDENT DIRECTORS

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149 of the Companies Act, 2013 and SEBI (LODR) Regulations 2015. The Company has complied with the requirement of training of the Independent Directors and their performance evaluation and holding separate meetings for the Independent Directors.

7. DETAILS OF ANNUAL GENERAL MEETINGS: LOCATION AND TIME OF THE LAST THREE AGMS.

AGM	Year	Venue	Date	Time
37 th	2015-2016	Hotel Raj Comfort Inn, Near Praradise, Opposite HDFC Bank, Secunderabad-500003	29.09.2016	10.00 A.M.
36 th	2014-2015	Hotel Raj Comfort Inn, Near Praradise, Opposite HDFC Bank, Secunderabad-500003	29.09.2015	10.30 A.M.
35 th	2013-2014	Hotel Raj Comfort Inn, Near Praradise, Opposite HDFC Bank, Secunderabad-500003	29.09.2014	10.00 A.M.

Postal ballot:

During the year under review, no resolution has been passed through postal ballot.

8. DISCLOSURES

- There were no materially significant related party transactions that may have potential conflict with the interest of the Company at large.
- There was no incidence of non-compliance during the last three years by the Company on any matter related top Capital markets. There were no penalties, strictures imposed on the company by Stock Exchange or SEBI or any statutory authority.
- The Company has complied with all the mandatory requirements of **SEBI (LODR) Regulations 2015**.

9. NOTES ON DIRECTORS APPOINTMENT/RE-APPOINTMENT:

Relevant details forms part of the explanatory statement to the notice of the Annual General Meeting/Director's Report.

10. MEANS OF COMMUNICATIONS:

The quarterly, half-yearly and yearly financial results will be sent to the Stock Exchanges immediately after the Board approves the same and these results will also be published in prominent daily newspapers. These financial statements, press releases are also posted on the Company's website. As the financial performance of the Company is well published, individual communication of half yearly results are not sent to the shareholders.

The Management Discussion and Analysis Report forms part of the annual report, which is posted to the shareholders of the Company.

11. GENERAL SHAREHOLDER INFORMATION:

(I) Annual General Meeting

Date : 29th September, 2017

Time : 10.30 A.M.

Venue : Hotel Raj Comfort Inn, Near Paradise, Opposite HDFC Bank, Secunderabad-500 003

(II) Financial Calendar 1st April 2017 to 31st March 2018 (Tentative Schedule)

Quarter ending June 30, 2017 : On or before 14th September 2017

Quarter ending September 30, 2017 : 1st / 2nd week of November 2017

Quarter ending December 31, 2017 : 1st / 2nd week of February 2018

Quarter ending March 31, 2018 : on or before 30th May 2018

Annual General Meeting for FY ended 31st March, 2018 : Before end of September, 2018

(III) Date of Book Closure : 23rd September 2017 to 29th September 2017

(IV) Listing on Stock Exchanges :

1. BSE Limited (BSE), Mumbai. 2. The National Stock Exchange of India Limited (NSE), Mumbai
The listing fee has been paid to all the Stock Exchanges where the Company's shares are listed.

(V) Stock Code

The Bombay Stock Exchange Limited (BSE) : 526027
 The National Stock Exchange of India Limited (NSE) : CUBEXTUB
Dematerialization of Securities : ISIN: INE 144D01012

(VI) Market Price Data: High, Low during each Month in last Financial Year

During the financial year the shares of the company were traded on Bombay Stock Exchange Limited & on National Stock Exchange Limited, the following Market Price High & Low during each Month in the Last Financial Year 2016-17 as follows:

Month & Year	BSE (in Rs.)		NSE (in Rs.)	
	High	Low	High	Low
April 2016	11.13	8.28	11.20	8.55
May 2016	12.00	9.50	11.65	9.20
June 2016	13.42	10.98	12.90	10.60
July 2016	14.26	12.06	13.35	11.90
August 2016	13.52	10.38	13.00	10.65
September 2016	12.74	10.00	12.75	10.05
October 2016	17.26	13.37	16.90	13.35
November 2016	16.50	11.29	16.55	10.80
December 2016	12.17	10.70	11.95	10.65
January 2017	13.75	11.30	13.60	11.60
February 2017	14.20	11.75	13.50	11.60
March 2017	12.50	11.00	12.25	10.90

(VII) Stock Performance in Comparison to Broad-based indices such as BSE Sensex, CRISIL Index, BZX 200, Nifty etc.

During the financial year the shares of the company were traded actively and the Share price has been moving with the trend of the indices.

(VIII) Transfer Agents

M/s. Aarathi Consultants Private Limited
 1-2-285, Domalguda, Hyderabad – 500 029.
 Ph: 040-2763 8111; 040-2763 4445
 Fax: 040-2763 2184
 Website: www.aarathiconsultants.com
 Email: info@aarathiconsultants.com

(IX) Share Transfer System

M/s. Aarathi Consultants Private Limited
Documents will be accepted at
 1-2-285, Domalguda, Hyderabad – 500 029.
 Ph: 040-2763 8111; 040-2763 4445
 Fax: 040-2763 2184
 Website: www.aarathiconsultants.com
 Email: info@aarathiconsultants.com

The Shares of the Company are in physical form and electronic form. The transfer of shares in demat form is done through the Depositories without involvement of the Company. As regards, transfer of shares held in physical form, the transfer documents can be lodged with Company as well as Registrars M/s. Aarthi Consultants Private Limited at above-mentioned address. The Transfer of shares in physical form is normally processed within 10-15 days from the date of receipt if the documents are complete in all respects. The Share Transfer Committee severally empowers to approve the transfers.

(X) Statement Showing Distribution Schedule as on 31.03.2017

SL NO	CATEGORY	HOLDERS	HOLDERS %	SHARES	AMOUNT	AMOUNT PERCENTAGE
1	1 - 5000	5601	83.56	868086	8680860	6.06
2	5001 - 10000	561	8.37	461246	4612460	3.22
3	10001 - 20000	266	3.97	403787	4037870	2.82
4	20001 - 30000	73	1.09	186021	1860210	1.3
5	30001 - 40000	52	0.78	187739	1877390	1.31
6	40001 - 50000	37	0.55	175511	1755110	1.23
7	50001 - 100000	55	0.82	398339	3983390	2.78
8	100001 & Above	58	0.87	11638246	116382460	81.28
	Total:	6703	100	14318975	143189750	100

(XI) Statement Showing Shareholding Pattern as on 31.03.2017

Statement holding of Securities			
Category of shareholder (ii)	No. of share holders (iii)	Total nos. shares held (vii = iv+v+vi)	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957)(Viii) As a % of (A+B+C2)
Promoter & Promoter Group	12	6360304	44.42
Public	6691	7958671	55.58
Total	6703	14318975	100

(XII) Dematerialization of shares & liquidity

The Company's shares are compulsory traded in dematerialized form and are available for trading on both the Depositories in India viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Company representing 67.30% of the company's share capital are dematerialized as on 31st March 2017.

The Company's shares are listed and eligible to trade on the above-mentioned Stock Exchanges in electronic form. Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is **INE 144D01012**.

(XIII) Plant Location

Near 5th Phase, S.No.464, 482, IDA, Patancherru, Medak District, Telangana.

(XIV) Address for Correspondence

1-7-27 to 34, IInd Floor, Shyam Towers S.D.Road, Secunderabad – 500 003.



12. OTHER DISCLOSURES AS PER SEBI (LODR) REGULATIONS

i. Code of Conduct

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management of the Company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

Certificate of Code of Conduct for the year 2016-17

CUBEX is committed for conducting its business in accordance with the applicable laws, rules and regulations and with highest standards of business ethics. The Company has adopted "Code of Conduct" which is applicable to all director, officers and employees.

I hereby certify that all the Board Members and Senior Management have affirmed the compliance with the Code of Conduct, under a certificate of Code of Conduct for the year 2016-17.

Hyderabad
01.09.2017

P.R. Bhandari
Managing Director

ii. Disclosure of Accounting Treatment

The Company has complied with the appropriate accounting policies and has ensured that they have been applied consistently. There have been no deviations from the treatment prescribed in the Accounting Standards notified under the provisions of the Companies Act, 2013.

iii. Non executive directors' compensation and disclosures

None of the Independent / Non-executive Directors has any pecuniary relationship or transactions with the Company which in the judgment of the Board may affect the independence of the Directors.

iv. CEO/CFO Certification

The CEO and CFO certification of the financial statements for the year 2016-17 is provided elsewhere in this Annual Report.

For and on behalf of the board
For **CUBEX TUBINGS LIMITED**

P.R.BHANDARI
Managing Director

VIRENDRA BHANDARI
Executive Director

Siva Prasad Sarva
Chief Financial Officer

PLACE: Hyderabad.
DATE: 01.09.2017



CERTIFICATE BY THE CHIEF EXECUTIVE OFFICER (CEO) AND THE CHIEF FINANCIAL OFFICER (CFO)

I, P.R. Bhandari, Managing Director of M/s Cubex Tubings Limited certify:

1. That we have reviewed the financial statements and the cash flow statement for the year ended 31st March 2017 and to the best of our knowledge and belief;
 - These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and
 - These statements present a true and fair view of the company's affair and are in compliance with the existing accounting standards, applicable laws and regulations.
2. That there are, to the best of our knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct;
3. That we accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which we are aware and the steps that we have taken or purpose to take and rectify the identified deficiencies and;
4. That we have informed the auditors and the audit committee of:
 - a Significant changes in the internal control during the year;
 - b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) There is no Instances of significant fraud of which we have become aware and the involvement of an employee having a significant role in the company's internal control system.

For and on behalf of the board

For **CUBEX TUBINGS LIMITED**

PLACE: Hyderabad.

DATE: 01.09.2017

P.R.BHANDARI

Managing Director

Siva Prasad Sarva

Chief Financial Officer

Certificate on compliance of Corporate Governance

To
The Members,
Cubex Tubings Limited
Hyderabad

We have read the report of the Board of Directors on Corporate Governance and have examined the relevant records relating to compliance condition of corporate governance of M/s **Cubex Tubings Limited** ("the company") for the year ended 31st March, 2017 as stipulated in SEBI (LODR) Regulations 2015.

The compliance of the conditions of the Corporate Governance is the responsibility of the management. Our examination, conducted in the manner described in the Guidance note on Certification of Corporate governance" issued by the Institute of Chartered Accountants of India was limited to procedures and implementation thereof adopted by the company for ensuring compliance with the conditions of Corporate Governance. Our examination was neither an audit nor was it conducted to express an opinion on the financial statements of the company.

In our opinion and to the best of our information and explanations given to us and on the basis of our examination described above, the company has complied with the conditions of Corporate Governance as stipulated in SEBI (LODR) Regulations 2015 above mentioned Listing Agreement.

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

FOR P. MURALI & CO.,
CHARTERED ACCOUNTANTS

PLACE : HYDERABAD
DATE :01.09.2017

P. MURALI MOHANARAO
PARTNER

INDEPENDENT AUDITOR'S REPORT**To the members of Cubex Tubings Limited****Report on the Financial Statements**

We have audited the accompanying financial statements of M/s. **Cubex Tubings Limited ("the Company")**, which comprise the Balance Sheet as at 31st March, 2017, Statement of Profit & Loss and the 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, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, its Profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the companies (Auditor's Report) Order, 2016 ('the order') issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, statement of Profit & Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.



- (e) On the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in “Annexure B”; and
- (g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.
 - iv. The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the Company.(Refer Note No. 33)

**For P Murali & Co.,
Chartered Accountants,
Firm Registration No. 007257S**

**A.Krishna Rao
Partner
Membership No. 020085**

Place: Hyderabad

Date: 30th May, 2017.

Annexure A to the Auditor’s Report

Annexure referred to in paragraph 1 of Our Report of even date to the members of M/s. Cubex Tubings Limited on the accounts of the company for the year ended 31st March, 2017 Under “Report on other Legal & Regulatory Requirements”

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) As explained to us, fixed assets have been physically verified by the management at regular intervals; as informed to us no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable.
- (c) According to the information and explanations given to us and on the basis of our examination of records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. According to the information and explanations given to us and on the basis of our examination of the records of the company inventories have been physically verified at reasonable intervals of time and no material discrepancies have been found.
- iii. The company has not granted any loans, secured or unsecured, to companies, firms, and Limited Liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Hence this clause is not applicable to the company.
- iv. In our opinion and according to the information and explanations given to us, the Company has not given any loans, investments, guarantees and securities therefore section 185 and 186 of the Act, with respect to the loans and investments do not apply.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the meaning of section 73 to 76 or any other relevant provisions of the Companies Act,2013 and the rules framed there under.

- vi. We have broadly verified the books of accounts and records maintained by the company relating to the copper and copper alloy products pursuant to the order made by the Central Government for maintenance of cost records under sub-section (1) of section 148 of the Act, and are of the opinion that, prima facie, the prescribed accounts and records have been maintained. We have not, however, made a detailed examination of records with a view to determine, whether they are accurate and complete.
- vii. (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is generally regular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Customs Duty and other material statutory dues, as applicable, except few delays in payment with the appropriate authorities in India ;
- (b) There are no undisputed amounts payable in respect of Provident Fund, , Employees' State Insurance and Income-tax other material statutory dues in arrears as at 31st March 2017 for a period of more than 6 months for the date they became payable.
- (c) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues of Income Tax and any other major statutory dues which have not been deposited on account of any disputes.
- viii. In our opinion, and according to the information and explanations given to us, the company has not defaulted in repayment of dues to banks or financial institutions. The company has not issued any debentures.
- ix. According to the information and explanations given to us, the Company has not raised moneys by way of initial public offer or further public offer including debt instruments and term loans. Accordingly, the provisions of clause 3(ix) of the order are not applicable to the company.
- x. During the course of examination of books of accounts and records of the company, carried out in accordance with the generally accepted auditing practices in India and according to information and explanations given to us, we have neither come across any instance of material fraud on or by the company, noticed or reported during the year, nor have been informed of such cases by the management.
- xi. According to information and explanation given to us and based on our examination of records of the company, the Company has paid/provided for managerial remuneration in accordance with the provisions of section 197 read with schedule V to the Act.
- xii. In our opinion and according to information and explanations given to us, the company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of section 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Accounting standard (AS) 18, related party disclosures specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014.
- xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures. Therefore, the provisions of clause 3(xiv) of the order are not applicable to the company.
- xv. According to information and explanations given to us and to the best of our knowledge and belief the company has not entered into any non-cash transactions with directors or persons connected with the directors. Therefore, the provisions of clause 3(xv) of the order are not applicable to the company.
- xvi. The Company is not required to be registered under section 45-IA of The Reserve Bank of India Act 1934. Accordingly, the provisions of clause 3(xvi) of the order are not applicable to the Company.

**For P Murali & Co.,
Chartered Accountants,
Firm Registration No. 007257S**

**A.Krishna Rao
Partner
Membership No. 020085**

Place: Hyderabad

Date: 30th May, 2017.

Annexure B to the Auditor's Report

"Annexure B" referred to in paragraph 2(f) under "Report on other legal and Regulatory Requirements" section of report on financial statements of even date to the members of Cubex Tubings Limited on the financial statement for the year ended 31st march 2017.

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 Cubex Tubings Limited ('the Company') as of 31st March 2017 in conjunction with our audit of the 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 (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' 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 the 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 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For P Murali & Co.,
Chartered Accountants,
Firm Registration No. 007257S**

**A. Krishna Rao
Partner
Membership No. 020085**

**Place: Hyderabad
Date: 30th May, 2017.**

Balance Sheet as at 31st March, 2017

Particulars	Note No	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	142,601,299	142,601,299
(b) Reserves and Surplus	2	425,729,947	422,186,963
(2) Non-Current Liabilities			
(a) Long-Term Borrowings	3	21,485,413	33,981,273
(b) Deferred Tax Liabilities (Net)	4	10,092,763	9,936,526
(3) Current Liabilities			
(a) Short-Term Borrowings	5	18,149,772	2,180,078
(b) Trade Payables	6	47,217,966	40,016,287
(c) Other Current Liabilities	7	14,719,168	12,676,708
(d) Short-Term Provisions	8	4,527,094	4,286,842
Total		684,523,422	667,865,977
II. Assets			
(1) Non-current assets			
(a) Fixed assets			
(i) <i>Tangible & Intangible Assets</i>	9	175,084,703	188,125,566
(b) Long Term Loans and Advances	10	113,917,716	121,067,972
(c) Other Non Current assets	11	890,000	1,050,000
(2) Current assets			
(a) Inventories	12	56,506,939	41,161,627
(b) Trade Receivables	13	252,461,391	244,889,341
(c) Cash and Bank Balances	14	33,609,358	27,298,571
(d) Short-Term Loans and Advances	15	26,303,520	19,822,113
(e) Other Current Assets	16	25,749,795	24,450,787
Total		684,523,422	667,865,977

Significant Accounting Policies &
The accompanying Notes are an Integral Part of the Financial Statements
AS PER OUR REPORT OF EVEN DATE

For P.Murali & Co.,
Chartered Accountants
Firm Registration No: 007257S

A.Krishna Rao
Partner
Membership No. 020085

Place : Hyderabad
Date : 30-05-2017

For and on behalf of the Board
For CUBEX TUBINGS LIMITED

P.R.Bhandari **Virendra Bhandari**
Managing Director Executive Director

Siva Prasad Sarva
Chief Financial Officer

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

Particulars	Note No	Year Ended 31-03-2017 Rupees	Year Ended 31-03-2016 Rupees
Revenue from Operations	17	455,058,199	502,460,003
Other Income	18	21,011,929	18,483,458
Total Revenue		476,070,127	520,943,461
Expenses:			
Cost of materials consumed	19	399,802,083	404,345,133
Change in Inventory (Finished goods & Work In Progress)	20	(14,047,223)	31,886,848
Employee Benefit Expenses	21	10,015,641	10,445,714
Other Operating Expenses	22	48,753,578	45,567,104
Administrative and Selling Expenses	23	9,886,612	7,276,649
Financial Costs	24	2,419,816	1,767,137
Depreciation	9	14,669,578	15,166,850
Total Expenses		471,500,085	516,455,435
Profit / (Loss) Before Tax		4,570,042	4,488,026
Tax Expense:			
(1) Current tax		870,822	855,193
(2) Deferred tax		156,237	677,386
Profit / (Loss) After Tax		3,542,984	2,955,447
Earning per equity share:			
(1) Basic & Diluted EPS Rs.		0.25	0.21

Significant Accounting Policies &

The accompanying Notes are an Integral Part of the Financial Statements
AS PER OUR REPORT OF EVEN DATE

For P.Murali & Co.,
Chartered Accountants
Firm Registration No: 007257S

A.Krishna Rao
Partner
Membership No. 020085

Place : Hyderabad
Date : 30-05-2017

For and on behalf of the Board
For CUBEX TUBINGS LIMITED

P.R.Bhandari **Virendra Bhandari**
Managing Director Executive Director

Siva Prasad Sarva
Chief Financial Officer

**CASH FLOW STATEMENT OF THE YEAR ENDED 31-03-2017**

S.No.	PARTICULARS	Year Ended 31-03-2017	Year Ended 31-03-2016
A)	CASH FLOW FROM OPERATION ACTIVITIES		
	Net Profit Before Tax & Extraordinary Items	4,570,042	4,488,026
	ADJUSTMENTS FOR		
	Depreciation	14,669,578	15,166,850
	Interest Expenses	282,216	892,721
	Loss on Sale of Fixed Assets	-	-
	Operating Profit before Working Capital Changes	19,521,836	20,547,597
	ADJUSTMENTS FOR		
	Trade Receivables	(7,572,050)	(38,481,294)
	Short term Loans and Advances	(6,481,407)	2,658,038
	Other Current Assets	(1,299,008)	643,322
	Inventories	(15,345,311)	30,887,722
	Trade Payables	7,201,679	6,772,211
	Other Current Liabilities	2,042,460	(8,440,795)
	Short-Term Borrowings	15,969,694	2,180,078
	Short Term Provisions	(630,567)	(1,043,095)
	Net Cash flow from Operating Activities	13,407,325	15,723,783
B)	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Fixed Assets	(1,628,718)	(1,747,892)
	Sale/Adjustment of Fixed Assets	-	-
	Net Cash Used in Investment Activities	(1,628,718)	(1,747,892)
C)	CASH FLOW FROM FINANCING ACTIVITIES		
	Long Term Borrowings Taken/Repaid	(12,495,860)	(7,893,137)
	Long Term Loans and Advances	7,150,256	(16,291,299)
	Other Non Current Assets	160,000	(465,000)
	Interest & Finance Charges paid	(282,216)	(892,721)
	Net Cash used in Financing Activities	(5,467,820)	(25,542,157)
	NET INCREASE IN CASH & CASH EQUIVALENTS	6,310,787	(11,566,266)
	Cash and Cash Equivalents (Opening Balance)	27,298,571	38,864,837
	Cash and Cash Equivalents (Closing Balance)	33,609,358	27,298,571

For and on behalf of the Board

P.R.Bhandari
Managing Director**Virendra Bhandari**
Executive DirectorPlace: Hyderabad
Date: 30-05-2017**Siva Prasad Sarva**
Chief Financial Officer**CERTIFICATE**To
The Board of Directors
M/s. Cubex Tubings Limited

We have examined the above cash flow statement of Cubex Tubings Limited for the year ended 31st, March, 2017. This has been prepared by the Company is based on and in agreement with the corresponding Profit & Loss Account and Balance Sheet of the Company covered by our report of even date to the members of the Company.

For P.Murali & Co.,
Chartered Accountants
Firm Registration No: 007257SPlace: Hyderabad
Date : 30-05-2017**A.Krishna Rao**
Partner, M.No. 020085

I. CORPORATE INFORMATION

Cubex Tubings Limited (Company) was incorporated on August 10, 1979 under the laws of the republic of India and has its registered office at Secunderabad (Telangana). Company is a manufacturer of seamless solid drawn Tubes, Rods, Bus bars and Wires of copper and copper based alloys such as Cupronickel, admiralty Brass, Aluminum Brass etc. Copper because of its high electrical conductivity and heat transfer characteristics finds wide application in the form of Tubes, Rods, Strips and Wires. The user industries are Power plants, Power plants manufacturers, Switchgears, Refineries, Furnace manufacturers, Sugar plants, Automobile and Electrical Equipment industries & Ship Builders.

II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**BASIS OF PREPARATION:**

The financial statements of the company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act"), as applicable. The financial statements have been prepared as a going concern on accrual basis under the historical cost convention. The Accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year except for change in the accounting policy for depreciation

USE OF ESTIMATES:

The preparation of financial statements is in conformity with generally accepted accounting principles require the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the result of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Significant estimates used by the management in the preparation of these financial statements include estimates of the economic useful lives of fixed assets and provisions for bad and doubtful debts. Any revision to accounting estimates is recognized prospectively.

a) Accounting Convention and Revenue Recognition:

The Financial Statements have been prepared on a going concern basis in accordance with historical cost convention except for such fixed assets which are revalued.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue from operations includes revenue from sale of products, services and other operating revenue. Revenue from sale of products is recognized when all the significant risks and rewards of ownership of products have been passed to the buyer, usually on delivery of the products. The revenue from sale of products is net of discounts, excise duty, value added taxes and sales tax.

Revenue is not recognized on the grounds of prudence, until realized in respect of liquidated damages, delayed payments as recovery of the amounts are not certain.

b) CASH FLOW STATEMENT**i) Cash and Cash Equivalents (for the purpose of cash flow statement)**

Cash comprises Margin Money, Current Accounts with Banks and cash on hand. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

ii) Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

c) RETIREMENT BENEFITS:

Gratuity - No provision for gratuity has been made as no employees have put in qualifying period of service for entitlement of this benefit.



Provident Fund – the company makes monthly contribution to the Employees Provident Fund and Pension Fund under the provisions of Employees Provident Fund and Miscellaneous Provisions Act, 1952.

d) FIXED ASSETS:

Fixed Assets are stated at cost of acquisition and subsequent improvements thereto, inclusive of taxes, freight, and other incidental expenses related to acquisition, improvements and installation, except in case of revaluation of Fixed Assets where it is stated at revalued amount, as contained in **AS-10**.

e) DEPRECIATION:

Depreciation on Fixed Assets is provided on straight-line method as per the useful life specified in Schedule II of the Companies Act, 2013. This is in accordance with the AS-6 and there is no change in the method of Depreciation during the year.

f) TRANSACTIONS IN FOREIGN EXCHANGE:

Sales / Purchases and revenue incomes / expenses in foreign currency are booked at the exchange rate prevailing on the date of transaction. Gain / Loss arising out of fluctuations in exchange based on the rate on date of realization is accounted for in the Profit and Loss Account as per **AS-11**.

g) BORROWING COST:

Borrowing cost relating to acquisition/ construction of qualifying assets are capitalized until the time all substantial activities necessary to prepare the qualifying assets for their intended use are complete. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use/sale. Borrowing costs that are attributable to the projects are charged to the respective projects. All other borrowing costs, not eligible for inventorisation/capitalisation, are charged to revenue.

h) INVENTORIES:

Materials, stores & spares, tools and consumable are valued at cost or market value, whichever is lower on the basis of first in first out method reflecting the fairest possible approximation to the cost incurred in bringing the items of inventory to their present location and condition.

i) TAXES ON INCOME:

- a) Provision for tax for the year comprises current Income Tax and Deferred Tax and is provided as per the Income Tax Act, 1961.
- b) Deferred tax resulting from timing differences between the book and the tax profits is accounted for, at the current rate of tax, to the extent that the timing differences are expected to crystallize. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future; however where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets/ liabilities are reviewed as at each balance sheet date.

j) EARNINGS PER SHARE:

The earnings considered in ascertaining the Earning per Share comprise of Net Profit after Tax. The number of shares used in computing Basic Earnings per Share is the Weighted Average number of shares outstanding during the year, as per **AS-20**.

k) IMPAIRMENT OF FIXED ASSETS:

Management periodically assesses using external and internal sources whether there is an indication that an asset may be impaired. Impairment occurs where the carrying value exceeds the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. The impairment loss to be expensed is determined as the excess of the carrying amount over the higher of the asset's net sale price or present value as determined above.

l) RELATED PARTY DISCLOSURES:

The Company furnishes the Disclosure of transactions with related parties, as required by Accounting Standard 18 "Related Party Disclosure" as specified in the Companies (Accounting Standard) Rules, 2006. Related parties as defined under clause 3 of the Accounting Standard 18 have been identified on the basis of representation made by the management and information available with the company.

S.No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I	Equity Share Capital		
	(a) Authorised (No. of Shares 25000000 - Current Year) (No. of Shares 25000000 - Previous Year)	250,000,000	250,000,000
	(b) Issued (No. of Shares 14318975 - Current Year) (No. of Shares 14318975 - Previous Year)	143,189,750	143,189,750
	(c) Subscribed & Fully Paid Up (No. of Shares 14318975 - Current Year) (No. of Shares 14318975 - Previous Year)	143,189,750	143,189,750
	(d) Calls Unpaid by others	588,451	588,451
	(e) Par Value per share Rs. 10/-		
	Total Equity Share capital	142,601,299	142,601,299
II	A Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period: Equity Shares of Rs.10/- Each, Fully paid up	No.Of Shares	
	At the Beginning	14,318,975	14,318,975
	Issued during the year - Cash Issue		-
	At the end	14,318,975	14,318,975
III	Details of Shareholder holding more than 5% shares of the company: % of Share Holding		
	Equity Shares of Rs.10/- each Held By		
	Cubex Securities Ltd -No. Of Shares (C.Y) 1861777, (P.Y) 1861777,	13.00%	13.00%
	Nadol Trading Pvt Ltd -No. Of Shares (C.Y) 2125000, (P.Y) 2125000,	14.84%	14.84%
	Mavv Trading Pvt Ltd -No. Of Shares (C.Y) 1625000, (P.Y) 1625000,	11.35%	11.35%
	Swarnim Avenues Pvt Ltd -No. Of Shares (C.Y) 2000000, (P.Y) 2000000,	13.97%	13.97%
	Enspire Institute of Prof. Studies -No. Of Shares (C.Y) 1150000, (P.Y) 1150000,	8.03%	8.03%

NOTE NO. 2 : RESERVES AND SURPLUS

S.No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I	RESERVES AND SURPLUS		
	a) Subsidy	1,309,890	1,309,890
	b) Capital Reserve	24,439,844	24,439,844
	c) Securities Premium	225,918,281	225,918,281
	d) Revenue Reserves	2,277,766	2,277,766
	e) Investment Allowance Reserve	660,700	660,700
	f) Surplus :		
	Opening Balance - Profit and Loss Account	167,580,482	164,625,035
	Add: Transfer from Profit & Loss Account	3,542,984	2,955,447
	Less : Additional Depreciation Pursuant to enactment of Schedule II of Companies Act 2013 (Refer Note No. 9)		-
		171,123,466	167,580,482
	Total Reserves and Surplus	425,729,947	422,186,963


NOTE NO. 3 : LONG TERM BORROWINGS

S.No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I	Long Term Borrowings		
	i) Secured Loans		
	a) Vehicle Finance from Banks		-
	b) Vehicle Finance from Kotak Mahindra Prime Limited	-	1,326,444
	Notes:		
	1) Primary Security: <i>Hypothecation of Vehicles of the company. (i.e. Toyota Fortuner, Renault Duster, Tata Indica V2)</i>		
	2) Personal Guarantee: <i>Vehicle Finance is secured by Personal Guarantee of the promoter i.e., 1) Pusha Raj Bhandari</i>		
	ii) Deferred Payment Liabilities		
	(a). Sales Tax Deferment (opening)	32,654,829	32,654,829
	(b). Current maturities of long term debt-sales tax deferment (Note7)	(11,169,416)	
	Total Long Term Borrowings	21,485,413	33,981,273

NOTE NO. 4 : DEFERRED TAX LIABILITY (NET)

S. No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I	Opening Deferred tax Liability	9,936,526	9,259,140
	Add: Deferred Tax Liability for the year (Due to SLM and WDV Difference)	156,237	677,386
	Deferred Tax Liability/ (Asset) - Net	10,092,763	9,936,526

NOTE NO. 5 : SHORT TERM BORROWINGS

S.No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I	Short term Borrowings		
	a) Cash Credits from Banks		
	- Secured		
	Cash Credit taken from Axis Bank Limited	8,482,577	(534,086)
	PCFC from Axis Bank (Sub-limit of cc)	9,667,195	2,714,164
	Notes:		
	1) Primary Security: <i>Hypothecation of current assets of the company.</i>		
	2) Collateral Security: <i>Company's Factory Land & Buildings Situated at Door No. 13-159, Syno 482 & 464, Venkateswara Colony, Patancheru Village, Sangareddy Medak District.</i>		
	3) Personal Guarantee: <i>Cash Credit is secured by Personal Guarantee of the promoters i.e., 1) Pusha Raj Bhandari and 2) Virendra Bhandari.</i>		
	5) The Interest Rate for the above cash credit is Base Rate 8.60% and on PCFC Base Rate 3.75%		
	Total Short Term Borrowings	18,149,772	2,180,078

**CUBEX TUBINGS LIMITED****NOTE NO. 6 : TRADE PAYABLES**

S. No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I	a) Trade Payables	47,217,966	40,016,287
	Total Trade Payables	47,217,966	40,016,287

NOTE NO. 7 : OTHER CURRENT LIABILITIES

S.No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
	a) Current maturities of Long Term Debt - Sales Tax Deferment (Note3) 6,398,321	11,169,416	
	b) Current maturities of Long Term Debt - Unsecured Loans	-	1,494,816
	c) Creditors for Capital Goods	1,176,701	588,645
	d) Creditors for Expenses	2,373,051	4,194,926
	Total Other Current Liabilities	14,719,168	12,676,708

NOTE NO. 8 : SHORT TERM PROVISIONS

S.No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I	a) Provisions for employee benefits		
	PF Payable	84,076	68,633
	ESI Payable	30,445	25,249
	Salaries Payable	664,471	474,840
	b) Others		
	Provision for Expenses	2,678,510	2,696,575
	Statutory Liabilities	198,020	165,802
	Professional tax Payable	750	550
	Provision for Income Tax	870,822	855,193
	Total Short Term Provisions	4,527,094	4,286,842

NOTE NO 9 : TANGIBLE & INTANGIBLE ASSETS AS AT 31-03-2017

S.No	Particulars	Gross Block As on 01.04.2016	Additions during the year	Deletions during the year	Gross Block As on 31.03.2017	Depreciation upto 01.04.02016	Transferred to retained Earnings	Depreciation during the year	Deletions during the year	Total Depreciation As on 31.03.2017	Net Block As on 31.03.2017	Net Block As on 31.03.2016
1	Land	1,665,670	-	-	1,665,670	-	-	-	-	-	1,665,670	1,665,670
2	Building	30,890,096	-	-	30,890,096	13,258,771	-	705,471	-	13,964,242	16,925,854	17,631,325
3	Electrical Installation	16,457,700	826,055	-	17,283,755	10,128,375	-	1,858,923	-	11,987,298	5,296,457	6,329,325
4	Plant & Machinery - I	203,841,734	802,663	-	204,644,397	133,704,862	-	6,666,468	-	140,371,330	64,273,067	70,136,872
5	Plant & Machinery - II	96,830,659	-	-	96,830,659	20,867,005	-	2,917,855	-	23,784,860	73,045,799	75,963,654
6	Furniture & Office Equip.	3,335,360	-	-	3,335,360	3,047,792	-	86,919	-	3,134,711	200,649	287,568
7	Furnace	17,230,364	-	-	17,230,364	7,239,628	-	923,155	-	8,162,783	9,067,581	9,990,736
8	Lab Equipment	4,307,042	-	-	4,307,042	3,388,466	-	326,264	-	3,714,720	592,322	918,586
9	Water Cool moulds	6,628,732	-	-	6,628,732	4,596,352	-	651,013	-	5,247,365	1,381,367	2,032,380
10	Weight Equipment	146,931	-	-	146,931	109,716	-	3,322	-	113,038	33,893	37,215
11	Bore well	131,760	-	-	131,760	125,171	-	-	-	125,171	6,589	6,589
12	Vehicles	8,667,834	-	-	8,667,834	7,560,279	-	282,139	-	7,842,418	825,416	1,107,555
13	Scooter & Mopeds	706,431	-	-	706,431	620,184	-	9,819	-	630,003	76,428	86,247
14	Generators	3,267,653	-	-	3,267,653	1,365,051	-	233,869	-	1,598,920	1,668,733	1,902,602
15	Computers	1,132,155	-	-	1,132,155	1,124,089	-	4,360	-	1,128,459	3,696	8,056
16	Telephones	423,694	-	-	423,694	402,509	-	-	-	402,509	21,185	21,185
	Intangible Fixed Assets											
	Capital Work In Progress	395,663,815	1,628,718	-	397,292,533	207,538,250		14,669,578	-	222,207,828	175,084,705	188,125,565
	Previous Years	393,915,923	1,747,892	-	395,663,815	192,371,400		15,166,850	-	207,538,249	188,125,566	201,544,524

**NOTE NO. 10 : LONG TERM LOANS AND ADVANCES**

S. No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I	a) Security Deposits Secured, Considered Good	21,876,474	20,728,069
	b) Loans and Advances to Others Unsecured, Considered Good	92,041,242	100,339,903
	Total Long Term Loans and Advances	113,917,716	121,067,972

NOTE NO. 11 : OTHER NON CURRENT ASSETS

S. No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I	Unamortised Expenditure	890,000	1,050,000
	Total Other Non Current Assets	890,000	1,050,000

NOTE NO. 12 : INVENTORIES

S. No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I	a) Raw materials	-	-
	b) Work - in - progress	47,438,625	33,391,402
	c) Finished goods	-	-
	d) Consumables, Stores and spares	9,068,314	7,770,225
	Total Inventories	56,506,939	41,161,627

NOTE NO. 13 : TRADE RECEIVABLES

S. No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I	Outstanding for a period exceeding six months from the date they are due for payment Unsecured, Considered Good	112,727,377	112,104,886
	Other Receivables: Unsecured, Considered Good	139,734,014	132,784,455
	Total Trade Receivables	252,461,391	244,889,341


CUBEX TUBINGS LIMITED
NOTE NO. 14 : CASH AND BANK BALANCES

S. No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I	Cash and Cash Equivalents :		
	a) Balances with banks :		
	1) On Current Accounts	8,473,910	(3,720,603)
	2) Margin Money	24,720,642	30,641,446
	b) Cash on Hand	414,807	377,728
	Total Cash and Cash Equivalents	33,609,358	27,298,571

NOTE NO. 15 : SHORT TERM LOANS AND ADVANCES

S. No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I	Short - term Loans and Advances:		
	a) Advances Recoverable in Cash or in Kind Unsecured, Considered Good		
	i) Advances to Suppliers	22,761,209	15,619,323
	ii) Advances to Staff	72,200	57,700
	iii) Other Advances	1,146,344	1,470,593
	b) Security Deposit with Customers	2,323,767	2,674,497
	Total Short Term Loans and Advances	26,303,520	19,822,113

NOTE NO. 16 : OTHER CURRENT ASSETS

S. No.	Particulars	As on 31-03-2017 Rupees	As on 31-03-2016 Rupees
I	a) Cenvat Credit (Including of Capital Goods & PLA Amount)	2,725,296	6,377,504
	b) Advance Income Tax (Includes TDS Receivable)	2,587,334	3,042,671
	c) VAT Receivable	11,028,535	5,919,181
	d) Rebate of Excise Duty Receivable	2,435,545	3,964,944
	e) Interest Accrued	3,577,174	4,254,950
	f) Exports Incentives under MEIS	3,395,910	891,537
	Total Other Current Assets	25,749,795	24,450,787

NOTE NO. 17 : REVENUE FROM OPERATIONS

S.No.	Particulars	Year Ended 31-03-2017 Rupees	Year Ended 31-03-2016 Rupees
I	Revenue from operations		
	(a) Sale of Products		
	(i) Copper and Copper Alloys Products	504,491,319	565,116,508
	(b) Job Work Charges	8,896,085	10,443,860
		513,387,404	575,560,368
	Less: Excise Duties & Service Tax Collected	46,175,081	57,125,798
	VAT & CST Collected	12,154,124	15,974,567
	Total Revenue from Operations	455,058,199	502,460,003

**NOTE NO. 18 : OTHER INCOME**

S.No.	Particulars	Year Ended 31-03-2017 Rupees	Year Ended 31-03-2016 Rupees
I	(a) Interest Income	13,698,615	11,652,652
	(b) Insurance Claim Received	415,000	26,891
	(c) Discount Received	-	5,908,298
	(d) Misc. Income	5,587,312	926,998
	(e) Foreign Exchange Gain/ (Loss)	1,311,002	(31,381)
	Total Other Income	21,011,929	18,483,458

NOTE NO. 19 : COST OF MATERIALS CONSUMED

S. No.	Particulars	Year Ended 31-03-2017 Rupees	Year Ended 31-03-2016 Rupees
I	Opening Stock of Raw Materials (Copper, Nickel, Zinc and Brass)		-
	Add : Purchases During the year	399,802,083	404,345,133
	Less: Closing Stock of Raw material		-
	Total Cost Of Material Consumed	399,802,083	404,345,133

NOTE NO. 20 : CHANGE IN INVENTORIES & WIP.

S.No.	Particulars	Year Ended 31-03-2017 Rupees	Year Ended 31-03-2016 Rupees
I	Finished Goods		
	Finished goods at the beginning of the year	-	-
	Less : Finished goods at the end of the year	-	-
	Sub Total (A)	-	-
	Work in Progress		
	Work in progress at the beginning of the year	33,391,402	65,278,250
	Less : Work in progress at the end of the year	47,438,625	33,391,402
	Sub Total (B)	(14,047,223)	31,886,848
	Stock in trade		
	Stock in trade at the beginning of the year	-	-
	Less : Stock in trade at the end of the year	-	-
	Sub Total (C)	-	-
	(Increase) / Decrease in Inventories (A+B)	(14,047,223)	31,886,848

NOTE NO. 21 : EMPLOYEE BENEFIT EXPENSES

S.No.	Particulars	Year Ended 31-03-2017 Rupees	Year Ended 31-03-2016 Rupees
I	(a) Salaries & Wages	8,562,840	8,619,803
	(b) Contribution to Provident & Other Funds	1,283,246	996,444
	(c) Staff Welfare Expenses	169,555	253,100
	(d) Ex-Gratia Paid	-	576,367
	Total Employee Benefit Expenses	10,015,641	10,445,714

NOTE NO. 22 : OTHER OPERATING EXPENSES

S.No.	Particulars	Year Ended 31-03-2017 Rupees	Year Ended 31-03-2016 Rupees
I	(a) Consumption of Stores & Spares	12,522,909	11,655,338
	(b) Power & Fuel	27,364,586	28,140,604
	(c) Repairs to Building	113,500	25,627
	(d) Repairs to Machinery	505,419	1,250,410
	(e) Insurance	329,366	270,616
	(f) Rates & Taxes (excluding Income Tax)	1,194,560	714,992
	(g) Clearing and Forwarding Charges	3,321,929	1,996,503
	(h) Other Manufacturing Expenditure	3,230,610	1,279,044
	(i) Net loss on Sale of Assets	-	-
	(j) Discount Allowed	10,699	73,970
	(k) Miscellaneous Expenses W/o.	160,000	160,000
	Total Other Operating Expenses	48,753,578	45,567,104

NOTE NO. 23 : ADMINSTRATIVE AND SELLING EXPENSES

S.No.	Particulars	Year Ended 31-03-2017 Rupees	Year Ended 31-03-2016 Rupees
I	(a) Telephone, Postage and Others	301,663	196,245
	(b) Advertisement and Publicity	59,387	83,614
	(c) Sales Commission	1,090,000	1,050,000
	(d) Freight Outward	1,169,961	1,483,324
	(e) Travelling & Conveyance	393,084	134,605
	(f) Office Maintenance	50,766	59,319
	(g) Printing & Stationery Expenses	106,290	86,253
	(h) Security Charges	496,320	480,599
	(i) Rates & Taxes (excluding Income Tax)	2,500	2,500
	(j) Managerial Remuneration	2,400,000	2,400,000
	(k) Office Rent & Others	132,375	146,680
	(l) General Expenses	644,840	542,064
	(m) Interest on Late payment of Taxes	-	253
	(n) Vehicle Maintenance	104,780	228,912
	(o) Professional and Annual Fee Etc.,	762,645	325,031
	(p) Prior Period Expenditure	919,645	-
	(q) Commission to foreign Agents	1,194,856	-
	(r) Payment to Auditors:		
	(i) As Auditor	34,500	34,350
	(ii) For Taxation Matters	23,000	22,900
	Total Administrative and Selling Expenses	9,886,612	7,276,649

NOTE NO. 24 : FINANCE COST

S.No.	Particulars	Year Ended 31-03-2017 Rupees	Year Ended 31-03-2016 Rupees
I	(a) Interest Expenses		
	- Interest on Vehicle Finance	282,216	892,721
	- Interest on Cash Credit & Packing Credit	1,048,473	317,765
	- Loan processing Charges & Bank Charges	1,089,127	556,651
	Total Finance Cost	2,419,816	1,767,137

25 Related Party Disclosures:

Particulars of Related Parties:

Name of the Related Party	Nature of Relationship
Mr. P.R.Bhandari	Managing Director
Mr. Virendra Bhandari	Executive Director
Dr. Trilok Singh	Director
Mr. Mahendra Ranka	Director
Mr. Sandeep Kumar	Director
Mrs. Veena Bhandari	Director Admin

Transactions with related parties during the year (Director Remuneration):

Name of the Party	Nature of Relationship	Nature of Transaction	2016-17 (Rs.)	2015-16 (Rs.)
Mr. P.R.Bhandari	Managing Director & CEO	Remuneration	9,00,000	9,00,000
Mr. Virendra Bhandari	Executive Director	Remuneration	9,00,000	9,00,000
Mrs. Veena Bhandari	Director Admin	Remuneration	6,00,000	6,00,000

26. Contingent Liabilities:

(Rs.)

Particulars	As at 31-03-2017	As at 31-03-2016
Bank Guarantee (Performance of Product & towards The Security) State Bank of Hyderabad, Axis Bank.	2,16,86,460	2,67,90,264

27. Foreign Exchange Earnings and Outflow:

Particulars	Year 2016-17		Year 2015 -16	
	Amount in Foreign Currency	Amount in Rupees	Amount in Foreign Currency	Amount in Rupees
EARNINGS				
On Export of Goods	\$15,39,129	10,21,95,630	\$8,92,310	Rs.5,89,96,349
OUTFLOW				
Raw Materials / Equipment	\$7,00,749	4,72,62,551	\$3,88,274	Rs.2,59,27,905

28. Earnings per Share:

Particulars	Year 2016-17	Year 2015-16
Net profit after tax (Rs.)	35,42,984	29,55,447
Weighted Average Numbers of shares	1,43,18,975	1,43,18,975
Basic EPS (Rs.)	0.25	0.21
Diluted EPS (Rs.)	0.25	0.21

**CUBEX TUBINGS LIMITED**

29. Segment wise information is not furnished as the company operates in only one segment viz. Copper & Copper Alloy Products.
30. The Company has availed total amount of Rs.56,707,740/- towards the sales Tax deferment, which has been sanctioned to the company, of which sixth annual instalment of Rs.63,98,321 has been repaid during this Financial Year.
31. Details of Specified Bank Notes (SBN) held and transacted during the period from 8th November, 2016 to 30th December, 2016:

Particulars	SBN's	Other Denomination notes	Total
Closing cash in hand as on November 8, 2016	NIL	20,914/-	20,914/-
Add: Permitted receipts	NIL	12,00,000	12,00,000
Less: Permitted Payments	NIL	7,82,415	7,82,415
Less : Amount Deposited in Banks	NIL	0	0
Closing cash in hand as on December 30th, 2016	NIL	4,38,499	4,38,499

32. There are no dues to SSI Units outstanding for more than 45 days.
33. Previous year's figures have been regrouped wherever necessary.
34. The Figures have been rounded off to the nearest rupee.

Signature to notes Sl. No. 1 to 34

As Per our Report of Even Date
For P. Murali & Co.,
 Chartered Accountants
 FR NO. 007257S

For And on Behalf of The Board
For Cubex Tubings Limited

A.Krishna Rao
 Partner
 M No. 020085

P. R. Bhandari
 Managing Director

Virendra Bhandari
 Executive Director

Place: Hyderabad
 Date: 30-05-2017

Siva Prasad Sarva
 Chief Financial Officer



CUBEX TUBINGS LIMITED

1-7-27 to 34, Shyam Towers, S.D.Road, Secunderabad - 500 003.

Proxy form

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

CIN : **L27109TG1979PLC002504**

Name of the company : **CUBEX TUBINGS LTD**

Registered office : 1-7-27 to 34, Shyam Towers, S.D.Road, Secunderabad - 500 003, Telangana, India

Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	
DP ID:	

I/We, being Member /Members of Cubex Tubings Limited hereby appoint

- | | | |
|-------------------------------|-------------------------------|-------------------------------|
| 1. Name: | 2. Name: | 3. Name: |
| Address: | Address: | Address: |
| | | |
| E-Mail ID..... | E-Mail ID..... | E-Mail ID..... |
| Signature..... Or failing him | Signature..... Or failing him | Signature..... Or failing him |

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 38th Annual general meeting of the company, to be held on the Friday, 29th Day of September 2017, at 10.30 a.m. at Hotel Raj Comfort Inn, Near Paradise, Opposite HDFC Bank, Secunderabad-500 003 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution
Ordinary Business	
1.	To receive, consider and adopt the Audited Balance Sheet as at 31st March 2017 the Profit and Loss Account for the year ended on that date and the Reports of the Directors and the Auditors thereon
2.	To appoint a Director in place of Mrs. Virendra Bhandari who retires by rotation and being eligible offers himself for reappointment
3.	To appoint Auditors M/s. Chandra Babu Naidu & Co., (FRN: 016016S), Chartered Accountants, Hyderabad as Statutory Auditors of the Company w.e.f the Conclusion of this Annual General Meeting for a term of Five Years subject to ratification at every Annual General Meeting and fix their remuneration.

Signed this _____ day of _____ 2017



Signature of Shareholder _____ Signature of Proxy holder (s) _____

Note:

- a. Proxy need not be a member of the Company.
- b. The Proxy Form duly filled in and signed by the Member(s) across the revenue stamp should reach the Company's Registered Office at least 48 hours before the commencement of the meeting.
- c. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of the Board resolution authorizing their representative(s) to attend and vote on their behalf at the meeting.



CUBEX TUBINGS LIMITED

1-7-27 to 34, Shyam Towers, S.D.Road, Secunderabad - 500 003.

38th Annual General Meeting – Friday – 29th September 2017

Attendance Slip

Folio no. / DPID and Client ID no:

No. of shares

Name and address of First/sole
shareholder:

I, hereby record my presence at the 38th Annual General Meeting of the Company to be held on Friday, September 29 2017 at 10.30 a.m. at Hotel Raj Comfort Inn, Near Paradise, Opposite HDFC Bank, Secunderabad-500 003.

Name of the Member/Proxy
(Block Letters)

Signature of the Member/Proxy

Notes:

- a. Only Member/Proxy can attend the Meeting. No minors would be allowed at the Meeting.**
- b. Member/Proxy who wish to attend the Meeting must bring this attendance slip to the Meeting and hand over at the entrance duly filled in and signed.**
- c. Member/Proxy should bring his/her copy of the Annual Report for reference at the Meeting.**

REGD.POST/COURIER

If undelivered, please return to :



CUBEX TUBINGS LIMITED

Regd. Office : 1-7-27 to 34, Shyam Towers, S.D.Road,
Secunderabad - 500 003, Telangana, India