

**NOTICE**

Notice is hereby given that 58<sup>th</sup> Annual General Meeting of INDIAN BRIGHT STEEL COMPANY LIMITED will be held on Monday 30<sup>th</sup> September 2019 at 10.00 A.M at The Space, 503-504, 360 Degree Business Park, LBS Marg, Next to R-Mall, Checknaka, Mulund (W), Mumbai - 400080 to transact the following business:

**Ordinary Business :**

1. To consider, approve and adopt the Audited Balance Sheet as on 31<sup>st</sup> March, 2019 and the Profit and Loss Account of the Company for the year ended on that date together with Directors Report and Auditors Report thereon.
2. To appoint a Director in place of Mr. Avinash Jajodia (DIN: 00074886) who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mrs. Mino Deora (DIN: 01656963) who retires by rotation and, being eligible, offers herself for re-appointment.
4. To ratify the appointment of Statutory Auditors M/s. Desai Associates, Chartered Accountants and to fix their remuneration.

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

**“RESOLVED that** pursuant to the provisions of Section 139 and Section 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, amended from time to time, recommendation of audit committee M/s Desai Associates (Firm Registration No. 102286W), Chartered Accountants, be and is hereby re-appointed as the Statutory Auditors of the Company to hold the office for a period of five years till the conclusion of the 63<sup>rd</sup> Annual General Meeting, at a remuneration to be decided by the Board of Directors in consultation with the Auditors.”

Date: 12<sup>th</sup> August, 2019  
Place: Mumbai

By Order of the Board  
Mino Deora  
Director

**IMPORTANT NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY/ PROXIES TO ATTEND AND VOTE AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY/PROXIES 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.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than three days of notice in writing is given to the Company.

2. PROXY FORM AND ATTENDANCE SLIP ARE ENCLOSED, PROXIES IN ORDER TO BE VALID MUST REACH AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
3. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share transfer Books of the Company will remain closed from Monday 23<sup>rd</sup> September, 2019 to Sunday 29<sup>th</sup> September, 2019 (Both days inclusive).

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4. The notice of Annual General Meeting will be sent to those members / beneficial owners whose name will appear in the register of members / list of beneficiaries received from the depositories as on Friday, 30<sup>th</sup> August, 2019.
5. As per the of Section 72 of Companies Act, 2013, facility for making nominations is now available to Individuals holding shares in the Company. Members holding shares in physical form may obtain the Nomination form from its RTA. Members holding shares in electronic form have to approach their Depository Participants (DPs) for completing nomination formalities.
6. Members are requested to notify immediately changes in their respective address, if any, to the Company's Registered Office quoting their Folio no.
7. Members who hold shares in the Dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the Annual General Meeting.
8. The Company has made necessary arrangements for the members to hold their shares in dematerialized form. Those members who are holding shares in physical form are requested to dematerialize the same by approaching any of the Depository Participants (DPs). In case any member wishes to dematerialize his/her shares and needs any assistance, he/she may write to the Company at the Corporate Office of the Company.
9. Members/Proxies should bring their copy of the Annual Report and also the attendance slip duly filled in for attending the meeting.
10. Copies of Annual Report 2019 are being sent by electronic mode only to all the members whose email addresses are registered with the Company/Depository Participants) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report 2019 are being sent by the permitted mode.
11. The notice of the 58<sup>th</sup> AGM and instructions for e-voting, along with the Attendance Slip and Proxy Form, is being sent by electronic mode to all members whose email addresses are registered with the Company/Depository Participant (s) unless a member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by the permitted mode.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant (s). Members holding shares in physical form shall submit their PAN details to the Company/RTA.

### **1. Voting through electronic means:**

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 58<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting Services provided by Central Depository Services (India) Limited (CDSL). The Company has signed an agreement with CDSL for facilitating such e-voting by the Members. Kindly note that each Member can opt for only one mode for voting i.e. either by Physical ballot or by E-voting. However, in case members cast their vote both via physical ballot and e-voting, then voting through postal ballot shall prevail and voting done by e-voting shall be treated as invalid.

### **The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on Thursday, 26<sup>th</sup> September, 2019 at 9.00 am and ends on Saturday, 28<sup>th</sup> September, 2019 at 5.00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e Monday 23<sup>rd</sup> September, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
- a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
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"> <li>• 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.</li> <li>• 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.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for INDIAN BRIGHT STEEL COMPANY LTD on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

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- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30<sup>th</sup> June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xx) **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](http://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](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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.
- (xxi) 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
13. Mr. Sukhwinder Bagai, Advocate (Mem No. 1375/1984) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
14. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
15. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, make a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forth with.

## 58<sup>th</sup> Annual Report 2018 - 2019

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16. Route Map: A Route Map showing directions to reach to the venue of the 58th AGM of the Company is given at the end of this Notice as per the requirement of the Secretarial Standard - 2 on “General Meeting” issued by The Institute of Company Secretaries of India (ICSI).

Yours faithfully,  
For INDIAN BRIGHT STEEL COMPANY LIMITED  
Mino Deora  
Director

Place: Mumbai  
Date: 12<sup>th</sup> August, 2019

**Registered Office:**

Aurum Platz”, C.S. No. 406,  
Malabar Hill Division, ‘D’ Ward, B.N. Cross Lane,  
Pandita Ramabai Marg,  
Mumbai - 400 007

## Indian Bright Steel Company Limited

### DIRECTORS' REPORT

To,  
The Members,  
Indian Bright Steel Company Limited

Your Directors have pleasure in presenting the 58<sup>th</sup> Annual Report together with the Audited Accounts of the Company for the year ended March 31, 2019.

#### 1. FINANCIAL RESULTS

Your Company's performance for the financial year ending 31st March 2019 is stated below:

	For the Current year ended on 31st March 2019 [₹]	For the previous year ended on 31st March 2018 [₹]
Income for the year	598,034	775,897
Expenditure for the year excluding		
Depreciation and Amortization Exp.	2,167,423	1,820,949
Profit / (Loss) before Depreciation/adjustment	(1,569,389)	(1,045,052)
Less: Depreciation/prior period adjustment	-	-
Tax Expenses	-	9,384
Net Profit/(Loss) for the year	(1,569,389)	(1,054,436)

#### 2. WORKING

All efforts are being made by the management to revive the company's business activities.

#### 3. DIVIDEND

Your directors do not recommend any dividend in view of the accumulated loss.

#### 4. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate on the date of this report.

#### 5. LISTING INFORMATION:

The Equity shares of your Company are listed on Bombay Stock Exchange Limited (BSE).

#### 6. SUBSIDIARY COMPANIES:

The Company does not have any subsidiary.

#### 7. DEPOSITS

Your Company has not accepted any deposited within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

#### 8. PARTICULARS OF ENERGY CONSUMPTION, RESEARCH AND DEVELOPMENT AND FOREIGN EXCHANGE EARNINGS AND OUTGOINGS

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is given below.

**CONSERVATION OF ENERGY**

The matters relating to the above are not applicable to the Company.

The Company's operations involve low energy consumption. Wherever possible, energy conservation measures are being implemented.

**RESEARCH AND DEVELOPMENT**

The Company has no specific Research and Development programme.

**FOREIGN EXCHANGE EARNINGS/OUTGOINGS**

The provisions of Section 134(m) of the Companies Act, 2013 do not apply to our Company. There was no foreign exchange inflow or Outflow during the year under review.

**9. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY**

The Company does not have any Risk Management Policy as the element of risk threatening the Company's existence is very minimal.

**10. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

Information regarding loans, guarantees and investments covered under the provisions of section 186 of the Companies Act, 2013 are detailed in the Financial Statements.

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

The contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 are detailed in the Financial Statements.

**12. EXTRACT OF ANNUAL RETURN**

As per the requirements of Section 92(3) of the Act and Rules framed thereunder, the extract of the annual return for FY 2019 is given in Annexure I in the prescribed Form No. MGT-9, which is a part of this report. The same is available on [www.indianbrightsteel.com](http://www.indianbrightsteel.com)

**13. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW**

The Company had 4 (Four) Board meetings during the financial year under review as on 22.05.2018, 09.08.2018, 13.11.2018 and 04.02.2019.

**14. BOARD EVALUATION**

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

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

**15. ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

The Company has adequate system of internal controls to ensure that all the assets of the Company are safeguarded and are productive. Necessary checks and balances are in place to ensure that transactions are adequately authorized and reported correctly.

**16. DIRECTORS RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submit its responsibility Statement:—

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

## **Indian Bright Steel Company Limited**

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- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.  
“Internal financial control” means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information.
- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **17. DIRECTORS**

During the financial year, there has been no change in the directorship of the Company.

Pursuant to the provisions of Section 149 of the Act, the independent directors have submitted declarations that each of them meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”). There has been no change in the circumstances affecting their status as independent directors of the Company.

### **18. AUDITORS**

The Company’s Auditors M/s Desai Associates, Chartered Accountants (registration number: 102286W) who were appointed with your approval at the 53<sup>rd</sup> Annual General Meeting for a period of five years, will complete their present term on conclusion of the ensuing Annual General Meeting of the Company.

The Board on recommendation of Audit Committee, recommended for the approval of Members, the re-appointment M/s. Desai Associates, Chartered Accountants, (registration number: 102286W) as Statutory Auditors of the Company for a period of five years from the conclusion of the ensuing 58th AGM till the conclusion of the 63<sup>rd</sup> AGM.

The statutory audit report does not contain any qualification, reservation or adverse remark or disclaimer made by statutory auditor.

#### **AUDIT COMMITTEE:**

The composition of the Audit Committee is in alignment with provisions of Section 177 of the Companies Act, 2013 read with the Rules issued thereunder and Regulation 18 of the Listing Regulations. The members of the Audit Committee are financially sound and literate.

The Audit Committee conducted 4 meetings during the financial year under review.

#### **Secretarial auditor**

Your Board appointed M/s. Ragini Chokshi & Co, Practising Company Secretaries, to conduct secretarial audit of the Company for the financial year ended 31<sup>st</sup> March, 2019.

The Report M/s. Ragini Chokshi & Co, Practising Company Secretary is provided in the Annexure forming part of this Report, pursuant to Section 204 of the Companies Act, 2013.



As regards the Secretarial Audit report the comments are as under:

Observation (a) - The Company has appointed Ms. Sonia Semlani as a Company Secretary with effect from 27.05.2019.

Observation (b) – The delay is inadvertent. The Company ensures timely filings with Stock Exchange as a best practice which the Company is being following.

**19. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

During the period under review Company was not required to constitute Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**20. CORPORATE GOVERNANCE:**

The paid up equity share capital of the Company is less than Rs. 10 Crores and Net worth of the Company is less than Rs. 25 Crores as on 31<sup>st</sup> March, 2019, hence Corporate Governance clause is not applicable to the Company.

**21. VIGIL MECHANISM:**

The Company has established a Vigil Mechanism Policy for the employees to report their genuine concerns or grievances. The Audit Committee of the Company oversees the Vigil Mechanism.

**22. PARTICULARS PURSUANT TO SECTION 197 (12) AND THE RELEVANT RULES**

None of the employee has received remuneration exceeding the limits as stated Section 197 (12) of the Companies Act, 2013 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**23. MATERIAL AND SIGNIFICANT ORDERS PASSED BY REGULATORS & COURTS**

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

**24. DISCLOSURE AS PER SECRETERIAL STANDARD**

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

**25. APPRECIATION**

Your Directors would like to place on record their sincere thanks for the co-operation and support received from various agencies of the Government as also from the Company's Bankers, Shareholders, other business associates and the Company officials.

**26. CAUTIONARY NOTE**

The statements forming part of the Directors' Report may contain certain forward looking remarks within the meaning of applicable securities laws and regulations. Many factors could cause the actual results, performances or achievements of the Company to be materially different from any future results, performances or achievements that may be expressed or implied by such forward looking statements.

**For & On behalf of the Board**

Manubhai Parekh  
Chairman

Place: Mumbai  
Date: 12<sup>th</sup> August, 2019

## Indian Bright Steel Company Limited

### ANNEXURE

#### FORM NO. MGT 9

#### EXTRACT OF ANNUAL RETURN

as on financial year ended on 31.03.2018

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

#### I REGISTRATION & OTHER DETAILS:

i	CIN	L13209MH1960PLC011794
ii	Registration Date	25-08-1960
iii	Name of the Company	INDIAN BRIGHT STEEL CO LIMITED
iv	Category/Sub-category of the Company	Non-govt Company
v	"Address of the Registered office & contact details	"AURUM PLATZ", C.S. NO. 406, MALABAR HILL DIVISION 'D' WARD, B.N. C ROSS LANE, PANDITA RAMABAI MARG, MUMBAI 400007
vi	Whether listed company	Yes
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Bigshare Services Pvt. Ltd. E/2, Ansa Industrial Estate, Sakivihar Road, Sakinaka, Andheri E, Mumbai 400 072. Tel: 022 40430200

#### 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 & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Nil	Nil	Nil

#### III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES : NIL

## IV i. Statement Showing Shareholding Pattern

C. Code	Category of Shareholder	No. of Shares held at the beginning of the year : 01/04/2018				No. of Shares held at the end of the year : 31/03/2019				
		Demat	Physical	Total Shares	Total %	Demat	Physical	Total Shares	Total %	% Change
<b>A</b>	<b>Shareholding of Promoter and Promoter Group</b>									
	<b>INDIAN</b>									
(a)	<b>INDIVIDUAL/HUF</b>	0	2100	2100	0.21	0	2100	2100	0.21	0.00
(b)	<b>CENTRAL/STATE GOVERNMENT(S)</b>	0	0	0	0.00	0	0	0	0.00	0.00
(c)	<b>BODIES CORPORATE</b>	353462	0	353462	35.35	353462	0	353462	35.35	0.00
(d)	<b>FINANCIAL INSTITUTIONS / BANKS</b>	0	0	0	0.00	0	0	0	0.00	0.00
(e)	<b>ANY OTHERS (Specify)</b>	0	0	0	0.00	0	0	0	0.00	0.00
(i)	DIRECTORS RELATIVES	0	0	0	0.00	0	0	0	0.00	0.00
(ii)	GROUP COMPANIES	0	0	0	0.00	0	0	0	0.00	0.00
(iii)	TRUSTS	0	0	0	0.00	0	0	0	0.00	0.00
	<b>SUB TOTAL (A) (1):</b>	<b>353462</b>	<b>2100</b>	<b>355562</b>	<b>35.56</b>	<b>353462</b>	<b>2100</b>	<b>355562</b>	<b>35.56</b>	<b>0.00</b>
(a)	<b>INDIVIDUAL</b>	0	0	0	0.00	0	0	0	0.00	0.00
(b)	<b>BODIES CORPORATE</b>	0	0	0	0.00	0	0	0	0.00	0.00
(c)	<b>INSTITUTIONS</b>	0	0	0	0.00	0	0	0	0.00	0.00
(d)	<b>QUALIFIED FOREIGN INVESTOR</b>	0	0	0	0.00	0	0	0	0.00	0.00
(e)	<b>ANY OTHERS (Specify)</b>	0	0	0	0.00	0	0	0	0.00	0.00
	<b>SUB TOTAL (A) (1):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>

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C. Code	Category of Shareholder	No. of Shares held at the beginning of the year : 01/04/2018				No. of Shares held at the end of the year : 31/03/2019				
		Demat	Physical	Total Shares	Total %	Demat	Physical	Total Shares	Total %	% Change
	(A)=(A)(1) + (A)(2)	353462	2100	355562	35.56	353462	2100	355562	35.56	0.00
	<b>Total (A) + (B) :</b>	<b>353462</b>	<b>2100</b>	<b>355562</b>	<b>35.56</b>	<b>353462</b>	<b>2100</b>	<b>355562</b>	<b>35.56</b>	<b>0.00</b>
<b>B.</b>	<b>PUBLIC SHAREHOLDING</b>									
	<b>Institution</b>									
(a)	<b>MUTUAL FUNDS / UTI</b>	0	0	0	0.00	0	0	0	0.00	0.00
(b)	<b>FINANCIAL INSTITUTIONS / BANKS</b>	0	50	50	0.01	0	50	50	0.01	0.00
(c)	<b>CENTRAL / STATE GOVERNMENT(S)</b>	0	0	0	0.00	0	0	0	0.00	0.00
(d)	<b>VENTURE CAPITAL FUNDS</b>	0	0	0	0.00	0	0	0	0.00	0.00
(e)	<b>INSURANCE COMPANIES</b>	0	0	0	0.00	0	0	0	0.00	0.00
(f)	<b>FII'S</b>	0	0	0	0.00	0	0	0	0.00	0.00
(g)	<b>FOREIGN VENTURE CAPITAL INVESTORS</b>	0	0	0	0.00	0	0	0	0.00	0.00
(h)	<b>QUALIFIED FOREIGN INVESTOR</b>	0	0	0	0.00	0	0	0	0.00	0.00
(i)	<b>ANY OTHERS (Specify)</b>	0	0	0	0.00	0	0	0	0.00	0.00
	<b>SUB TOTAL (B)(1):</b>	<b>0</b>	<b>50</b>	<b>50</b>	<b>0.050</b>	<b>0</b>	<b>50</b>	<b>50</b>	<b>0.01</b>	<b>0.00</b>
	<b>Non- Institution</b>									
(a)	<b>BODIES CORPORATE</b>	<b>50277</b>	<b>124088</b>	<b>174365</b>	<b>17.43</b>	<b>50277</b>	<b>124088</b>	<b>174365</b>	<b>17.43</b>	<b>0.00</b>

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C. Code	Category of Shareholder	No. of Shares held at the beginning of the year : 01/04/2018				No. of Shares held at the end of the year : 31/03/2019				
		Demat	Physical	Total Shares	Total %	Demat	Physical	Total Shares	Total %	% Change
(b)	<b>INDIVIDUAL</b>									
(i)	(CAPITAL UPTO TO Rs. 1 Lakh)	71745	69453	141198	14.12	71843	69403	141246	14.12	0.01
(ii)	(CAPITAL GREATER THAN Rs. 1 Lakh)	106300	222500	328800	32.88	83500	222500	306000	30.60	2.28
(c)	<b>QUALIFIED FOREIGN INVESTOR</b>	0	0	0	0.00	0	0	0	0.00	0.00
(d)	<b>ANY OTHERS (Specify)</b>									
(i)	TRUSTS	0	0	0	0.00	0	0	0	0.00	0.00
(ii)	CLEARING MEMBER	0	0	0	22527	0	22527	0	0.00	0.00
(iii)	DIRECTORS RELATIVES	0	0	0	0.00	0	0	0	0.00	0.00
(iv)	EMPLOYEE	0	0	0	0.00	0	0	0	0.00	0.00
(v)	NON RESIDENT INDIANS (NRI)	25	0	25	0.002	0	25	25	0.0025	0.00
(vi)	OVERSEAS BODIES CORPORATES	0	0	0	0.00	0	0	0	0.00	0.00
(vii)	UNCLAIMED SUSPENSE ACCOUNT	0	0	0	0.00	0	0	0	0.00	0.00
	<b>SUB TOTAL (B)(2):</b>	<b>228347</b>	<b>416041</b>	<b>644388</b>	<b>64.44</b>	<b>228372</b>	<b>416016</b>	<b>644388</b>	<b>64.44</b>	<b>(0.00)</b>
	<b>Total Public Shareholding</b>									
	(B)=(B)(1) + (B)(2)	228347	416091	644438	64.44	228372	416066	644438	64.44	(0.00)
C.	<b>SHARES HELD BY CUSTODIANS</b>									
(i)	Promoter and Promoter Group	0	0	0	0.00	0	0	0	0.00	
(ii)	Public	0	0	0	0.00	0	0	0	0.00	
	<b>SUB TOTAL (C)(1):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	
	(C)=(C)(1)		0		0.00	0	0	0	0.00	
	<b>Grand Total (A) + (B) + (C)</b>	<b>581809</b>	<b>418191</b>	<b>1000000</b>	<b>100.00</b>	<b>581859</b>	<b>418141</b>	<b>1000000</b>	<b>100.00</b>	<b>(0.00)</b>

## Indian Bright Steel Company Limited

### ii. SHARE HOLDING OF PROMOTERS

Sl. No.	NAME	Shareholding at the beginning of the year : 01/04/2018			Shareholding at the end of the year : 31/03/2019			% Change in shareholding during the year
		Number of Shares	% Shares of Company	% of Shares Pledge/encumbered to total shares	Number of Shares	% Shares of Company	% of Shares Pledge/encumbered to total shares	
1	MS. SHAMOLI MALHOTRA	100	0.01	0	100	0.01	0	0.00
2	MRS. MANJU DEVI JAJODIA	100	0.01	0	100	0.01	0	0.00
3	MR. SAJJAN KUMAR JAJODIA	500	0.05	0	500	0.05	0	0.00
4	MR. AVINASH JAJODIA	600	0.06	0	600	0.06	0	0.00
5	MR. ALOK KUMAR JAJODIA	800	0.08	0	800	0.08	0	0.00
6	VITESSE TELECOM PVT LTD (now known as Aurum Parks Pvt Ltd.)	353462	35.35	0	353462	35.35	0	0.00
		<b>355562</b>	<b>35.56</b>	<b>0</b>	<b>355562</b>	<b>35.56</b>	<b>0</b>	<b>0.00</b>

### iii. CHANGE IN PROMOTERS SHAREHOLDING

	Share holding at the beginning of the year 01/04/2018		Share holding at the end of the year 31/03/2019	
	Number of Shares	% of total shares of the company	Number of Shares	% of total shares of the company
At the beginning of the year	355562	35.56	355562	35.56
Increase/ Decrease	0	0.00	0	0.00
At the end of the year	355562	35.56	355562	35.56

### iv. SHAREHOLDING PATTERN OF TOP SHAREHOLDERS (other than Directors, Promoters )

Sl. No.	Name	No. of Shares at the beginning/ End of the year	Date	Increase/ Decrease in shareholding	Reason	Number of Shares	Percentage of total shares of the company
1.	M/S SHAGUN TIE UP PVT LTD	90,000	31-Mar-18	0	-	90,000	9.00
		90,000	31-Mar-19		-	90,000	9.00
2.	PESHAWRI ESTATES PVT LTD	48,860	31-Mar-18	0	-	48,860	4.89
		48,860	31-Mar-19		-	48,860	4.89
3.	KAPIL PURI	45,000	31-Mar-18	0	-	45,000	4.50
		45,000	31-Mar-19		-	45,000	4.50
4.	KAVITA PURI	45,000	31-Mar-18	0	-	45,000	4.51
		45,000	31-Mar-19		-	45,000	4.51

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Sl. No.	Name	No. of Shares at the beginning/ End of the year	Date	Increase/ Decrease in share-holding	Reason	Number of Shares	Percentage of total shares of the company
5.	SITA JAIN	45,000	31-Mar-18	0	-	45,000	4.51
		45,000	31-Mar-19		-	45,000	4.51
6.	GANPATRAJ JAIN	45,000	31-Mar-18	0	-	45,000	4.50
		45,000	31-Mar-19		-	45,000	4.50
7.	SUNIL SAMBHARWAL	42,500	31-Mar-18	0	-	42,500	4.25
		42,500	31-Mar-19		-	42,500	4.25
8.	ADARSH BHAGIRATH BAGARIA	42,500	31-Mar-18	0	-	42,500	4.25
		42,500	31-Mar-19		-	42,500	4.25
9.	M/S HINDUSTAN TRANSMISS. PRODUCTS LTD	25,888	31-Mar-18	0	-	25,888	2.59
		25,888	31-Mar-19		-	25,888	2.59
10.	GANESH STOCKINVEST PRIVATE LIMITED	22,752	31-Mar-18	0	-	22,752	2.28
		22,752	31-Mar-19		-	22,752	2.28

**(v) Shareholding of Directors & KMP**

Sl. No.	For each of the Directors & KMP	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	600	0.06	600	0.06
	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	600	0.06	600	0.06

**V INDEBTEDNESS**

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

	Secured Loans excluding Deposits	Unsecured Loans	Deposit	Total Indebtedness
<b>Indebtness at the beginning of the financial year</b>				
i) Principal Amount	-	8.1	-	8.1
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	<b>8.1</b>	-	<b>8.1</b>
<b>Change in Indebtedness during the financial year</b>				

## Indian Bright Steel Company Limited

	Secured Loans excluding Deposits	Unsecured Loans	Deposit	Total Indebtedness
Additions	-	-	-	-
Reduction	-	-	-	-
<b>Net Change</b>	-	-	-	-
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	8.1	-	8.1
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	8.1	-	8.1

### VI. REMUNERATION TO DIRECTORS AND KEY MANAGERIAL PERSONNEL

#### A. Remuneration to Managing Director, Whole Time Directors and/or Manager

Sl. No.	Particulars of Remuneration	Name of the MD/WTD/Manager			
1.	Gross Salary				
	(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 Options	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - As 1% of Profit - Others, specify	-	-	-	-
5	Others, please specify <b>Total (A)</b>	-	-	-	-
	<b>Ceilings as per Act</b>	-	-	-	-

#### B. Remuneration to Other Directors

Sl No.	Particulars of Remuneration	Name of Directors				Total
1	Independent Directors	<b>Manubhai Parekh</b>				
	(a) Fee for attending board committee meetings	-	-	-	-	-
	(b) Commission	-	-	-	-	-
	(c ) Others, please specify	-	-	-	-	-
	<b>Total (1)</b>	-	-	-	-	-



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Sl No.	Particulars of Remuneration	Name of Directors				Total
2	Other Non Executive Directors	<b>Minoo Deora</b>				
	(a) Fee for attending board committee meetings	-	-	-	-	-
	(b) Commission	-	-	-	-	-
	(c ) Others, please specify.	-	-	-	-	-
	<b>Total (2)</b>	-	-	-	-	-
	<b>Total (B)=(1+2)</b>	-	-	-	-	-
	<b>Total Managerial Remuneration</b>	-	-	-	-	-
	<b>Overall Ceiling as per the Act.</b>	-	-	-	-	-

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total (RS in Lacs)
		CEO	Company Secretary	CFO	
<b>1</b>	<b>Gross Salary</b>				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	-	-	6.93	6.93
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	-
	(c ) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	as % of profit	-	-	-	-
	others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	<b>Total</b>	-	-	<b>6.93</b>	<b>6.93</b>

## Indian Bright Steel Company Limited

### 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
<b>A. COMPANY</b>					
Penalty					
Punishment		No Penalties, Punishments or Compounding of Offences			
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment		No Penalties, Punishments or Compounding of Offences			
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment		No Penalties, Punishments or Compounding of Offences			
Compounding					

On Behalf of the Board  
For **INDIAN BRIGHT STEEL COMPANY LIMITED**

**Manubhai Parekh**  
Chairman

Place: Mumbai  
Date: 27<sup>th</sup> May, 2019

**FORMNO.MR-3**

**SECRETARIAL AUDIT REPORT**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018**

To,

The Members,

**Indian Bright Steel Co. Limited**

"Aurum Platz", C.S. No. 406,

Malabar Hill Division 'D' ward,

B.N. Cross Lane, Pandita Ramabai Marg,

Mumbai MH 400007 IN

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Indian Bright Steel Co. Limited (CIN: L13209MH1960PLC011794)** (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.

We believe that audit evidence and information obtained from the Company's management is adequate and appropriate to provide a basis for our opinion.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by **Indian Bright Steel Co. Limited** and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the Audit Period **April 01<sup>st</sup>, 2018 to March 31<sup>st</sup>, 2019** ("the Reporting Period") 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 maintained by the Company for the period April 01, 2018 to March 31, 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not Applicable)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements)

## Indian Bright Steel Company Limited

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Regulations, 2009 (Not applicable to the Company during the Audit Period);

- d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the Audit Period);
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period);
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit Period);
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit Period).
- (vi) We, based on the representation made by the Company and its officers for systems and mechanism framed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company, further report that, the Company has complied with the following laws applicable specifically to the Company:
- a. The Environment (Protection) Act, 1986
  - b. Water (Prevention and Control of Pollution) Act, 1974 and the rules and standards made there under.
  - c. Air (Prevention and Control of Pollution) Act, 1981 and the rules and standards made there under.

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

1. Secretarial Standards issued by The Institute of Company Secretaries of India;
2. The Listing Agreements entered into by the Company with BSE Limited & National Stock Exchange of India Limited, as specified in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

- a) *The Company has failed to appoint Company Secretary as per the provision of section 203 of Companies act, 2013.*
- b) *Filing of compliance Certificate as per Regulation 7(3) of SEBI (LODR), 2015 for Half year ended 30<sup>th</sup> September, 2018 to BSE delayed by one day.*
- c) *Filing of Investor complaints as per Regulation 13(3) of SEBI (LORD), 2015 for Quarter ended 30<sup>th</sup> September, 2018 to BSE delayed by two days.*

### **We further report that:**

The Board of Directors of the company is duly constituted with proper balance of Executive Directors, Non-Executive Directors. but need to appoint one independent Director The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the board meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and

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clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meeting of the board of directors duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded therein.

There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable Laws, Rules, Regulations and Guidelines.

For **Ragini Chokshi & Co.**  
(Company Secretaries)

Place: Mumbai  
Date: 27<sup>th</sup> August, 2019

Sd/-  
Makarand Patwardhan  
(Partner)  
ACS No. 11872  
C.P. No. 9031

## Indian Bright Steel Company Limited

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‘Annexure A’

To,

**The Members,**

Indian Bright Steel Co. Limited  
"Aurum Platz", C.S. No. 406,  
Malabar Hill Division 'D' ward,  
B.N. Cross Lane, Pandita Ramabai Marg,  
Mumbai MH 400007 IN

**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 processes 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 processes and practices followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the Company.
4. Wherever 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 procedures on test basis.
6. The secretarial audit report is neither as 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.

For Ragini Chokshi & Co.  
(Company Secretaries)

Sd/-  
Makrand Patwardhan  
(Partner)  
ACS No. 11872  
C.P. No. 9031

Place: Mumbai  
Date: 27<sup>th</sup> August, 2019

**Independent Auditor's Report**

**To the Members of Indian Bright Steel Company Limited**

**Report on the Audit of Standalone Ind AS Financial Statements Opinion**

We have audited the accompanying standalone Ind AS financial statements of Indian Bright Steel Co. Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 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 March 31, 2019 and its loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Key Audit Matters**

We have determined that there are no key audit matters to communicate in our report

**Responsibilities of Management and Those Charged with Governance for the standalone Ind AS Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

## **Indian Bright Steel Company Limited**

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### **Auditor's Responsibility for the Audit of standalone Ind AS Financial Statements**

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



**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 Companies Act, 2013, we give in the Annexure "1", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
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 purpose of our audit;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) The Balance Sheet, Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - e) On the basis of written representations received from the directors as on March 31, 2019, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019, from being appointed as a director in terms of section 164 (2) of the Act;
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
  - 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.

**For Desai Associates**  
Chartered Accountants  
FRN: 102286W

Sudhir K Jain  
Partner  
Membership Number: 120610

Place: Mumbai  
Date: 27<sup>th</sup> May 2019

## **Indian Bright Steel Company Limited**

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### **Annexure “1” to the Independent Auditor’s report**

Referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our report of even date to the financial statements of the Company for the period ended March 31, 2019:

1. The company does not have any fixed assets. Thus, paragraph 3(i)(a), 3(i)(b) and 3(i)(c) of the order are not applicable to the company.
2. The company does not have any stock. Thus, paragraph 3(ii) of the order is not applicable to the company.
3. The Company has not granted any loan, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (c) of the Order are not applicable to the Company.
4. In our opinion and according to the information and explanations given to us, in respect of loans, investments, guarantees and securities, the company has complied with the provisions of section 185 and section 186 of the Companies Act, 2013.
5. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
6. As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company. Accordingly clause (v) of paragraph 3 of the Order is not applicable to the company.
7. According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities.  
According to the information and explanation given to us, there are no dues of income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess which have not been deposited on account of any dispute.
8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks, governments or dues to debenture holders.
9. Based upon the audit procedures performed and the information and explanations given by the management, 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 and hence not commented upon
10. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the period.
11. According to the information and explanation given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the Company.
13. According to the information and explanation given to us, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.

14. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, the provisions of clause (xiv) of paragraph 3 of the Order are not applicable to the Company and hence not commented upon.
15. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause (xv) of paragraph 3 of the Order are not applicable to the Company and hence not commented upon.
16. In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause (xvi) of paragraph 3 of the Order are not applicable to the Company and hence not commented upon.

**For Desai Associates**  
Chartered Accountants  
FRN.102286W

Sudhir K Jain  
Partner  
Membership Number: 120610

Place: Mumbai  
Date: 27<sup>th</sup> May 2019

## **Indian Bright Steel Company Limited**

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### **ANNEXURE “2” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF Indian Bright Steel Co Limited**

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

We have audited the internal financial controls over financial reporting of INDIAN Bright Steel Co Limited (“the Company”) as of March 31, 2019 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors’ Responsibility**

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

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

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

#### **Meaning of Internal Financial Controls over Financial Reporting**

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are

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

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Opinion**

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

For Desai Associates  
Chartered Accountants  
FRN.102286W

Sudhir K Jain  
Partner  
Membership Number: 120610

Place: Mumbai  
Date: 27<sup>th</sup> May 2019

## Indian Bright Steel Company Limited

### BALANCE SHEET AS AT 31st MARCH, 2019

Particulars	Note No.	As at	As at
		March 31, 2019 ₹	March 31, 2018 ₹
<b>Assets</b>			
<b>Non-Current assets</b>			
(a) Property, Plant and Equipment		-	-
(b) Capital Work-in-Progress		-	-
(c) Investment Property		-	-
(d) Other Intangible Assets		-	-
(e) Financial Assets			
(i) Investments		-	-
(ii) Trade receivables		-	-
(iii) Loans	3	5,783,896	7,299,197
(iv) Other Financial Assets		-	-
(f) Deferred Tax Assets (Net)			
(g) Income Tax Assets (net)	4	-	-
(h) Other Non-current Assets		-	-
		<b>5,783,896</b>	<b>7,299,197</b>
<b>Current assets</b>			
(a) Inventories		-	-
(b) Financial Assets			
(i) Investments		-	-
(ii) Trade Receivables		-	-
(iii) Cash and Cash Equivalents	5	56,316	97,568
(iv) Other Bank Balances		-	-
(v) Loans		-	-
(vi) Other Financial Assets		-	-
(c) Income Tax Assets (net)	4	443,379	396,248
(d) Other Current Assets	6	-	52,000
		<b>499,696</b>	<b>545,816</b>
<b>TOTALASSETS</b>		<b>6,283,592</b>	<b>7,845,013</b>

**BALANCE SHEET AS AT 31st MARCH, 2019**

Particulars	Note No.	As at	As at
		March 31, 2019 ₹	March 31, 2018 ₹
<b>Equity and Liabilities</b>			
<b>Equity</b>			
(a) Equity Share Capital	7	10,000,000	10,000,000
(b) Other Equity	8	(4,582,193)	(3,012,804)
		5,417,807	6,987,196
<b>Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade Payables		-	-
(iii) Other Financial Liabilities		-	-
(b) Provisions		-	-
(c) Deferred Tax Liabilities (Net)		-	-
(d) Other Non-current Liabilities		-	-
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	9	810,000	810,000
(ii) Trade Payables		-	-
(iii) Other Financial Liabilities	10	52,515	41,945
(b) Provisions		-	-
(c) Current Tax Liabilities (Net)		-	-
(d) Other Current Liabilities	11	3,270	5,872
		865,785	857,817
<b>TOTALEQUITYANDLIABILITIES</b>		<b>6,283,592</b>	<b>7,845,013</b>

See accompanying notes forming part of the financial statements

In terms of our report attached

**For DESAI ASSOCIATES**  
Chartered Accountants  
Firm Registration No. 102286W

**For and on behalf of the Board of Directors of**  
**Indian Bright Steel Company Limited**

Sudhir K Jain  
Partner  
Membership No.: 120610  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019

Manubhai Parekh  
Director  
DIN: 00068992  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019

Minoo Deora  
Director  
DIN: 01656963  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019

## Indian Bright Steel Company Limited

### PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH, 2019

Particulars	Note No.	For the Year	For the Year
		ended	ended
		March 31, 2019	March 31, 2018
		₹	₹
Revenue from operations		-	-
Other income	12	598,034	775,897
<b>Total Revenue</b>		<b>598,034</b>	<b>775,897</b>
Expenses			
(a) Cost of land and Project development		-	-
(b) (Increase)/Decrease in inventories of finished goods, work-in-progress and stock-in-trade		-	-
(c) Employee benefit expense	13	1,427,317	1,205,610
(d) Finance costs		-	-
(e) Depreciation and amortisation expense		-	-
(f) Impairment expenses/losses		-	-
(g) Other expenses	14	740,106	615,339
<b>Total Expenses</b>		<b>2,167,423</b>	<b>1,820,949</b>
Profit/(loss) before exceptional items and tax		(1,569,389)	(1,045,052)
Exceptional Items		-	-
Profit/(loss) before tax		(1,569,389)	(1,045,052)
Tax Expense:			
(1) Current tax		-	-
(Excess) / short provision for earlier years		-	9,384
Net Current Tax		-	<b>9,384</b>
(2) Deferred tax		-	-
Total tax expenses		-	9,384
<b>Profit/(loss) after tax from continuing operations (VII - VIII)</b>		<b>(1,569,389)</b>	<b>(1,054,436)</b>
Profit/(Loss) from continuing operations for the period attributable to:			
Owners of the Company		(1,569,389)	(1,054,436)
Non controlling interests		-	-
		<b>(1,569,389)</b>	<b>(1,054,436)</b>



PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH, 2019

Particulars	Note No.	For the Year	For the Year
		ended	ended
		March 31, 2019	March 31, 2018
		₹	₹
<b>Other comprehensive income</b>		-	-
A (i) Items that will not be recycled to profit or loss		-	-
(a) Remeasurements of the defined benefit liabilities/(asset)		-	-
<b>Total comprehensive income for the period</b>		<b>(1,569,389)</b>	<b>(1,054,436)</b>
<b>Total comprehensive income for the period attributable to:</b>			
Owners of the Company		-	-
Non controlling interests		-	-
<b>Earnings per equity share (for continuing operation):</b>			
(1) Basic		<b>(1.57)</b>	<b>(1.05)</b>

See accompanying notes forming part of the financial statements

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In terms of our report attached

**For DESAI ASSOCIATES**  
Chartered Accountants  
Firm Registration No. 102286W

**For and on behalf of the Board of Directors of**  
**Indian Bright Steel Company Limited**

Sudhir K Jain  
Partner  
Membership No.: 120610  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019

Manubhai Parekh  
Director  
DIN: 00068992  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019

Minoo Deora  
Director  
DIN: 01656963  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019

## Indian Bright Steel Company Limited

### CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2019

Particulars	For the year ended 31 March, 2019		For the year ended 31 March, 2018	
	₹	₹	₹	₹
<b>A. Cash flow from operating activities</b>				
Net Profit / (Loss) before extraordinary items and tax		(1,569,389)		(1,054,436)
<i>Adjustments for:</i>				
Finance costs				
Amortisation / Adjustments during the year		-		
Interest income	(598,034)		(775,897)	
Liabilities / provisions no longer required written back				
Sundry Balance w/off	52,000			
		(546,034)		(775,897)
Operating profit / (loss) before working capital changes		(2,115,423)		(1,830,333)
<i>Changes in working capital:</i>				
<b>Adjustments for (increase) / decrease in operating assets:</b>				
Inventories	-		-	
Other Financial Assets			8,157,509	
Short-term loans and advances			120,020	
<b>Adjustments for increase / (decrease) in operating liabilities:</b>				
Other Financial Liabilities	10,570		(26,955)	
Other current liabilities	(2,602)		1,893	
Short-term provisions		7,968		8,252,467
		(2,107,455)		6,422,134
Cash flow from extraordinary items		-		-
Cash generated from operations		(2,107,455)		6,422,134
Net income tax (paid) / refunds		(47,132)		(12,650)
<b>Net cash flow from / (used in) operating activities (A)</b>		(2,154,587)		6,490,484
<b>B. Cash flow from investing activities</b>				
Loans realised				
- Others	1,515,301		(7,299,197)	
Interest received				
- Others	598,034		775,897	
		2,113,335		(6,523,300)
Net income tax (paid) / refunds		2,113,335		(6,523,300)
<b>Net cash flow from / (used in) investing activities (B)</b>		2,113,335		(6,523,300)

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2019

Particulars	For the year ended 31 March, 2019		For the year ended 31 March, 2018	
	₹	₹	₹	₹
<b>C. Cash flow from financing activities</b>				
Proceeds from issue of equity shares	-	-	-	-
Proceeds from other short-term borrowings	-	-	-	-
Finance Cost	-	-	-	-
Preferential issue Expenses	-	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Cash flow from extraordinary items		-		-
		<u>-</u>		<u>-</u>
<b>Net cash flow from / (used in) financing activities (C)</b>		<u>-</u>		<u>-</u>
<b>Net increase / (decrease) in Cash and cash equivalents (A+B+C)</b>		(41,252)		(113,816)
Cash and cash equivalents at the beginning of the year		97,568		211,384
Effect of exchange differences on restatement of foreign currency		-		-
Cash and cash equivalents		<u>-</u>		<u>-</u>
<b>Cash and cash equivalents at the end of the year</b>		<b>56,316</b>		<b>97,568</b>
Cash and cash equivalents as per Balance Sheet	56,316		97,568	
Less: Bank balances not considered as Cash and cash equivalents as defined in AS 3 Cash Flow Statements	-		-	
Net Cash and cash equivalents (as defined in AS 3 Cash Flow Statements) included in Note 19	<u>56,316</u>		<u>97,568</u>	
Add: Current investments considered as part of Cash and cash equivalents (as defined in AS 3 Cash Flow Statements) (Refer Note (ii) to Note 16 Current investments)	<u>-</u>		<u>-</u>	
<b>Cash and cash equivalents at the end of the year*</b>		<b>56,316</b>		<b>97,568</b>
* Comprises:				
(a) Cash on hand	-		-	
(b) Balances with banks				
(i) In current accounts	56,316		97,568	
(ii) In deposit accounts with original maturity of less than 3 months	-		-	
		<u>56,316</u>		<u>97,568</u>
		-		-

See accompanying notes forming part of the financial statements

In terms of our report attached

For **DESAI ASSOCIATES**  
Chartered Accountants

Firm Registration No. 102286W

Sudhir K Jain  
Partner  
Membership No.: 120610  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019For and on behalf of the Board of Directors of  
Indian Bright Steel Company LimitedManubhai Parekh  
Director  
DIN: 00068992  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019Mino Deora  
Director  
DIN: 01656963  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019

## Indian Bright Steel Company Limited

### Statement of Changes in Equity (SOCIE) for the period ended 31 March 2019

	As at 31 March, 2019		As at 31 March, 2018		As at 31 March, 2017	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
<b>(a) Equity share capital (refer note 7)</b>						
Balance at the beginning of the year	1,000,000	10,000,000	1,000,000	10,000,000	1,000,000	10,000,000
Changes in equity share capital during the year						
Balance at the end of the year	1,000,000	10,000,000	1,000,000	10,000,000	1,000,000	10,000,000
<b>(b) Other equity (refer note 8)</b>						
Other Equity		₹		₹		₹
		Capital Reserve		Securities Premium		Retained Earnings
						Total
<b>As at 1st April, 2017</b>		100,482		7,810,000		(9,868,850)
Profit/(Loss) for the period		-		-		(1,054,436)
Other Comprehensive Income/(Loss)		-		-		-
<b>Total Comprehensive Income for the year</b>		<b>100,482</b>		<b>7,810,000</b>		<b>(10,923,286)</b>
Transfers to Reserves		-		-		-
Any other changes (to be specified)		-		-		-
<b>As at 31st March, 2018</b>		<b>100,482</b>		<b>7,810,000</b>		<b>(10,923,286)</b>
Profit/(Loss) for the period		-		-		(1,569,389)
Other Comprehensive Income/(Loss)		-		-		-
<b>Total Comprehensive Income for the year</b>		<b>100,482</b>		<b>7,810,000</b>		<b>(12,492,675)</b>
Transfers to Reserves		-		-		-
Any other changes (to be specified)		-		-		-
<b>As at 31st March, 2019</b>		<b>100,482</b>		<b>7,810,000</b>		<b>(12,492,675)</b>

#### General Reserve

General Reserve represents accumulated profits/(Losses) and is created by transfer of profits from Retained Earnings and it is not an item of Other Comprehensive Income and the same shall not be subsequently reclassified to Statement of Profit and Loss

In terms of our report attached

**For DESAI ASSOCIATES**  
**Chartered Accountants**  
**Firm Registration No. 102286W**

Sudhir K Jain  
Partner  
Membership No.: 120610  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019

**For and on behalf of the Board of Directors of**  
**Indian Bright Steel Company Limited**

Manubhai Parekh  
Director  
DIN: 00068992  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019

Minoo Deora  
Director  
DIN: 01656963  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS**

**Notes to the Financial Statements for the year ended 31<sup>st</sup> March 2019**

**Note 1. General Information**

The company is engaged in the business of manufacturing of steel bars & had no operations during the year.

The place of business is at Mumbai only.

**Note 2. Basis of preparation of financial statements**

**Statement of compliance**

The Financial statements of the Company comply with all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

**Functional and presentation currency**

These financial statements are presented in Indian rupees, which is also the Company's functional currency.

**Basis of measurement**

The financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) that are measured at fair value; and
- net defined benefit (asset)/ liability that are measured at fair value of plan assets less present value of defined benefit obligations.

**2A Use of estimates**

The preparation of the financial statements in accordance with Ind AS requires use of judgements, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised prospectively.

Assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2019 are as follows:

**Measurement of fair values**

The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values, which includes overseeing all significant fair value measurements, including Level 3 fair values by the management. The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of a financial asset or a financial liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

When measuring the fair value of a financial asset or a financial liability, the Company uses observable market

## Indian Bright Steel Company Limited

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data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

### **2B Significant accounting policies:**

The accounting policies set out below have been applied consistently to the periods presented in the financial statements.

#### **a. Revenue recognition**

- i. Sale of goods is recognized as revenue when the significant risks and rewards of ownership of the goods have passed to the buyer. Revenues are recognized when collectability of the resulting receivable is reasonably assured. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates
- ii. Interest income is recognized on a time proportionate basis, taking into account the amount outstanding and the rates applicable

#### **b. Income taxes**

Income tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with the income tax law), deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period) and Minimum Alternate Tax (MAT) credit entitlement.

##### **Current tax**

Current tax is computed and provided for in accordance with the applicable provisions of the Income Tax Act, 1961.

#### **c. Deferred tax**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the

deferred tax asset to be recovered.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation.

**d. Borrowing costs**

Borrowing costs incurred on constructing or acquiring a qualifying asset are capitalized as cost of that asset until it is ready for its intended use. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue and recognized as an expense in the Statement of Profit and Loss.

**e. Provisions and contingencies**

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but will probably not, require an outflow of resources. When there is a possible obligation of a present obligation in respect of which the likelihood of outflow of resources is remote, no provision disclosure is made.

**f. Cash and cash equivalents**

Cash comprises of cash at bank and on hand and cash equivalents comprise of short-term bank deposits with an original maturity of three months or less.

**g. Operating cycle**

All assets and liabilities have been classified as current or non-current as per criteria set out in the Schedule III to the Companies Act, 2013.

**h. Financial Instruments**

**a. Financial assets**

**i. Recognition and initial measurement**

Trade receivables and debt instruments issued are initially recognised when they are originated. All other financial assets are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset is initially measured at fair value. In the case of financial assets which are recognised at fair value through profit and loss (FVTPL), the transaction costs are recognised in the statement of profit and loss. In other cases, the transaction costs are attributed to the acquisition value of the financial asset.

**ii. Classification**

On initial recognition, a financial asset is classified as measured at

- amortised cost; or
- fair value through profit or loss (FVTPL); or

## Indian Bright Steel Company Limited

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- fair value through other comprehensive income (FVOCI) - debt investment or equity investment

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and

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

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and

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

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment- by- investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

### **iii Subsequent measurement and gains and losses**

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Debt investments at FVOCI

These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVOCI

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss



unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

**iv. Derecognition**

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. "If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

**v. Impairment of financial assets**

In accordance with Ind AS 109, the company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

i. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance.

ii. Trade receivables.

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

**b. Financial liabilities**

**i. Recognition and initial measurement**

All financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial liability is initially measured at fair value. In the case of financial liabilities which are recognised at fair value through profit and loss (FVTPL), the transaction costs are recognised in the statement of profit and loss. In other cases, the transaction costs are attributed to the acquisition or issue of financial liability.

**ii Classification, subsequent measurement and gains and losses**

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held- for- trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are "subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

**iii. Derecognition**

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in "profit or loss.

## **Indian Bright Steel Company Limited**

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### **iv. Offsetting**

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

### **i. Share capital and share premium**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction net of tax from the proceeds. Par value of the equity share is recorded as share capital and the amount received in excess of the par value is classified as share premium.J.

Dividend Distribution to equity shareholders

The Company recognizes a liability to make cash distributions to equity holders when the distribution is authorized and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in other equity along with any tax thereon.

### **K. Foreign Currency Transactions**

The Financial Statements of Company are presented in INR, which is also its functional currency. In preparing the Financial Statements, transactions in currencies other than the entity's functional currency are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items denominated in foreign currency are reported at the exchange rate ruling on the date of transaction. "Exchange differences on monetary items are recognised in the Statement of Profit & Loss in the period in which they arise.

Notes to the Financial Statements for the year ended 31<sup>st</sup> March 2019

Note 3. Non - Current Loans

	Rs. 31.03.2019	Rs. 31.03.2018
<b>Inter-Corporate Loans</b>		
– Secured, considered good	-	-
– Unsecured, considered good	5,783,896	7,299,197
– Doubtful	-	-
Less: Allowance for Credit Losses	-	-
<b>Total</b>	<b>5,783,896</b>	<b>7,299,197</b>

Note 4. Income Tax (net)

	₹ 31.03.2019	₹ Non Current	₹ 31.03.2018	₹ Non Current
Income Tax				
Amount receivable from income tax department	493,379	-	446,248	-
Less: Income Tax Provision	50,000	-	50,000	-
<b>Total</b>	<b>443,379</b>	<b>-</b>	<b>396,248</b>	<b>-</b>

Note 5. Cash and cash equivalents

	Rs. 31.03.2019	Rs. 31.03.2018
<b>Cash and cash equivalents</b>		
(a) Balances with banks	56,316	97,568
(b) Cheques, drafts on hand		
(c) Cash on hand		-
<b>Total Cash and cash equivalent</b>	<b>56,316</b>	<b>97,568</b>
Other Bank "Balances"		
(a) Earmarked balances with banks		
<b>Total Other Bank balances</b>	<b>-</b>	<b>-</b>
<b>Total</b>	<b>56,316</b>	<b>97,568</b>

Note 6. Other Current Assets

	Rs. 31.03.2019	Rs. 31.03.2018
<b>Other Current Assets</b>		
Loan to Employees	-	52,000
<b>Total</b>	<b>-</b>	<b>52,000</b>

## Indian Bright Steel Company Limited

### Note 7. Equity Share Capital

	Rs. 31.03.2019	Rs. 31.03.2018
<b>Equity Share Capital</b>	10,000,000	10,000,000
	31.03.2019	31.03.2018
<b>Authorised Share Capital:</b> 12,50,000 fully paid equity shares of Rs. 10 each	12,500,000	12,500,000
<b>Issued, Subscribed and Fully Paid:</b> 10,00,000 Equity shares of 10 each	10,000,000	10,000,000
<b>Total</b>	<b>10,000,000</b>	<b>10,000,000</b>

### (a) Reconciliation of the number of shares outstanding at the beginning and at the end of the period

	Opening Balance	Other Charges	Closing Balance
Equity Shares with Voting rights*			
Year Ended 31st March, 2016			
No. of Shares	1,000,000	-	1,000,000
Amount	10,000,000	-	10,000,000
Year Ended 31st March, 2017			
No. of Shares	1,000,000	-	1,000,000
Amount	10,000,000	-	10,000,000
As on 1st April, 2015			
No. of Shares	1,000,000	-	1,000,000
Amount	10,000,000	-	10,000,000

### (b) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/Name of shareholder	₹ 31.03.2019		₹ 01.04.2018	
	Number shares held	% holding "in that class" of shares	Number shares held	% holding "in that class" of shares
<b>Equity shares with voting rights</b>				
Aurum Parks pvt ltd (formerly known as Vitesse Telecom Pvt Ltd)	353,462	35.35	353,462	35.35
Shagun Tie up Pvt. Ltd.	90,000	9.00	90,000	9.00

### Note 8. Other Equity

	Rs. 31.03.2019	Rs. 01.04.2018
Retained Earnings	(12,492,675)	(10,923,286)
Capital Reserve	100,482	100,482
Securities Premium	7,810,000	7,810,000
<b>Total</b>	<b>(4,582,193)</b>	<b>(3,012,804)</b>

**Other Equity**

	Rs. Capital Reserve	Rs. Securities Premium	Rs. Retained Earnings	Rs. Total
<b>As at 1st April, 2017</b>	100,482	7,810,000	(9,868,850)	(1,958,368)
Profit/(Loss) for the period	-	-	(1,054,436)	(1,054,436)
Other Comprehensive Income/(Loss)	-	-	-	-
<b>Total Comprehensive Income for the year</b>	<b>100,482</b>	<b>7,810,000</b>	<b>(10,923,286)</b>	<b>(3,012,804)</b>
Transfers to Reserves	-	-	-	-
Any other changes (to be specified)	-	-	-	-
<b>As at 31st March, 2018</b>	<b>100,482</b>	<b>7,810,000</b>	<b>(10,923,286)</b>	<b>(3,012,804)</b>
Profit/(Loss) for the period	-	-	(1,569,389)	(1,569,389)
Other Comprehensive Income/(Loss)	-	-	-	-
<b>Total Comprehensive Income for the year</b>	<b>100,482</b>	<b>7,810,000</b>	<b>(12,492,675)</b>	<b>(4,582,193)</b>
Transfers to Reserves	-	-	-	-
Any other changes (to be specified)	-	-	-	-
<b>As at 31st March, 2019</b>	<b>100,482</b>	<b>7,810,000</b>	<b>(12,492,675)</b>	<b>(4,582,193)</b>

**Note 9. Current Borrowings**

	Rs. 31.03.2019	Rs. 01.04.2018
Interest free loan and advances from related parties repayable on demand - unsecured	810,000	1,160,000
<b>Total</b>	<b>810,000</b>	<b>1,160,000</b>

**Note 10. Other Financial Liabilities**

	Rs. 31.03.2019 Current	Rs. 01.04.2018 Current
Outstanding Expenses payable	52,215	41,945
<b>Total</b>	<b>52,215</b>	<b>41,945</b>

**Note 11. Other Current Liabilities**

	Rs. 31.03.2019 Current	Rs. 01.04.2018 Current
Statutory Dues Payable	3,270	5,872
<b>Total</b>	<b>3,270</b>	<b>5,872</b>

## Indian Bright Steel Company Limited

### Note 12. Other Income

	Rs.	Rs.
	31.03.2019	31.03.2018
<b>Interest income on</b>		
Bank Deposits	-	30,851
Income Tax Refund	-	3,330
On Loan	598,034	741,716
<b>Total</b>	<b>598,034</b>	<b>775,897</b>

### Note 13. Employee Benefit Expenses

	Rs.	Rs.
	31.03.2019	31.03.2018
Salaries, Wages and Bonus	1,427,317	1,205,610
<b>Total</b>	<b>1,427,317</b>	<b>1,205,610</b>

### Note 14. Other Expenses

	Rs.	Rs.
	31.03.2019	31.03.2018
Advertisement Expenses	77,249	45,706
Legal & Professional Expenses	185,442	199,919
Travelling & Conveyance Expenses	21,529	23,954
Stock Exchange Mumbai Listing Fees	295,000	287,500
Rates & Taxes	2,500	10,300
Courier Charges	25,473	
Printing & Stationery	25,290	
Other Expenses	88,743	23,495
<b>Payment to Auditors</b>		
For Audit fees	10,000	10,000
For Limited Review	6,000	6,000
For Certification	-	5,000
For Taxes	2,880	3,465
<b>Total</b>	<b>740,106</b>	<b>615,339</b>

**Note 15. Earnings per Share**

	Rs. 31.03.2019 Per share	Rs. 31.03.2018 Per share
<b>Basic Earnings per share</b>		
From continuing operations	(1.57)	(1.05)
Total basic earnings per share	(1.57)	(1.05)

**Basic earnings per share**

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

Particulars	Rs. 31.03.2019	Rs. 31.03.2018
Profit/(loss) for the year attributable to owners of the Company	(1,569,389)	(1,054,436)
Less: Preference dividend and tax thereon	-	-
<b>Profit/(loss) for the year used in the calculation of basic earnings per share</b>	<b>(1,569,389)</b>	<b>(1,054,436)</b>
Weighted average number of equity shares	1,000,000	1,000,000
<b>Earnings per share - Basic -</b>	<b>(1.57)</b>	<b>(1.05)</b>

**Note 16. Segment information**

The Company operates in only one business segment, i.e. 'Manufacturing' based on the nature of the services and products, the risks and returns etc. Therefore, business segment reporting in terms of IND AS 108 on segmental reporting is not applicable.

The Company operates only in India. Therefore, geographical segment reporting in terms of IND AS 108 on segmental reporting is not applicable. The conditions prevailing in India being uniform, no separate geographical disclosure within India is considered necessary.

**Note 17. Contingent liabilities and commitments**

	Rs. 31.03.2019	Rs. 31.03.2018
<b>Liabilities that may arise in respect of which company is in appeal</b>		
Income Tax Appeal outstanding A.Y.2013-2014	-	196,585

## Indian Bright Steel Company Limited

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### Note 18. Related party disclosure

Name of Related parties and related party relationship with whom transactions have taken place during the year

#### Associates

Aurum Parks Pvt Ltd (formerly known as Vitesse Telecom Pvt Ltd)

Aurum Platz Pvt. Ltd.

Aurum Renewable Energy Private Limited

#### Key Management Personnel & Relatives

Mr. Ashish Deora

Mrs. Meeno Ashish Deora

Mr. Avinash Jajodia

Mr. Alok Jajodia

Note : Related party are as identified by the company and relied upon by the auditors

#### Related party transactions

The following table provides the total amount of transactions that have been entered into with the related parties for the relevant financial year:

##### Loans taken and repayment thereof

	Year	Loans taken	Repaid	Amt payable to related party
Key Management Personnel & Relatives	2019	-	-	810,000
	2018	-	-	810,000

##### Loans given to related parties

	Year	Loans Given	Repaid	Amt Receivable from related party
Key management Personnel & Relatives	2019	556,834	2,072,135	5,783,896
	2018	8,000,000	700,803	7,299,197

### Note 19. Income Tax and Deferred Tax Asset / (Liability)

In the Opinion of the management, and in view of the minimal profits for the current year, losses in the earlier year and carried forward losses under the Income Tax Act, there will not be any liability towards Income tax for the current year.

In view of absence of sufficient profits and future taxable income and consideration of prudence, the Deferred Tax Asset is not recognised by the management



**Note 20. Value of imports calculated on CIF basis**

	<b>Rs.</b>	<b>Rs.</b>
	<b>31.03.2019</b>	<b>31.03.2018</b>
Value of imports on CIF basis	Nil	Nil

**Note 21. Expenditure in foreign currency (accrual basis)**

	<b>Rs.</b>	<b>Rs.</b>
	<b>31.03.2019</b>	<b>31.03.2018</b>
Expenditure incurred in foreign currency	Nil	Nil

**Note 22. Imported and indigenous raw materials, components and spare parts consumed**

	<b>Rs.</b>	<b>Rs.</b>
	<b>31.03.2019</b>	<b>31.03.2018</b>
Imported and indigenous raw materials, components and spare parts consumed	Nil	Nil

**Note 23 Earnings in foreign currency (accrual basis)**

	<b>Rs.</b>	<b>Rs.</b>
	<b>31.03.2019</b>	<b>31.03.2018</b>
Earnings in foreign currency	Nil	Nil

## Indian Bright Steel Company Limited

### Note 24. Financial instruments

#### 1. Financial instruments – Fair values and risk management

##### A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels are presented below.

31 March 2018	Note No.	Carrying amount				Fair value			
		FVTPL	FVTOCI	Amortised Cost	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
<b>Financial assets</b>									
Loans - Non current	3	-	-	5,783,896	5,783,896	-	5,783,896	-	5,783,896
Cash and Cash Equivalents	5	-	-	56,316	56,316	-	56,316	-	56,316
		-	-	<b>5,840,212</b>	<b>5,840,212</b>	-	<b>5,840,212</b>	-	<b>5,840,212</b>
<b>Financial liabilities</b>									
Borrowings	9	-	810,000	810,000	-	-	-	-	-
Other Financial Liabilities	10	-	-	52,515	52,515	-	-	-	-
Other Current Liabilities	11	-	-	3,270	3,270	-	-	-	-
		-	-	<b>865,785</b>	<b>865,785</b>	-	-	-	-

31 <sup>st</sup> March 2018	Note No.	Carrying amount				Fair value			
		FVTPL	FVTOCI	Amortised Cost	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
<b>Financial assets</b>									
Loans - Non current	3	-	-	7,299,197	7,299,197	-	-	-	-
Cash and Cash Equivalents	5	-	-	97,568	97,568	-	97,568	-	97,568
Other Current Assets	6	-	-	52,000	52,000	-	52,000	-	52,000
		-	-	<b>7,448,765</b>	<b>7,448,765</b>	-	<b>149,568</b>	-	<b>149,568</b>
<b>Financial liabilities</b>									
Borrowings	9	-	-	810,000	810,000	-	-	-	-
Other Financial Liabilities	10	-	-	41,945	41,945	-	-	-	-
Other Current Liabilities	11	-	-	3,270	3,270	-	-	-	-
		-	-	<b>855,215</b>	<b>855,215</b>	-	-	-	-

**B. Measurement of fair values**

Valuation techniques and significant unobservable inputs

The following tables show the valuation techniques used in measuring Level 2 and Level 3 fair values, as well as the significant unobservable inputs used:

**Financial instruments measured at fair value**

Type	Valuation technique
Non current financial assets / liabilities measured at amortised cost	Discounted cash flow technique : The valuation model considers present value of expected payments discounted using an appropriate discounting rate.

**C. Financial Risk Management**

The Company has exposure to the following risks arising from financial instruments:

- Liquidity risk ; and
- Market risk
- Interest rate risk

**Risk Management Framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

**(i) Liquidity Risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

## Indian Bright Steel Company Limited

### Exposure to liquidity risk:

March 31, 2019	Contractual cash flows					
	Carrying amount	Total	Upto 1 year	1-3 years	3-5 years	More than 5 years
Short term borrowings	810,000	810,000	810,000	-	-	-
Other financial liabilities	52,515	52,515	52,515	-	-	-
Other Current Liabilities	3,270	3,270	3,270	-	-	-

March 31, 2018	Contractual cash flows					
	Carrying amount	Total	Upto 1 year	1-3 years	3-5 years	More than 5 years
Short term borrowings	810,000	810,000	810,000	-	-	-
Other financial liabilities	41,945	41,945	41,945	-	-	-
Other Current Liabilities	5,872	5,872	5,872	-	-	-

### ii. Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. The Company is not exposed to market risk primarily related to foreign exchange rate risk.

### iii. Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments/loans because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

### Exposure to interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments/loans because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

### Note 25. Capital Management

For the purpose of the Company's capital management, capital includes issued capital and other equity reserves. The primary objective of the Company's Capital Management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants. The Company monitors capital using adjusted net debt to equity ratio. For this purpose, adjusted net debt is defined as total debt less cash and bank balances.

The Company have borrowings of Rs.11.60 lakh in financial years 2015-16 and Rs.8.10 Lakh in financial years 2016-17 and 2017-18. Hence, balance equity belongs to shareholders

**Note 26. Previous year figures**

Figures of the previous year have been regrouped/reclassified/rearranged, wherever necessary, to confirm with the current year's presentation. Amounts and other disclosures for the preceding year are included as an integral part of the current year's financial statements and to be read in relation to the amounts and other disclosures to the current year.

**See accompanying notes forming part of the financial statements**

In terms of our report attached

**For DESAI ASSOCIATES  
Chartered Accountants  
Firm Registration No. 102286W**

Sudhir K Jain  
Partner  
Membership No.: 120610  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019

**For and on behalf of the Board of Directors of  
Indian Bright Steel Company Limited**

Manubhai Parekh  
Director  
DIN: 00068992  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019

Minoo Deora  
Director  
DIN: 01656963  
Place : Mumbai  
Date : 27<sup>th</sup> May 2019



**PROXY FORM****INDIAN BRIGHT STEEL COMPANY LIMITED**

Regd. Office: "Aurum Platz", C.S. No. 406, Malabar Hill Division, 'D' Ward, B.N. Cross Lane, Pandita Ramabai Marg, Mumbai – 400 007, CIN:L13209MH1960PLC011794 • www.indianbrightsteel.com

Form No. MGT-11

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

<b>Name of the member (s)</b>	
<b>Regd. Address</b>	
<b>Email ID</b>	
<b>Folio No./Client ID</b>	

I/We, being the member (s) of .....shares of the above named Company, hereby appoint  
 Name.....  
 Address.....  
 E-mail ID.....Signature or failing him / her.....  
 Name.....  
 Address.....  
 E-mail ID.....Signature or failing him / her.....

as my / our proxy to attend and vote for me/ us on my/our behalf at the Annual General Meeting of the Company to be held on Monday, 30<sup>th</sup> September, 2019 at 10.00 a.m. at The Space, 503-504, 360 Degree Business Park, LBS Marg, Next to R-Mall, Checknaka, Mulund (W), Mumbai – 400080.

Sr. No.	Resolutions	Optional *	
		For	Against
	<b>Ordinary Business</b>		
1	Ordinary Resolution for Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2019		
2	Ordinary Resolution for re-appointment of Mr. Avinash Jajodia (DIN: 00074886) as a Director of the Company.		
3	Ordinary Resolution for re-appointment of Mrs. Minoo Doera (DIN: 01656963) as a Director of the Company.		
4	Ordinary Resolution for Appointment of Statutory Auditors.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019

\_\_\_\_\_  
Signature of shareholder

\_\_\_\_\_  
Signature of Proxy holder (s)

Re. 1 Revenue Stamp
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Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 (Forty- Eight) hours before the commencement of the Meeting.

**ATTENDANCE SLIP****INDIAN BRIGHT STEEL COMPANY LIMITED**

Regd. Office: "Aurum Platz", C.S. No. 406, Malabar Hill Division, 'D' Ward,  
 B.N. Cross Lane, Pandita Ramabai Marg, Mumbai – 400 007, CIN :L13209MH1960PLC011794 www.indianbrightsteel.com

**ANNUAL GENERAL MEETING**

Regd. Folio No. .... Client ID No. .... No of Shares held.....

To be handed over at the entrance of Meeting Venue.

Name of the attending Member

(IN BLOCK LETTERS).....

Name of the Proxy (IN BLOCK LETTERS) .....

(To be filled in by Proxy attending instead of the Member)

I hereby record my presence at the Annual General Meeting of the Company being held on Monday, 30th September, 2019 at 10.00 A.M at The Space, 503-504, 360 Degree Business Park, LBS Marg, Next to R-Mall, Checknaka, Mulund (W), Mumbai – 400080.

\_\_\_\_\_  
Members'/Proxy Signature

### LOCATION MAP

The Space, 503-504, 360 Degree Business Park, LBS Marg, Next to R-Mall, Checknaka, Mulund (W),  
Mumbai - 400080





## Book Post

If undelivered, please return to :

**Bigshare Services Pvt. Ltd.**

1st Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis, Makwana Road, Marol,  
Andheri East, Mumbai, Maharashtra 400059

## **Indian Bright Steel Company Limited**

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### **BOARD OF DIRECTORS**

Mr. Manubhai Kalidas Parekh (Chairman)  
Mr. Ashish Deora (Chief Executive Officer)  
Mr. Avinash Jajodia  
Mrs. Minoo Deora  
Ms. Supriya Rajeshirke (Chief Financial Officer)

### **REGISTERED OFFICE :**

“Aurum Platz”, C.S. No. 406,  
Malabar Hill Division,  
‘D’ Ward, B.N. Cross Lane,  
Pandita Ramabai Marg,  
Mumbai - 400 007

### **AUDITORS :**

M/s Desai Associates  
(Chartered Accountants)  
103/104-A, Anand Estates,  
189, Sane Guruji Marg  
Mumbai - 400 011

### **COMPLIANCE OFFICER :**

Ms. Sonia Semlani

### **REGISTRAR & SHARE TRANSFER AGENTS :**

Bigshare Services Pvt. Ltd.  
E/2, Ansa Industrial Estate,  
Sakivihar Road, Sakinaka,  
Andheri (E), Mumbai - 400 072.  
Tel.: 022 4043 0200

### **BANKER :**

Indian Overseas Bank  
(Mahim Branch)  
State Bank of India  
(Empire House Branch, Mumbai)

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**INDIAN BRIGHT  
STEEL COMPANY LIMITED**

**58th  
Annual Report  
2018 – 2019**