

MAL/SEC/SEBI

October 11, 2017

To

The Manager
BSE Limited
25th Floor
Phiroze JeeJeebhoy Towers
Dalal Street
Mumbai-400001

Dear Sir

Sub: Annual Report of Majestic Auto Limited for the Financial Year 2016-17

Ref: Scrip Code – BSE: 500267

Please find enclosed herewith copy of the Annual Report of the Company for the Financial Year 2016-17 approved and adopted at the Annual General Meeting of the Company held on 29th day of September, 2017 at the premises of Mohini Resorts, Chandigarh Road, Ludhiana, Punjab as per the requirement of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

You are kindly requested to take the same on record.

Thanking You

Yours faithfully

For M/s Majestic Auto Limited



Mahesh Munjal

Managing Director



MAJESTIC
AUTO LIMITED



MAJESTIC AUTO LIMITED

44TH

ANNUAL REPORT

2016-17

MAJESTIC AUTO LIMITED-2017

BOARD OF DIRECTORS

Mahesh Munjal
Vikas Nanda
Dr. M.A. Zahir
Aayush Munjal
Major Shavinder Singh Khosla
Aashima Munjal

Chairman & Managing Director
Non Executive & Independent Director
Non Executive & Independent Director
Whole Time Director
Non Executive & Independent Director
Joint Managing Director

COMPANY SECRETARY

Rajesh Saini (Resigned on 23-04-2016)
Rahul Tiwari (Appointed on 13-05-2016)

CHIEF FINANCIAL OFFICER

Prakash Chandra Patro

STATUTORY AUDITORS

M/s. B. D. Bansal & Co.
Chartered Accountants,
Amritsar.

BANKERS

Canara Bank
Punjab National Bank
IDBI Bank Ltd.
The Catholic Syrian Bank Ltd.
Yes Bank Ltd.
HDFC Bank

REGISTERED OFFICE

C-48, Focal Point, Ludhiana -141 010
E-mail : grievancemajesticauto.in,
Website : www.majesticauto.in
CIN:L35911PB1973PLC003264
Phone No. 0161-2670234 Fax No. 0161-2672790

WORKS

- ★ C-48, Focal Point,
Ludhiana-141 010
- ★ C-59, Focal Point,
Ludhiana-141 010
- ★ B-6, B-7 & B-9, Ecotech-1 Extn.,
Greater Noida.

REGISTRAR & TRANSFER AGENT

Alankit Assignments Ltd.
Alankit House, 2E/21, Anar Kali Market,
Jhandewalan Extension, New Delhi-110055
Phones (011)23541234,42541234
Fax: (011)23552001, E-mail : rta@alankit.com

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44th ANNUAL GENERAL MEETING

Day : Friday
Date : 29th September, 2017
Time : 11.00 A.M.
Place : At the premises of
Mohini Resorts, Near Sector-32,
Chandigarh Road, Ludhiana-141010

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MAJESTIC AUTO LIMITED-2017

NOTICE OF 44TH ANNUAL GENERAL MEETING

Notice is hereby given that the 44th Annual General Meeting of the members of Majestic Auto Limited will be held on Friday, the 29th Day of September, 2017 at 11.00 a.m. at the premises of Mohini Resorts, Near Sector-32, Chandigarh Road, Ludhiana-141010 to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2017 and Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To re-appoint a director in place of Mr. Aayush Munjal, who retires by rotation and being eligible, offers himself for re-appointment.

3. TO CONSIDER AND IF THOUGHT FIT, TO PASS , THE FOLLOWING RESOLUTION AS ORDINARY RESOLUTION:

"Resolved that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the members be and hereby appoint M/s SAR & Associates, Chartered Accountants (Registration No. 122400W), as the Auditors of the Company to hold such office for a period of 1 year from the conclusion of this Meeting till the conclusion of the 45th Annual General Meeting, to conduct audit the financial year 2017-18, at a remuneration, reimbursement of out-of-pocket expenses, travelling and other expenses incurred in connection with audit to be carried out by them, as may be mutually agreed between the Board of Directors of the Company and the Auditors.

SPECIAL BUSINESS:

4. REGULARIZATION OF ADDITIONAL DIRECTOR, MR. VIKAS NANDA

TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to Sections 160 & 161 of the Companies act, 2013 and any other applicable provisions if any, Mr. Vikas Nanda, who was appointed as an Additional Director on February 14, 2017 be and is hereby appointed as an Independent Director of the Company who is not liable to retire by rotation in terms of Section 149(4), (10) & (11) and 152(6)(e) of the Companies Act, 2013";

"RESOLVED FURTHER THAT Sh; Mahesh Munjal, Managing Director of the Company be and is hereby authorized to file relevant forms to Registrar of Companies, Chandigarh and to do such other acts, deeds and things as may be considered necessary in connection with the above appointment";

5. TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING AS AN ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), the remuneration payable during the year 2018 to M/S. Manoj and Associates, Practicing Cost Accountants appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2017-18, amounting to Rs. 40000/- and also the payment of taxes as applicable be and is hereby ratified and confirmed."

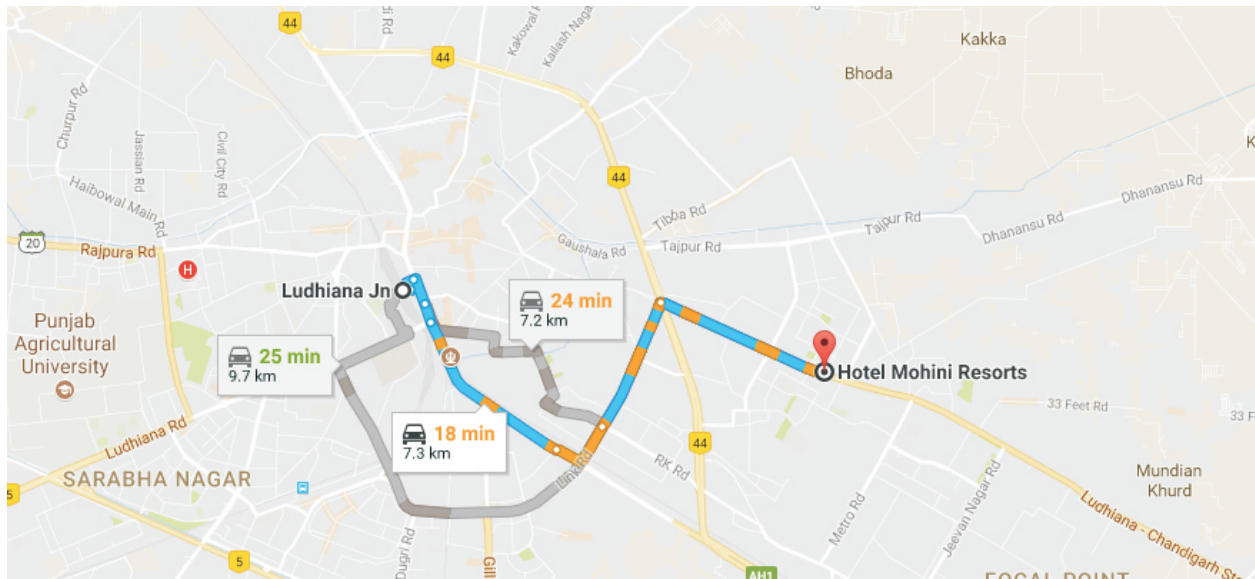
"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Place : Ludhiana
Date : 30.08.2017

By Order of the Board of Directors
For Majestic Auto Limited

Regd. Office : Majestic Auto Limited,
C-48, Focal Point, Ludhiana.
Email: grievance@majesticauto.in,
Website: www.majesticauto.in
CIN: L35911PB1973PLC003264
Phone No. 0161-2670234 Fax No. 0161-2672790

Sd/-
(Rahul Tiwari)
Company Secretary



NOTES

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE (ON A POLL ONLY) INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXIES IN ORDER TO BE VALID MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS SENT HEREWITH.**
- Pursuant to Section 91 of the Companies Act, 2013 and SEBI (Listing Obligations and Discloser Requirements) Regulations, 2015, the Register of Members and the Shares Transfer Books of the Company will remain closed from 22.09.2017 to 29.09.2017 (both days inclusive).
- The Explanatory Statement setting out the material facts concerning Special Business at Item Nos. 4 to 5 of the accompanying notice as required by Section 102 of the Companies Act, 2013, is annexed hereto.
- The relevant details of persons seeking re-appointment/appointment under Item No. 2 as required by Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are also annexed.
- Members are requested to bring their copy of the Annual Report along with them to the Annual General Meeting.
- Members/Proxies should bring the Attendance slip sent herewith duly filled in for attending the Annual General Meeting.
- Pursuant to the provisions of Section 72 of the Companies Act 2013, the member(s) holding shares in physical form may nominate, in the prescribed manner, a person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. Member(s) holding shares in demat form may contact their respective DP for availing this facility.
- To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible.
- The Company has designated an exclusive e-mail ID namely: grievance@majesticauto.in for receiving and addressing investors' grievances.
- The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN details to the Registrar .
- All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays and Public Holidays, up to and including the date of the Annual General Meeting 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 that not less than three days of notice in writing is given to the Company.

12. The Register of Directors and their shareholding, maintained under Section 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
13. Copies of the Annual Report are being sent by electronic mode only to those members whose email addresses are registered with the company/depository participants(s) for communication purposes unless any member has requested for hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report 2017 are being sent by the permitted mode. Members are requested to register their e-Mail id with the company or its Registrar or their depository participant to enable the company to send the notices and other reports through email.
14. Members of the Company who have registered their email address are also entitled to receive such communication in physical form upon making a request for the same by any, permissible mode, free of cost. For any communication, the members may also send requests to company's investor email id: grievance@majesticauto.in
15. Please note that the meeting is for members or their proxies only. Please avoid being accompanied by non-members and children.
16. Route map and details of prominent land mark of the venue of meeting is enclosed.

VOTING THROUGH ELECTRONIC MEANS

1. Pursuant to Regulation 44 of Listing Regulation read with Section 108 and corresponding Rules of Companies Act, 2013, the Company will provide e-voting facility to the members. All business to be transacted at the forthcoming Annual General Meeting can be transacted through the electronic voting system provided by Central Depository Services (India) Limited (CDSL).
2. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
3. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members/depositories as at closing hours of business, 25.08.2017.
4. The shareholders shall have one vote per equity share held by them. The facility of e-voting would be provided once for every folio/ client id, irrespective of the number of joint holders.
5. The Company has appointed Mr. Madan Gopal Jindal, Practicing Company Secretary, as the scrutinizer for conducting the e-voting process in the fair and transparent manner.
6. The scrutinizer shall, within a period of not exceeding three working days from the date of conclusion of e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the company and make a final report to Chairman of the Company.
7. The Results shall be declared within 2 days from the date of the Annual General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.majesticauto.in and on the website of CDSL within two(2) days of passing of the resolutions at the Annual General Meeting of the Company and communicated to the BSE Limited.
8. The scrutinizer's decision on the validity of e-voting will be final.

Instructions for Voting through electronic mode

- (i) The voting period begins on 9.00 a.m. on 26.09.2017, and ends on 5.30 p.m. on 28.09.2017. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 21.09.2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the Notice of AGM and holds shares as of the cut-off date i.e. 21.09.2017, may obtain the login ID and password by sending a request at grievance@majesticauto.in.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID.
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and have logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) if you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	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 no. in the PAN Field. Sequence no. is printed on back side page of Annual Report or send to Share Holders separately. In case the sequence no; 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 and sequence no. is 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details or Date of Birth	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. 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 (v).

After entering these details appropriately, click on "SUBMIT" tab.

- (viii) 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 evoting 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.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant Majestic Auto Limited on which you choose to vote.
- (xi) 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.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvi) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvii) Note for Non - Individual Shareholders and Custodians

- o Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to www.evotingindia.com and register themselves as Corporates.
- o A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- o After receiving the login details they have to create 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.
- o The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- o 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.
- o Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e 21.09.2017 may follow the same instructions as mentioned above for e-Voting.
- o In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com

ELECTRONIC VOTING PARTICULARS

EVSN (E-Voting Sequence No.)	USER ID	PASSWORD
170829071	16 Digit Demat Account No./Folio No. of Member holding shares in physical form	As per e-voting instructions

ANNEXURE TO THE NOTICE EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.**ITEM NO. 4**

The Board at its meeting held on February 14, 2017, appointed Mr. Vikas Nanda as Additional Director with effect from such Board meeting date pursuant to Section 161 of the Companies Act, 2013. Hence, they will hold office up to the date of the ensuing Annual General Meeting.

The Company has received consent in writing to act as directors in Form DIR-2 and intimation in Form DIR-8 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that they are not disqualified under sub-section (2) of section 164 of the Companies Act, 2013.

The Board considers that their association would be of immense benefit to the Company and it is desirable to avail their services as Independent Director. Accordingly, the Board recommends the resolution Nos. 4, in relation to appointment of Mr. Vikas Nanda as Director, respectively, for the approval by the shareholders of the Company.

ITEM NO.5

As per notification issued by Ministry of Corporate Affairs for amendment in Companies (Cost Records and Audit) Rules, 2014 dated December 31, 2014, Cost Audit will be applicable to the Company for the financial year 2017-18. Accordingly, the Board of Directors of the Company on the recommendation of the Audit Committee approved the appointment and remuneration of M/s. Manoj and Associates, Practicing Cost Accountants to conduct the audit of the cost records of the Company across various segments for the financial year ended March 31, 2017. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor as recommended by the Audit Committee and approved by the Board of Directors has to be ratified by the Members of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2018.

None of the Directors, Key Managerial Personnel of the Company and their relatives, is in any way, concerned or interested, financially or otherwise in the resolution. The Board recommends the resolution set forth in Item No. 5 for approval of the members

RELEVANT INFORMATION PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 REGARDING DIRECTORS BEING APPOINTED/REAPPOINTED:

Brief Profile of Mr. Aayush Munjal

Mr. Aayush Munjal joined the Company on June 1, 2011 as Chief Technology Officer. Thereafter, he has been appointed as Whole time Director in Majestic Auto Limited on 14/08/2015. Mr. Aayush Munjal is 29 years old and is a Bachelor in Computer Science from Washington University in St. Louis, USA. Previously he has worked with Microsoft Corporation in Redmond, Washington, USA. At present he is looking after the overall business of Noida unit of the Company and he is on the Board of following Companies and Committees there of:

Majestic Auto Limited
Director

Emirates Technologies Private Limited
Director

Mr. Aayush Munjal does not hold any share (in his own name or on behalf of other person on a beneficial basis) in the Company.

Mr. Aayush Munjal is the son of Mr. Mahesh Munjal, the Managing Director of the Company and brother of Ms. Aashima Munjal, Joint Managing Director of the Company.

MAJESTIC AUTO LIMITED-2017

DIRECTORS REPORT

Dear Members,

Your Directors have pleasure in presenting to you the 44th Annual Report and the Audited Accounts for the Financial Year ended 31st March, 2017.

FINANCIAL RESULTS - STANDALONE & CONSOLIDATED :

(Rupees in Lacs)

	Standalone Year ended 31.03.2017	Year ended 31.03.2016	Consolidated Year ended 31.03.2017	Year ended 31.03.2016
Operational Income (Gross)	17,680	12,363	19,430	13,758
Profit before Depreciation and Financial cost	1,633	3,792	5,024	5,074
Less: Financial Cost	1606	1,612	3,495	2,442
Depreciation	1703	1,740	2,287	1,978
Net Profit before Tax	(1676)	440	(758)	653
Less: Tax Expenses	(695)	(489)	(466)	(434)
Profit After Tax	(981)	930	(376)	1,088
Add : Balance Brought Forward	15,243	14,313	15,899	14,811
Profit Available for Appropriations	14,262	15,243	15,523	15,899
Basic and Diluted Earnings Per Share (Rs.)	(9.4)	8.94	(3.62)	10.46

OPERATIONS (STANDALONE)

During the year under report, your Company has registered an increase in turnover by 43% over the last financial year. It has two product categories, fine blanking components and Electricals, both contributed equally to the growth amounting to Rs. 2,577 lacs and Rs. 14,168 lacs respectively.

The management has increased its customer base and diversified the product range enabling to maintain the growth in this competitive market. With the current product and customer development in place, management is confident that Company shall further grow and improve its productivity while continuing to de-risk its business through diversification.

DIVIDEND

To sustain internal accruals for the future growth of the Company, your Directors do not recommend any dividend for the Accounting Year.

RESERVES

The Company do not propose to carry any amount to any reserves.

CAPACITY UTILIZATION & PLANT OPERATION S

All the Manufacturing Plants of the Company are running well and continue to operate at a satisfactory level of efficiency.

NO CHANGE IN SHARE CAPITAL

The paid up equity capital as on March 31, 2017 stands at Rs. 103,982,280/- consisting of 10,397,478 Equity Shares of Rs.10/- each with no change as compared to previous year.

QUALITY

Your Company is focusing on quality, right from new product development stage such as design of processes, manufacturing of tools, fixtures & dies to ensure to the production. This is the attribute of your Company which has enabled it to sustain as a consistent supplier to the quality conscious customers over the years.

FINANCE

Your Company was able to raise the short-term/long term funds needed for its working capital related requirements & term loans for new capital expenditure/investments at competitive rates. Your Company continues to maintain good credit ratings for both long and short tenure borrowings through its impeccable debt-servicing track record, this helps immensely retain excellent relationship and in turn support with all of its bankers.

POLICY RELATING TO ANTI SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company has placed a Policy to treat women employees with dignity and no discrimination against them plus zero tolerance towards any sexual abuse - to abide by letter and spirit requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules there under and redressal of complaints of sexual harassment at work place. All employees (permanent, contractual, temporary, trainees) are supposed to adhere to the conduct themselves as prescribed in this policy. During the year under review no complaint was reported to the Board.

MATERIAL CHANGES AND COMMITMENTS

There were no material changes and commitments, affecting the financial position of the Company that have occurred between the end of the financial year of the Company and the date of signing of this report.

BOARD OF DIRECTORS

At the ensuing Annual General Meeting (AGM), Mr. Aayush Munjal, Director retires by rotation and being eligible, offers herself for appointment. The notice convening the ensuing AGM includes the proposal for her re-appointment as director. During the period under review Sh. Vikas Nanda, has been appointed as Additional Director of the Company on 14.02.2017 subject to the approval of the shareholders in the forthcoming Annual General Meeting of the Company. Mr. G. P. Sood, Independent Director of the Company, has resigned from the post of Independent Director on 01.02.2017.

Further Ms. Aashima Munjal has been appointed as Whole Time Director designate as Joint Managing Director of the Company

All the independent directors have affirmed that they satisfy the criteria laid down under section 149 of the Companies Act, 2013 and Regulation 17 of SEBI Listing Obligation.

BOARD EVALUATION:

Pursuant to the applicable provisions of the Act and Regulation 17(10) and other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR'), the performance of the Board and individual Directors was evaluated by the Board seeking relevant inputs from all the Directors. The Nomination and Remuneration committee (NRC) reviewed the performance of the individual Directors. One separate meeting of Independent Directors was held to review the performance of Non- Independent Directors, performance of the Board as a whole and performance of the Chair-person of the Company. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

MEETINGS:

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year four Board Meetings and four Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

KEY MANAGERIAL PERSONNEL

During the year under review, the following whole time employees are the Key Managerial Personnel (KMP) of the Company:

1. Sh. Mahesh Munjal, Managing Director
2. Sh. Prakash Patro, Chief Financial Officer
3. Sh. Rahul Tiwari, Company Secretary

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 or loss of the Company for the year under review.

The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

- iii) The directors have prepared the annual accounts on a going concern basis.
- iv) The directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- v) The directors has devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

HOLDING COMPANY

The Holding Company, M/s Anadi Investments Private Limited is holding 7,757,687 equity shares in the company of Rs. 10/- each equivalent to 74.61% of the paid up capital of the company as on 31st March 2017.

SUBSIDIARY/JOINT VENTURE AND ASSOCIATES COMPANY (IES)

The Company has following Subsidiaries:

- i) Majestic IT Services Limited (MITSL), engaged in the business of information and technology related services has

diversified in the Facility Management Services. During the year, the Management of the company got lucrative opportunity to foray into Facility Management services and changed its main activities accordingly. Post this change, the Company managed to achieve a revenue of Rs.25.54 crores in the FY 16-17.

- ii) Emirates Technologies Private Limited (ETPL), whose 80% equity was acquired by the company in September 2015 has its operations in National Capital Region (Delhi NCR). The main objective for the acquisition was to diversify investments and operations of the company. ETPL achieved revenue of Rs. 33.44 crores in the FY 16-17. The main objects of ETPL are office space leasing and Facility management services.

CONSOLIDATED FINANCIAL STATEMENTS

In accordance with the provisions of Companies Act, 2013 and Accounting Standard - 21 on Consolidated Financial Statements read with Accounting Standard - 23 on Accounting for Investments in Associates and Accounting Standard - 27 on Financial Reporting of Interests in Joint Venture in Consolidated Financial Statements, your Directors have the pleasure in attaching the Consolidated Financial Statements which form a part of the Annual Report.

LISTING

The shares of your Company are listed at BSE Limited, and pursuant to Regulation 14 of SEBI(Listing Obligations and Disclosure Requirements) Regulations 2015, the Annual Listing fees for the year 2017 - 18 have been paid to them well before the due date i.e. April 30, 2016. The Company has also paid the annual custodian fees for the year 2017-18 in respect of Shares held in dematerialized mode to NSDL & CDSL.

FIXED DEPOSITS

PARTICULARS		AMOUNT
(a)	Accepted during the year	Nil
(b)	remained unpaid or unclaimed as at the end of the year;	Nil
(c)	whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved	
	(i) at the beginning of the year	NA
	(ii) maximum during the year	NA
	(iii) at the end of the year;	NA
(d)	The details of deposits which are not in compliance with the requirements of Chapter V of the Companies Act, 2013.	NA

RELATED PARTY TRANSACTIONS:

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. Thus, disclosure in form AOC -2 is not required. The Board of Directors of the Company has, on the recommendation of the Audit Committee, adopted a policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act, 2013, the regulations made under and the SEBI (Listing Obligations and Discloser Requirements) Regulations, 2015. This Policy was considered and approved by the Board has been uploaded on the website of the Company i.e. www.majesticauto.in.

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

The detailed information as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 Companies (Accounts) Rules, 2014 is annexed hereto as **Annexure-I** and forms an integral part of this report.

ENVIRONMENTAL & QUALITY MANAGEMENT

With implementation of the Environment Management System (EMS) ISO- 14001:2004, the Company continues to pursue its endeavor to operate in harmony with the nature, conservation of natural resources and reduction in Global warming. The Company continues to maintain the ISO/TS: 16949(2009) Quality Management Systems to ensure effectiveness of all functions.

INSURANCE

Company's assets are adequately insured against multiple risks from fire, riot, earthquake, terrorism and other risks which are considered as necessary by the management.

RATINGS FOR BORROWING

ICRA, the rating agency has reaffirmed **BBB** rating with stable outlook for the long term bank facilities and **A2** for the short term bank facilities.

AUDITORS' REPORT/ SECRETARIAL AUDIT REPORT

The observation made in the Auditors' Report/Secretarial Audit Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

AUDITORS

At the Annual General Meeting held on 29th September, 2014 M/s B.D. Bansal and Co., Amritsar were appointed as statutory auditors of the Company to hold office till the conclusion of the 44th Annual General Meeting. In terms of the first proviso to Section 139 of the Companies Act, 2013 the appointment of the auditors shall be placed for ratification at every Annual General Meeting. Accordingly, the board has considered M/s SAR & Associates, Chartered Accountants, Firm Registration number (122400W) for the appointment of Statutory Auditors of the company subject to the approval of shareholders of the Company in the ensuing Annual General Meeting. In this regard, the Company has received a certificate from the auditors to the effect that their appointment is in accordance with the provisions of Section 141 of the Companies Act, 2013. The auditors' report on the accounts of the Company for the year under review requires no comments.

SECRETARIAL AUDIT

M/s Ashok K Singla and Associate, Practicing Company Secretaries, Ludhiana, were appointed to conduct the Secretarial Audit of the Company for the financial year 2016-17 under Section 204 of the Companies Act, 2013 and Rules made there under. The Secretarial Audit Report for Financial Year 2016 -17 is appended as an **Annexure II** to the Board's report. The Secretarial auditors' report for the year under review requires no comments.

COST AUDITORS

The Board of Directors of the Company on the recommendation of the Audit Committee approved the appointment and remuneration of M/s. Manoj and Associates, Practicing Cost Accountants to conduct the audit of the cost records of the Company as per Notification No. G.S.R.425[E] dated 30th June 2014 issued by the Ministry of Corporate Affairs across various segments for the financial year ended March 31, 2017.

REPORTING OF FRAUDS

There have been no instances of fraud reported by the Statutory Auditors under Section 143(12) of the Companies Act, 2013 and Rules framed thereunder either to the Company or to the Central Government.

EXTRACT OF ANNUAL RETURN

In accordance with Section 134(3)(a) of the Companies Act 2013, an extract of the annual return in the prescribed format is appended as an **Annexure III** to the Board's report.

DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY

The Company has been addressing various risks through well-defined risk management policy/procedures, which are in the opinion of the Board may threaten the existence of the Company.

INTERNAL FINANCIAL CONTROL SYSTEMS

The Corporate Governance Policy guides the conduct of the affairs of your Company and clearly delineates the roles, responsibilities at each level of its key functionaries involved in governance. Your Company has in place adequate internal financial controls with reference to the Financial Statements. During the year under review, no reportable material weakness in the operation was observed. Regular audit and review processes ensure that such systems are reinforced on an ongoing basis.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There were no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations

AUDIT COMMITTEE RECOMMENDATION

During the year there was no such recommendation of the Audit Committee which was not accepted by the Board. Hence, disclosure of the same is not required in this Report.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has adopted the Whistle Blower Policy/Vigil mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud, or violation of the Company's Code of Conduct and Ethics. Such mechanism/policy is also uploaded on the website of the Company i.e. www.majesticauto.in.

REMUNERATION POLICY

The Board has, on the recommendation of the Nomination and Remuneration Committee, framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their Remuneration. The said policy has been uploaded on the website of the Company. The Key provisions of Nomination and Remuneration policy are appended as an **Annexure IV** to the Board's report.

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as an **Annexure V** and forms an integral part of this report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A report in the form of Management Discussion and Analysis pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as a part of this report is annexed hereto as **Annexure VI**.

PERSONNEL

As on March 31, 2017, the total number of employees on the records of the Company was 466. The Company conducts several training programs to upgrade the skills of its workforce. These programs have a strong practical approach, and the objective is to derive tangible improvements. Industrial relations were cordial throughout the year. Your Directors place on record their appreciation for the dedicated and sincere efforts put in by all employees in the performance of the Company.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Company has constituted the Corporate Social Responsibility (CSR) Committee, which has been entrusted with the responsibility of formulating and recommending CSR policy indicating the activities to be undertaken by the Company, monitoring and implementation of the framework of CSR policy and recommending the amount to be spent on CSR activities. Annual Report on Corporate Social Responsibility [CSR] activities is appended as an **Annexure VII**

CORPORATE GOVERNANCE

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Schedule V of the Companies Act, 2013, adequate steps have been taken to ensure that all the provisions relating to Corporate Governance are duly complied with. A report on Corporate Governance along with the Auditors' Certificate on its compliance as a part of this report is annexed hereto as **Annexure VIII**

ACKNOWLEDGEMENT

The Directors acknowledge with gratitude, the co-operation and assistance given by the Central Government, State Governments, Banks, Dealers, Customers, Vendors and Investors during the year under review.

For and on Behalf of the Board of Directors

Place : Ludhiana

Date : 30/08/2017

Sd/-
(Mahesh Munjal)
Chairman & Managing
Director

ANNEXURE - I

INFORMATION AS PER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (ACCOUNTS) RULES, 2014 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31st MARCH, 2017.

Energy Conservation is an ongoing process in the Company. The Company continued its efforts to improve energy usage efficiencies and increase the share of renewable energy. Various key performance indicators like specific energy (energy consumed per unit of production), specific energy costs and renewable energy contributions were continuously tracked to monitor alignment with the Company's overall sustainability approach.

a) CONSERVATION OF ENERGY

(l) Steps taken or impact on conservation of energy:

a) Energy conservation measures taken

i) Peak Load Exempted and Reduced.

ii) Checked all motors fitted on machine according to load & changed motors when load was finding under load.

iii) PDC cooling tower motor 15 HP replaced with 7.5 HP as per required load. Save load 7.5 HP

iv) LED bulbs 20 watts installed instead 45 watts CFL blubs.

v) Power Factor improved 0.99

vi) Winding Lines combined and removed conveyors.

vii) Maximum utilization of Electricity in plants.

viii) Organized training program for employees.

b) Impact of the measures at (a) above for reduction of energy consumption and consequent impact on the cost of Production of goods;

Due to implementation of the above steps (and also steps taken in past), considerable energy and cost of production of goods has been saved/reduced and consequently power factor has been improved.

(ii) Steps taken for utilizing alternate sources of energy: The Company is exploring potential of using alternate source of energy

(iii) Capital investment on energy conservation equipment during the year: NIL

B) TECHNOLOGY ABSORPTION

Your company is keeping a close eye on the new product development and up gradation of technology in existing products. Up gradation and automation in various areas of plant and machinery is continuously carried out.

(i) Efforts made towards technology absorption:

The Company is continuously undertaking product development/ improvement for existing as well as new products by adopting the latest technology. The Company has a team of well qualified and experienced Engineers who are committed to absorb and adopt latest technology.

ii) Benefits derived:

a) Quality Improvement and productivity improvement has helped to meet the additional requirement of the customers.

b) Import substitution

c) Environment protection and waste management

iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

(a) the details of technology imported; Nil

(b) the year of import; N/A

(c) whether the technology been fully absorbed; N/A

(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; N/A

iv) Expenditure incurred on Research and Development

[a] Capital -

[b] Recurring -

[c] Total -

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Total foreign exchange used & earned:

(Rs.in lac)

Used 600

Earned Nil

**ANNEXURE-II
SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED as on 31st March, 2017.

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,

The Members,

Majestic Auto Limited,

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

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

I/we have examined the books, papers, minute books, forms and returns filed and other records maintained by Majestic Auto Limited ("the Company") for the financial year ended as on 31st March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (i) The Securities and Exchange Board of India (Listing Obligations and Discloser Requirements) Regulations, 2015;

I/we have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange Ltd (Applicable up to November 2015);

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

I/we further report that

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

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

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

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

I/we further report that during the audit period the company has not any specific events / actions which have a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For Ashok K Singla & Associates
Company Secretaries

Sd/-
Ashok Singla
Proprietor
Membership No. FCS-2004
Certificate of Practise No. 1942

Date: 16.08.2017
Place: Ludhiana

ASHOK K SINGLA & ASSOCIATES

(COMPANY SECRETARIES)

B-XX-1374, KRISHNA NAGAR, GHUMAR MANDI,

LUDHIANA-141001

M: 78140-02345,98881-53115,93572-03395,Ph.:0161-2553115

Email: asingla_cs@yahoo.co.in

To

The Members

Majestic Auto Limited.

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

1. Maintenance of secretarial records is the responsibility of the management of the company. 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 the correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of the events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance to the future viability of the company nor the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Ashok K Singla & Associates,
Company Secretaries,

Date : 16/08/2017

Place : Ludhiana.

Sd/-
(Ashok Singla)
Proprietor;
Membership No. FCS-2004.
Certificate of Practice No. 1942.

MAJESTIC AUTO LIMITED-2017

ANNEXURE III

FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2017

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L35911PB1973PLC003264
2.	Registration Date	23.04.1973
3.	Name of the Company	MAJESTIC AUTO LIMITED
4.	Category/Sub-category of the Company	Company having share capital
5.	Address of the Registered office & contact details	C-48, Focal Point, Ludhiana, Punjab-141010
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Alankit Assignments Limited, Corporate Office, Alankit House, 2E/21, Anarkali Market, New Delhi-110055. Phone No.011-23541234, 42541234, Fax No.011-23552001, Email:rtat@alankit.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S.No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Electricals	27101	80.14
2	Fine Blanking Components	29209	14.57

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/Associate	% of shares held	Applicable Section
1.	Anadi Investments P. Ltd.	U67120PB1981PTC004753	Holding Company	74.61	2(46)
2.	Majestic IT Services Limited	U72900DL2009PLC196844	Subsidiary Company	100.00	2(87)
3.	Emirates Technologies P. Ltd.	U72900DL2004PTC183874	Subsidiary Company	80.00	2(87)

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

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter s									
(1) Indian									
a) Individual/ HUF	40421	-	40421	0.39	40421	-	40421	0.39	-

MAJESTIC AUTO LIMITED-2017

b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	7757687	-	7757687	74.61	7757687	-	7757687	74.61	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-Total A(1)	7798108	-	7798108	75.00	7798108	-	7798108	75.00	-
(2) Foreign									
a) NRI-Individual	-	-	-	-	-	-	-	-	-
b)other individual	-	-	-	-	-	-	-	-	-
c) Bodies Corp	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-Total A(2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoters A=A(1)+A(2)	7798108	-	7798108	75.00	7798108	-	7798108	75.00	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	2778	2778	0.03	-	2778	2778	0.03	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e)Venture Capital Funds	-	-	-	-	-	-	-	-	-
f)Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	2251	2251	0.02	-	2251	2251	0.02	-
h)Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	5029	5029	0.05	-	5029	5029	0.05	-
2.Non-Institutions									
a) Bodies Corp.									
Indian	438561	4021	442582	4.26	287138	4021	291159	2.80	(34.27)
Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i)Individual shareholders holding nominal share Capital upto Rs. 2 lakh	1382619	164941	1547560	14.88	1530023	161845	1691868	16.27	9.34
ii)Individual shareholders holding nominal share capital in excess of Rs 2 lakh	579491	-	579491	5.57	588451	-	588451	5.66	(1.62)
c) Others (specify)									

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Non Resident Indians	23847	766	24613	0.24	22002	766	22768	0.22	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	95	95	0.00	-	95	95	0.00	-
HUF	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	2424518	169823	2594341	24.95	2427614	166727	2594341	24.95	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	2424518	178475	2599370	25.00	2427614	171756	2599370	25.00	0.00
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	10222626	178475	10397478	100.00	10225722	171756	10397478	100.00	-

B) Shareholding of Promoter-

S.No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Anadi Investment Pvt. Ltd.	7757687	74.61	-	7757687	74.61	-	-
2	Mahesh Munjal	40421	0.39	-	-	-	-	-
3	Renuka Munjal	-	-	-	40421	0.39	-	-

C) Change in Promoters' Shareholding (please specify, if there is no change) - No Change

S.No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	7798108	75%	7798108	75%
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
3	At the end of the year	7798108	75%	7798108	75%

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D) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

S. No.	For Each of the Top 10 Shareholders	No. of Shares held at the beginning of the year (as at 31.03.2016)		No. of shares held at the end of the year as on 31.03.2017		% Change in shareholding During the year
		No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company	
1	ANIL KUMAR GOEL	225000	2.164	225000	2.164	-
2	DIPAK KANAYALAL SHAH	101000	0.971	132045	1.270	0.299
3	GEDALIA MULTITRADING PRIVATE LIMITED	-	-	71653	0.689	0.689
4	SANJAY DEVKINANDAN GUPTA	70000	0.673	70000	0.673	-
5	AMIT JAIN	50000	0.481	50000	0.481	-
6	KARVY STOCK BROKING LIMITED	-	-	46591	0.448	0.488
7	MAHENDRA GIRDHARILAL	32290	0.311	32290	0.311	-
8	MAJESTIC AUTO LTD UNCLAIM ED SUSPENSE A/C	30702	0.295	30607	0.294	(0.001)
9	RHEA SHAH	-	-	30000	0.288	0.288
10	SHASHANK S KHADE	-	-	27412	0.264	0.264

E) Shareholding of Directors and Key Managerial Personnel:

S. No.	Shareholding of each Directors and each Key Managerial Personnel	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					
1.	Sh. Mahesh Munjal	40421	0.39	40421	0.39
2.	Sh. Aayush Munjal	-	-	-	-
3.	Sh. Prakash Chandra Patro	-	-	-	-
4.	Sh. Rahul Tiwari	-	-	-	-
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer/ bonus/ sweat equity etc.):					
AT THE END OF THE YEAR					
1.	Sh. Mahesh Munjal	-	-	-	-
2.	Sh. Aayush Munjal	-	-	-	-
3.	Sh. Prakash Chandra Patro	-	-	-	-
4.	Sh. Rahul Tiwari	-	-	-	-

MAJESTIC AUTO LIMITED-2017

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

Indebtedness at the beginning of the financial year	Secured Loans (Excluding Deposits)	Unsecured Loans	Deposits	Total Indebtedness
i) Principal Amount	1,663,705,104	148,600,000	-	1,812,305,104
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1,663,705,104	148,600,000	-	1,812,305,104
Change in Indebtedness during the financial year				
* Addition		165,250,000	-	
* Reduction		265,600,000	-	
Net Change	(4191528)	(100350000)	-	(104541528)
Indebtedness at the end of the financial year				
i) Principal Amount	1,659,513,576	48,250,000	-	1707763576
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1,659,513,576	48,250,000	-	1707763576

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

Sr. No.	Particulars of Remuneration	Mahesh Munjal (Managing Director)	Aayush Munjal (Whole Time Director)	Total Amount
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	74.64	16.45	91.09
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	22.44	9.42	31.86
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission as % of profit others, specify<	-	-	-
5.	Others, please specify PF & Superannuation Fund	16.40	3.58	19.98
	TOTAL	113.48	29.45	142.93
	Ceiling	Rs.240 lac as per Section II part II of schedule V of the Companies Act, 2013		

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B. Remuneration to other directors

S. No.	Particulars of Remuneration	Name of Directors					Total Amount
		G. P. Sood	M. Zahir	A. S. S. Khosla	Ashima Munjal	Vikas Nanda	
1	Independent Directors						
	Fee for attending board committee meetings	15000	67,500	67,500	-	7,500	1,57,500
	Commission	-	-	-	-	-	
	Others, please specify	-	-	-	-	-	
	Total (1)	15,000	67,500	67,500	-	7,500	1,57,500
2	Other Non-Executive Directors						
	Fee for attending board committee meetings	-	-	-	37,500	-	37,500
	Commission	-	-	-	-	-	
	Others, please specify	-	-	-	-	-	
	Total (2)	-	-	-	-	-	-
	Total (B)=(1+2)	15,000	67,500	67,500	37,500	7,500	1,95,000
	Total Managerial Remuneration	15,000	67,500	67,500	37,500	7,500	1,95,000
	Overall Ceiling as per the Act						

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

(In lac)

Sr. No.	Particulars of Remuneration	Rahul Tiwari (Secretary)	Prakash Chandra Patro (CFO)	Total Amount
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1.6	3.56	5.16
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.83	3.19	4.02
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission as % of profit others, specify<	-	-	-
5.	Others, please specify PF & Superannuation Fund	0.19	0.81	1
	TOTAL	2.62	7.56	10.18

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

Annexure IV

NOMINATION AND REMUNERATION POLICY

The Key provisions of the Nomination and Remuneration policy are given below:

- The guiding principle is that the remuneration and the other terms of employment shall be competitive in order to ensure that the Company can attract and retain competent Executives.
- When determining the remuneration policy and arrangements for Executive Directors/KMP's, the Nomination and Remuneration Committee shall consider pay and employment conditions with peers/ elsewhere in the competitive market to ensure that pay structures are appropriately aligned and that level of remuneration remain appropriate in this context.
- The Committee while designing the remuneration package considers the level and composition of remuneration to be reasonable and sufficient to attract, retain and motivate the person to ensure the quality required to run the company successfully.
- The Nomination and Remuneration Committee while considering a remuneration package must ensure a balanced approach reflecting short and long term performance objectives appropriate to the working of the company and its goals.
- The Committee shall consider that a successful remuneration policy must ensure that any increase in the remuneration package is linked to the achievement of corporate performance targets and a strong alignment of interest with stakeholders.
- The Nomination and Remuneration policy is guided by a common reward framework and set of principles and objectives as particularly envisaged under section 178 of the Companies Act 2013, inter alia principles pertaining to determining qualifications, positive attributes, integrity and independence etc.
- Remuneration packages are designed to attract high-caliber executives in a competitive market and remunerate executives fairly and responsibly. The remuneration shall be competitive and based on the individual responsibilities and performance.
- Remuneration is designed to motivate delivery of our key business strategies, create a strong performance -orientated environment and reward achievement of meaningful targets over the short - and long-term.
- Executive remuneration shall be proposed by the Committee and subsequently approved by the Board of Directors. Executive remuneration is evaluated annually against performance and a benchmark of other companies, which in size and complexity are similar to Majestic Auto Ltd. Benchmark information is obtained from recognized compensation service consultancies/other relevant sources. In determining packages of remuneration, the Committee may consult with the Chairman/ Managing Director as appropriate.
- Information on the total remuneration of members of the Company's Board of Directors and KMPs shall be disclosed in the Company's Annual Report.
- The Company may grant any advance salary/loan to employees of the Company at concessional/Nil interest rates as it deems fit subject to tax laws.
- The Board may delegate the appointment and remuneration powers in case of Sr. Management Personnel (except KMPs and Directors) to the Chairman & Managing Director and/or Vice-Chairman & Managing Director and/or Executive Director and CEO by way of Board Resolution.

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- The appointment letters of all Sr. Management Personnel, KMPs and Directors shall draw reference to the fact that the appointment and remuneration is in accordance with the Nomination and Remuneration Policy of the Company.

Annexure V

The information required pursuant to Section 197 read with Rule 5 (1) and (2) of Chapter XIII, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is furnished hereunder:

1.	(i) Name of Directors/KMP and Designation	Remuneration in FY 2016-17 (Amount Rs. In Lacs)	% Increase in Remuneration over previous year	Ratio of remuneration to MRE*	Comparison of the remuneration of the KMP against the Performance of the Company	
					% of Net Profit	% of Turnover
	Mahesh Munjal, Managing Director	113.48	10	52.53	NA*	0.64
	Aayush Munjal, Whole Time Director	29.45	-	13.63	NA*	.16
	Rahul Tiwari, Company Secretary	2.62	NA	1.21	NA*	0.01
	Prakash Patro, Chief Financial Officer	7.56	22.33	3.48	NA*	0.04

Note: For this purpose, sitting fees paid to the Directors have not been considered as remuneration.

*MRE-Median Remuneration of Employee based on annualized salary

* Since Company has not earned profits in the Financial Year so there is no share of profit.

- (ii) The median remuneration of employees of the Company during the financial year was Rs. 2.16 Lacs p.a.
 - (iii) In the financial year, there was an increase of 13% in the median remuneration of employees;
 - (iv) There were 466 permanent employees on the rolls of the Company as on March 31, 2017;
 - (v) Relationship between average increase in remuneration and Company performance:- The following factors are considered while giving increase in the remuneration:
 - (a) Financial performance of the Company,
 - (b) Comparison with peer companies, and
 - (c) Industry benchmarking and consideration towards cost of living adjustment/ inflation
 - (vi) (a) Variation in market capitalization of the Company: The market capitalization as on March 31, 2016 was Rs. 8089.24 Lac whereas market capitalization for 2016-2017 the financial year was Rs. 11387.32
 - (b) Price Earnings ratio of the Company was -11.98 as at March 31, 2017 and was 8.70 as at March 31, 2016;
 - (c) Percent increase or decrease in the market quotations of the shares of the Company as compared to the rate at which the Company came out with the last public offer in the year:- There has not been any public offer by the Company in last year.
 - (vii) The key parameters for the variable component of remuneration availed by the Directors is based on his performance and Company's performance
 - (viii) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year :- Not applicable; and
 - (ix) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel, Senior Management Personnel and other employees.
2. i) Employed throughout the year and were in receipt of remuneration at the rate of not less than Rs. 60 lac per annum

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Name of Employee	Designation of the employee	Remuneration Received in 2015-16 (Rs.in lac)	Qualification	Experience (No. of Years)	Date of Commencement Of employment	Age (years)	The last employment held by such employee before joining the Company	The percentage of equity shares held by the employee in the Company
Sh. Mahesh Munjal	Managing Director	113.48	B.S.C. M.B.A.	37	29.06.93	63	Munjal Auto Industries Ltd.	Nil
Sh. Jae HyunPark	Vice President	63.19	Bachelor in Machine Design from Busan University Korea.	34	14.10.2013	59	Taeyang Electronics	Nil

- ii) Employed for a part of the financial year and separated, were in receipt of remuneration at the rate of not less than Rs. 5 lac per month Nil.

Annexure VI

ANNEXURE-I TO DIRECTORS' REPORT

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Company is in the business of manufacturing Fine Blanking Components, Electricals and Auto Components. Presently, your Company is running its plant at Ludhiana and Greater Noida.

Our esteemed customers include L.G. Electronics India (P) Ltd, Mitshubishi Electric India, Tecumseh Products India (P) Ltd., Jay Ushin Ltd. and Hero MotoCorp Limited, etc.

I) INDUSTRY STRUCTURE AND DEVELOPMENT AUTO ANCILLARY INDUSTRY

The Indian auto-components industry has experienced healthy growth over the last few years. Some of the factors attributable to this include: a buoyant end-user market, improved consumer sentiment and return of adequate liquidity in the financial system. The auto-components industry accounts for almost seven per cent of India's Gross Domestic Product (GDP) and employs as many as 19 million people, both directly and indirectly. A stable government framework, increased purchasing power, large domestic market, and an ever increasing development in infrastructure have made India, a favorable destination for investment. Over the last decade, the Indian automotive components industry has scaled three times to \$39 billion in 2015-16 while exports have grown even faster to \$10.8 billion. While the component industry is expected to grow by 8-10 per cent in FY 2017-18, the automotive aftermarket industry is projected to touch Rs. 77,000 crores (\$12.85 billion) by 2020.

Talking about the present scenario, given the way it functions, including quite a bit of cash transactions, the automotive aftermarket was perhaps one sector which was tipped to go through a very challenging phase post -demonetization. While many stakeholders across the aftermarket value chain did face hurdles, there were others who had quite a positive experience following demonetization.

ELECTRONICS INDUSTRIES

Indian electrical and industrial electronics industry posted 4.25 per cent growth in 2016-17 over the previous year on higher exports. Despite the adverse market condition in the Telecom, UPS, Inverter, Energy Meter and Automotive segments sales of the company products may done reasonably well. However the overall Instrumentations & Industrial Electronics and consumer electronics segment improved a growth over previous year. The EMS segment has been growing every year & was no exception this year too. India is expected to become the fifth largest consumer durables market in the world by 2025. Rural markets are likely to witness growing demand for consumer durables in the coming years as the government plans to invest significantly in rural electrification.

ii) OPPORTUNITIES AND THREATS

With its technical expertise, superior technology and a committed team of employees, the Company is well positioned to take advantage of the opportunities and withstand the market challenges. The Company believes that it will achieve

sustainable growth by using superior technology and maintaining product quality and offering products at competitive prices which will give us a competitive edge in the market. We believe our proactive steps and consistent implementation of our plans will allow us to prepare the company for growth.

Our primary markets are white good appliances (refrigerators, washing machines), automotive, and consumer durables (fans, coolers, mixies).

Refrigerators, fans, coolers have all had a very good summer season. Strong increase in volumes, so we have seen improved volumes in our business also, and demand from customers to start manufacturing for products we have not yet been making. Volumes of current products have grown.

Automotive is seeing modest increase in volumes, however there is intense competition for supply and we have found low margins for offerings of new products.

We have found opportunities in business where product norms are changing, such as energy efficiency norms for refrigerators and fans, and emissions norms for automotive. The supply for these new products is limited as they require new technology, and superior quality. There are fewer suppliers, and higher margins. We are focusing on these markets for future developments.

We have also found new opportunities abroad for exports. Especially where technological advancement for higher efficiency norms are required. Our economies of scale, and reputation for quality are helping us provide cost effective solutions, while our reputation for quality is differentiating us from other low cost countries for business.

There are limited sets of customers in our business, that is, the automobile manufacturers. Competition is intense, as we compete with suppliers both in the organized and unorganized segments. Technical edge, Specialization, innovation and networking will determine the success of the Company in this competitive environment. Further volatility in the prices of raw materials & other inputs, currency fluctuations, are also other risks and challenges faced by the companies. However looking ahead, revenue is expected to improve, if Company is able to pursue its strategies.

The profitability of Indian Electronic components Industry is likely to be under pressure due to pricing pressures from OEMs, threat of rising commodity prices, higher cost of funds due to sticky inflation & high rate of interest, entry of new players and new product/model launches and entry of cheaper imports.

iii) SEGMENT/PRODUCT WISE PERFORMANCE FINE BLANKING COMPONENTS

The turnover /income from operation of Fine Blanking Components have increased by 32% to Rs.2577 lacs during the current financial year from Rs. 1954 lacs during the previous year.

ELECTRICALS

The turnover /income from operation of Electricals have increased by 44% to Rs. 14168 lac during the current financial year from Rs.9827 lacs during the previous year.

iv) FUTURE OUTLOOK, RISK AND CONCERNS

The financial year 2017-18 may hold the key to success for many auto component manufacturers in India, with new launches coming up. It would be a mixed year for the auto component industry ahead. The auto component companies need to achieve significant productivity improvements in order to position themselves in the industry. The Company will endeavor to revitalize in near future as consumers regain confidence and vehicle demand increases. To remain competitive in the challenging and demanding environment, the benchmark has to be high in anticipation of the stated and unstated need of the customers and markets.

As the automotive industry braces for some long-term changes including implementation of GST and the pan-India shift to BS-IV, the aftermarket will have its own set of challenges as a result of the changes. For companies that had anticipated the changes early and worked towards being future-ready, the challenges present opportunities for growth and market share expansion.

Further the continued population shift from small towns to cities resulted in higher per capita incomes, in turn leading to an increase in demand for Refrigerators and Washing machines. Such products were in demand from consumers with high disposable incomes in cities like New Delhi, Mumbai and Bangalore.

The Company operates in an environment which is affected by various risks some of which are controllable while some are outside the control of the Company. However, the Company has been taking appropriate measures to mitigate these risks on a continuous basis. Some of the risks that are potentially significant in nature and need careful monitoring are listed hereunder:

Raw material prices:

Our profitability and cost effectiveness may be affected due to change in the prices of raw materials and other inputs.

Technical Intensive Industry:

The automobile industry is a technical intensive industry and thus faced with a constant demand for new designs, knowledge of nascent technology to meet market requirements.

Cyclical nature of the Industry:

The Company's growth is linked to those of the Electrical and automobile Industry, which is cyclical in nature. The demand for refrigerators and automobiles has a significant impact on the demand and prices of the products manufactured by the Company. A fall in the demand and/or prices would adversely impact the financial performance of the Company.

Increasing competition:

Increasing competition across both OEM's and after market segment, may put some pressure on market share.

v) INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an adequate and effective system of internal control implemented by Management having regard to the size and nature of the business activities of the Company to achieve operational efficiency, accuracy, compliance of policies and procedures, laws and regulations and close monitoring. The exercise is carried out across all the locations of the Company aimed at promoting effectiveness & efficiency of operations while emphasizing compliance to policies, applicable laws & regulations to achieve business objectives including performance and profitability goals and safeguarding of resources. The Company also carries out management audit which ensures the control and safeguarding of the Company's assets against loss through inefficiency, waste, negligence or fraud. The Company is well structured and policy guidelines are well documented with predefined authority.

The Audit Committee of the Company is reviewing the internal controls including the internal audit reports, financial results of the Company at least once in every three months and provides its support to all operational and finance functions of the Company through regular monitoring and suggestions. The company has exhaustive budgetary control system. Actual performance is reviewed with reference to budget by the Management review team on quarterly basis.

vi) DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and Generally Accepted Accounting Principles (GAAP) prevalent in India. The Company has complied with the requirements of all mandatory Accounting Standards. The detail financial performance has already been discussed in the Directors' Report.

vii) HUMAN RESOURCES

MAL is a people centric organization. Our employees are greatest strength and assets; therefore we want them to be at their best. To enhance the productivity, company has developed their people by providing innovative and professional environment. It has an efficient recruitment policy and human resource management processes, which enables to attract and retain competent & talented employees. When we hire people, we look for positive attitude and exemplary behavior so that they can imbibe our value system. To keep ourselves abreast with time and technology, we regularly assess the competencies important for the development of our business and arrange for appropriate training and development programs to cater different learning needs of our employees in the areas of technology, management, leadership, cultural and other soft skills. The company is constantly working on development of competencies and teamwork of concerned employees at all levels. We are a learning organization. We have an environment, which helps to leverage the knowledge of every employee.

The Company has 466 permanent employees as on 31st March 2017. The industrial relations remained peaceful and cordial throughout the year.

viii) CAUTIONARY STATEMENT

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make contain forward looking statements that set out anticipated results based on the management's plans and assumptions. We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialize, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected.

Annexure-VII

Corporate Social Responsibility (CSR)

Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 8 and 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

1. 1.A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.
CSR Policy is stated in the below mentioned web link:
Weblink:http://www.majesticauto.in/cwd_hero/images/files/48738849_110_.pdf
2. The Composition of the CSR Committee.
 - a) Dr. M.A. Zahir, Independent Director, Chairman
 - b) Maj. S.S. Khosla, Independent Director, Member
 - c) Sh. Mahesh Munjal, Managing Director, Member
3. Average net profit of the company for last three financial years (Rs.in lac)

Particulars	YEAR ENDED			Average
	31.03.2016	31.03.2015	31.03.2014	
Net Profit	Nil	Nil	Nil	Nil

4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above) NIL
5. Details of CSR spent during the financial year.
 - (a) Total amount spent for the financial year; NIL
 - (b) Amount unspent, if any ; N.A.
 - (c) Manner in which the amount spent during the financial year

S.No	CSR project or activity identified	Sector in which Project covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure upto the reporting period	Amount spent : Direct or through implementing agency*
N.A.	N.A	N.A.	N.A	N.A	N.A.	N.A.	N.A.

6. In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report.
N.A.
7. The CSR Committee do hereby undertakes that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

Place: Noida
Date : 29th May, 2017

Sd/-
(Mahesh Munjal)
Managing Director

Sd/-
(Dr. M.A. Zahir)
Chairman

Annexure - VIII

CORPORATE GOVERNANCE REPORT

I. Company's Philosophy on the Code of Governance.

Corporate Governance primarily involves transparency, full disclosure, independent monitoring the state of affairs and being fair to all stake holders. The company seeks to achieve the goal by ensuring that timely and accurate disclosures are made in an easily understood manner on all matters relating to the financial situation, performance, ownership and governance of the company.

The company is in compliance with the requirements of the guidelines on corporate governance stipulated under Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Towards this end, adequate steps have been taken to ensure that all mandatory provisions of Corporate Governance as prescribed by the Securities and Exchange Board of India (SEBI) and applicable to the Company through listing agreement are complied with in its true spirit.

II. Board of Directors

The business of the Company is managed by the Board of Directors. The Board formulates the strategy and regularly reviews the performance of the Company. The Managing Director manages the day to day operations of the Company. The Composition of the Board of your Company is in conformity with regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board of Directors has composition with 3 Directors being non-executive independent Directors, one Managing Director and Two Whole Time Directors as on 31.03.2017. None of the Directors on the Board holds the office of Director in more than 15 Companies (excluding Private limited companies) or memberships in Committees of the Board in more than 10 Committees or Chairmanship of more than 5 Committees.

- A. Four Board Meetings were held on May 16 2016, August 08, 2016, November 14th, 2016 and February 14th, 2017 during the Accounting Year ended March 31, 2017. Board Members were given agenda papers along with necessary documents and information in advance of each Board and other committee meetings. In addition to the regular business items, all other statutory items as recommended by the SEBI Committee on Corporate Governance were placed before the Board / Committee.

The Composition of the Board of Directors and Directors attendance at the Board Meetings and last annual general meeting of the Company and the details of directors of the Company having directorship in other companies, membership / Chairmanship of Committees across all companies in which they are directors during the financial year 2016-17 are given below :

Name of the Director	No. of Board meetings attended	Attendance at Last AGM	Total number of Committee Membership Held	Total number of Committee Chairmanship Held	Number of other Directorship held
			(excluding Private Companies, Foreign Companies & Section 25 Companies)		
Executive					
Mr. Mahesh Munjal (Managing Director)	4	Yes	1	-	3
Mr. Aayush Munjal (Whole Time Director)	3	No	-	-	-
Ms. Ashima Munjal (Whole Time Director)	4	Yes	1	-	3
Non-Executive and Independent					
Mr. G.P. Sood	1	No	3	2	1

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Dr. M. A. Zahir	4	Yes	5	5	8
Maj. Shavinder Singh Khosla	3	Yes	2	1	-
Mr Vikas Nanda	1	No	-	-	1

Ms. Aashima Munjal has been appointed as Whole Time Director of the Company with effect from 01/10/2016.

Mr. Vikas Nanda has been appointed as Additional Director pursuant to the section 161 of the Companies Act, 2013 with effect from 14/02/2017.

Mr. G. P. Sood has resigned from the post of Independent Director on 14/02/2017.

- A. Independent Directors has no pecuniary relationship with other directors of the Company. Ms. Aashima Munjal and Mr. Aayush Munjal are the daughter and son of Mr. Mahesh Munjal respectively, who is the Chairman and Managing Director of the Company.
Chairmanships/Memberships of Board Committees include only Audit and Shareholders/Investors Grievance Committees.
- B. There is no pecuniary relationship or transaction of the non-executive directors vis-a-vis the Company. The non-executive directors are paid sitting fees for attending the Board and committee meetings.
- C. None of the present Directors hold any shares (in his own name or on behalf of other person on beneficial basis) in the Company.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Discloser Requirements) Regulations 2015, a system has been put in place to carry out performance evaluation of the Board, its Committees and individual directors. An appraisal format has been devised covering various aspects of the Board's functioning such as adequacy of composition of the board and its Committees, board process, culture and accountability etc. Similarly, a separate format is also formulated for carrying out evaluation of the performance of individual Directors including the Chairman of the Board, which inter-alia include parameters such as level of engagement and contribution, understanding of industry and global trends, and independence of judgement etc.

At the time of appointing a Director, a formal letter of appointment is given to him / her, which inter alia explains the role, functions, duties and responsibilities expected from him / her as a Director of the Company. The Director is also explained in detail the compliance required from him / her under the Companies Act, 2013 and SEBI (Listing Obligations and Discloser Requirements) Regulations, 2015. The above initiatives help the Director to understand the Company, its business and the regulatory framework in which the Company operates and equips him / her to effectively fulfill his / her role as Director of the Company.

INFORMATION SUPPLIED TO THE BOARD

Board members are given agenda along with necessary documents and information in advance of each meeting of the Board and Committee(s). The information as required to be placed before the Board in terms of Regulation 17(7) of the SEBI (Listing Obligations and Discloser Requirements) Regulations, 2015.

CODE OF CONDUCT

The Company has adopted a "Code of Conduct" for all Board members and senior management of the Company. The code of conduct is available on the website of the Company www.majesticauto.in. All Board members and senior management have affirmed compliance with the Code of Conduct. The declaration signed by the Managing Director of the Company to this effect is enclosed at the end of this report.

CEO/CFO Certification

In terms of Regulation 17(8) and Part -B of Schedule II of the LODR, CMD and the CFO of the Company have certified to the Board regarding the Financial Statements for the year ended 31st March, 2017.

RISK MANAGEMENT

The Company has established an effective risk assessment and minimization procedures, which are reviewed by the Board periodically. There is a structure in place to identify and mitigate various risks faced by the Company from time to time. New risks are identified, and after their assessment their controls are designed, put in place with specific responsibility of the concerned person for its timely achievement.

III. Audit Committee

In the Current Accounting Year ended 31st March, 2017, four meetings of Audit committee were held on May 16, 2016, August 08, 2016, November 14, 2016 and February 14, 2017. The Composition of the Audit Committee and attendance record of members of the Audit Committee for the financial year 2016-17 is as under:

Name of the Director	Category	No. of Audit Committee Meetings Attended
Mr. G. P. Sood (Chairman)	(Non-Executive and Independent Director)	1
Dr. M. A. Zahir	(Non-Executive and Independent Director)	4
Maj. Shavinder Singh Khosla	(Non-Executive and Independent Director)	3
Ms. Ashima Munjal	(Non-Executive Director)	2

The Company Secretary acts as the Secretary of the Audit Committee. The Managing Director, Finance Head, Internal Auditors, and Statutory Auditors attend the Audit Committee meetings.

The genesis of Majestic Auto Limited's Audit Committee can be traced back to the Audit Sub-Committee, constituted in 1994. Since then it has been dealing with matters prescribed by the Board of Directors on a case by case basis. The nomenclature, constitution and terms of reference of the Audit Committee has been set up as per the provisions of the Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As on March 31, 2017, the Committee has three Non-Executive Independent Directors in accordance with the prescribed guidelines. All the members have sound knowledge in the field of finance, accounting and law.

IV. Remuneration Committee

During this financial year, one Remuneration Committee meeting was not held on 08th August 2016. The Composition of the remuneration Committee and attendance record of members of the Remuneration Committee for the financial year 2016-17 is as under:

Director	Category	No of Remuneration Committee meeting Attended
Mr. G. P. Sood (Chairman)	Non-Executive and Independent Director	-
Maj. Shavinder Singh Khosla	Non-Executive and Independent Director	1
Dr. M. A. Zahir	Non-Executive and Independent Director	1

A Remuneration Committee was set up to review and recommend the payment of salaries, commission, execution of service agreements and other employment conditions for Executive Director(s) / Managing Director(s) and senior management of the Company. The Committee while approving the remuneration takes into account, financial position of the Company, trend in the Industry, appointee's qualification, experience, past performance, past remuneration etc. and brings about objectivity in determining the remuneration package while striking a balance between the interest of the Company and the shareholders. All the members of the Committee are Non-executive Independent Directors. The members of the Committee are persons of repute and have sound knowledge of management practices. The power and role of the Remuneration Committee is as per Section 178 of the Companies Act, 2013 and regulation set out under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

REMUNERATION POLICY:

The Managing Director is paid remuneration recommended by remuneration committee and approved by the Board of Directors & Shareholders. The remuneration is fixed considering various factors such as qualification, experience, expertise, prevailing remuneration in the corporate world, financial position of the Company etc. The remuneration structure comprises of basic salary, perquisites and allowances, contribution to provident fund and other funds. Besides that, there is a provision for payment of fixed commission @ 1% of net profit computed in accordance with Section 197 of the Companies Act, 2013.

In the event of loss or inadequacy of profits in any financial year during the currency of the tenure of Managing Director, the payment of salary, perquisites and other allowances is restricted to the amount as per terms of Section II of Part II of Schedule V to the Companies Act, 2013 as minimum remuneration.

The Non-Executive Directors do not draw any remuneration from the Company except sitting fees of Rs.7,500/- for each meeting of the Board and Committees thereof attended by them.

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- A) The Remuneration Committee fixes the remuneration as per the guidelines set out by the Central Government/ SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, from time to time.

The details of remuneration paid / provided to Directors are furnished below (Managing Director and Whole Time Director):

Name of the Director	Salary	Bonus	Commission	Other benefits & perquisites	Contribution to P.F superannuation fund	& Performance linked Services	Total	Service Contract
			(RS)	(RS)	(RS)	(RS)	(RS)	
Mr Mahesh Munjal	7454879	9629	NIL	2244311	1640065	NIL	11348884	3 Years
Mr. Aayush Munjal	1635806	9629	NIL	941908	358297	NIL	2945640	3Years

NOTES:

- The Company has entered into service contract with Mr. Mahesh Munjal, the Managing Director of the Company for a period of 3 years which will be completed on 28.10.2018.
- There are no Notice Period or severance fees payable to the Managing Director and Whole Time Directors of the Company.
- The Company has appointed Mr. Aayush Munjal as Whole Time Director with effect from 14.08.2015 for 3 Years which will be completed on 28.10.2018.
- The Company has appointed Ms. Aashima Munjal as Joint Managing Director of the company with effect from 01.10.2016 for five years which will be completed on 30.09.2021

B) The details of the sitting fees paid to the Non-Executive Directors during the financial year 2015-16 are given below:

Name of the Directors	Sitting Fees (RS)	Commission (RS)	Total (RS)
Mr. G.P.Sood	15000	NIL	15000
Dr. M. A. Zahir	67500	NIL	67500
Ms. Ashima Munjal	37500	NIL	37500
Maj. Shavinder Singh Khosla	67500	NIL	67500

Mr. Vikas Nanda 7500 NIL 7500 No Stock Option Scheme has been launched till now by the Company.

V. Shareholders/Investors' Grievance Committee

The Committee has been constituted to specifically redress the grievances of Shareholders and Investors pertaining to shares sent for transfer, non-receipt of dividends, dematerialization and other allied matters. During the financial year, two meetings of this committee were held on September 29, 2016 and March 30, 2017 to review the status of shareholder letters and other letters received from other authorities. The Composition and attendance record of members of the Shareholders and Investors' Grievance Committee is as under: -

Name of the Director	Category	No. of Shareholders/Investors' Grievance Committee Meetings Attended
Maj. Shavinder Singh Khosla	Chairman	2
Mr. Mahesh Munjal	Executive Director	2
Ms. Ashima Munjal	Non-Executive Director	2

Compliance Officer: Mr. Rahul Tiwari, Company Secretary For details of shareholders complaints and their status refer para No. 12 under General Shareholders Information.

VI. Corporate Social Responsibility (CSR) Committee

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Majestic Auto has constituted a robust governance structure to oversee the implementation of the CSR projects, in compliance with the requirements of Section 135 of the Companies Act, 2013. The CSR governance structure of MAL will be headed by the Board CSR Committee. During the financial year, one meeting was held.

The members of the CSR committee are:

Name of the Director	Category	No of CSR Committee Meeting
Dr. M A Zahir	Chairman	1
Mr. Mahesh Munjal	Managing Director	1
Maj. Shavinder Singh Khosla	Non-Executive Director	1

VII. Independent Directors Committee

In the Current Accounting Year ended 31st March, 2017, one meetings of committee were held on February 14, 2017. The Composition of the Committee and attendance record of members for the financial year 2016-17 is as under:

Name of the Director	Category	No. of Audit Committee Meetings Attended
Mr. G. P. Sood (Chairman)	(Non Executive and Independent Director)	1
Dr. M. A. Zahir	(Non Executive and Independent Director)	1
Maj. Shavinder Singh Khosla	(Non Executive and Independent Director)	1

VIII. General Body Meetings

Details of Annual / Extraordinary General Meetings Location, date and time of General Meetings held during the last three years and Special Resolutions passed there at are given below:

(i) Annual General Meetings

Year	Location	Date	Time	Special Resolutions Passed
2013-14	At the premises of Mohini Resorts, Near Sector-32, Chandigarh Road, Ludhiana-141010	Sept. 29, 2014	11.00 A.M.	-Approval u/s 180(1) (c) of Companies Act, 2013 -Amend the Articles of Association of Companies
2014-15	At the premises of Mohini Resorts, Near Sector-32, Chandigarh Road, Ludhiana-141010	Sept. 30, 2015	11.00 A.M.	-Appointment of Whole Time Director U/s 196,197 and 203. -Re- Appointment of Managerial Personnel U/s 196, 197 and 203.
2015-16	At the premises of Mohini Resorts, Near Sector-32, Chandigarh Road, Ludhiana-141010	Sept. 30, 2016	11.00 A.M.	-Appointment of Joint Managing Director U/s 196,197 and 203. - Change in Articles of Associations of the Company U/s 14.

(ii) Extraordinary General Meeting:

No Extraordinary General Meeting of the Members was held during the year 2016-17.

(iii) Postal Ballot:

During the financial year 2016-17 ended on March 31, 2017, no special/ordinary resolutions passed by the Company through postal ballot and there is no proposal for any special resolution to be put through postal ballot at the forthcoming Annual General Meeting for shareholders' approval.

IX. Disclosures

1. Related parties and transactions with them as required under Accounting Standard 18 (AS-18) are furnished under Note No.37 of the Notes to the Accounts attached with the financial statements for the year ended March 31, 2017. The Board of Directors receives from time to time disclosures relating to financial and commercial transactions from key managerial personnel of the Company where they and/or their relatives have personal interest.

There are no materially significant related party transactions, which have potential conflict with the interests of the Company at large. There are no material individual transactions with related parties, which are not in the normal course of business and which are not on an arm's length basis.

The details of the Related Party transactions are placed periodically before and reviewed by the Company's Audit Committee.

Pursuant to the regulations of SEBI (Listing Obligations and Discloser Requirements) Regulations, 2015 Managing Directors and CFO has issued a certificate to the Board enclose Annexure IX for the Financial Year ended March 31,2017.

2. The guidelines on Accounting Standards issued under the Companies (Accounting Standards) Rules, 2006 have been followed in preparation of the financial statements of the Company.
3. The company has a Whistle Blower Policy in place for employees to report concerns about unethical behaviour. No personnel have been denied to approach the Management or the Audit Committee on any issue.
4. There has neither been any non-compliance of any legal provision of applicable law, nor any penalty, stricture imposed by the Stock Exchanges or SEBI or any other authorities on any matters related to capital market during the last three years,
5. In compliance with the SEBI regulations on prevention of insider trading, the Company has instituted a comprehensive code of conduct for its directors, management, staff and relevant business associates. The code lays down guidelines, which advises them on procedures to be followed and disclosures to be made, while dealing with shares of the Company and cautioning them on consequences of non-compliances.

X. Means of Communication

1. The Company has regularly sent immediately, both by post/courier as well as fax, the annual audited as well as quarterly unaudited results to the Stock Exchange, after they are taken on record by the Board of Directors.
2. The Company's quarterly and annual results have been published in English and Punjabi, Newspapers viz. The Financial Express (all editions) and Desh Sewak respectively and have also been displayed on Company's website at www.majesticauto.in and company is also filing information's through BSE website at www.listing.bseindia.com
3. Management Discussion and Analysis report which forms a part of the Annual Report is given by means of a separate annexure and is attached to the Directors' Report.

XI. General Shareholders Information

1. Annual General Meeting will be held on Friday, 29th September, 2017, at 11.00 A.M. at the premises of Mohini Resort, Near Sector 32, Chandigarh Road, Ludhiana-141010.
2. **For the year ended March 31,2017, Results were announced on :**

First quarter ended June 30, 2016	August 08, 2016
Second quarter ended September 30, 2016	November 14, 2016
Third quarter ended December 31, 2016	February 14, 2017
Fourth quarter ended March 31, 2017	May 29, 2017

3. **For the Year ending March 31, 2018, Results will be announced on (Tentative and subject to change)**

First quarter results (June 30, 2017)	August 08, 2017
Second quarter / half year results (Sept. 30, 2017)	Second week of Nov. 2017
Third quarter results (Dec. 31, 2017)	Second week of Feb. 2018
Fourth quarter and year ending (March 31, 2018)	Last week of May, 2018
Annual General Meeting for the year ended March 31, 2017	September, 2018

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4. Dates of book closure:

The dates of book closures are from September 22, 2017 to September 29, 2017 (both days inclusive).

5. Face Value of the Equity Share Rs. 10 per share

6. Listing on Stock Exchange

Stock Exchange where listed

Address

Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001

Listing fees for the 2016-2017 have been paid to the Bombay Stock Exchange Limited, Mumbai within the stipulated time.

7. Stock Codes : 500267 at Bombay Stock Exchange Limited

8. DEMAT ISIN IN NSDL AND CDSL FOR EQUITY SHARES: INE201B01022

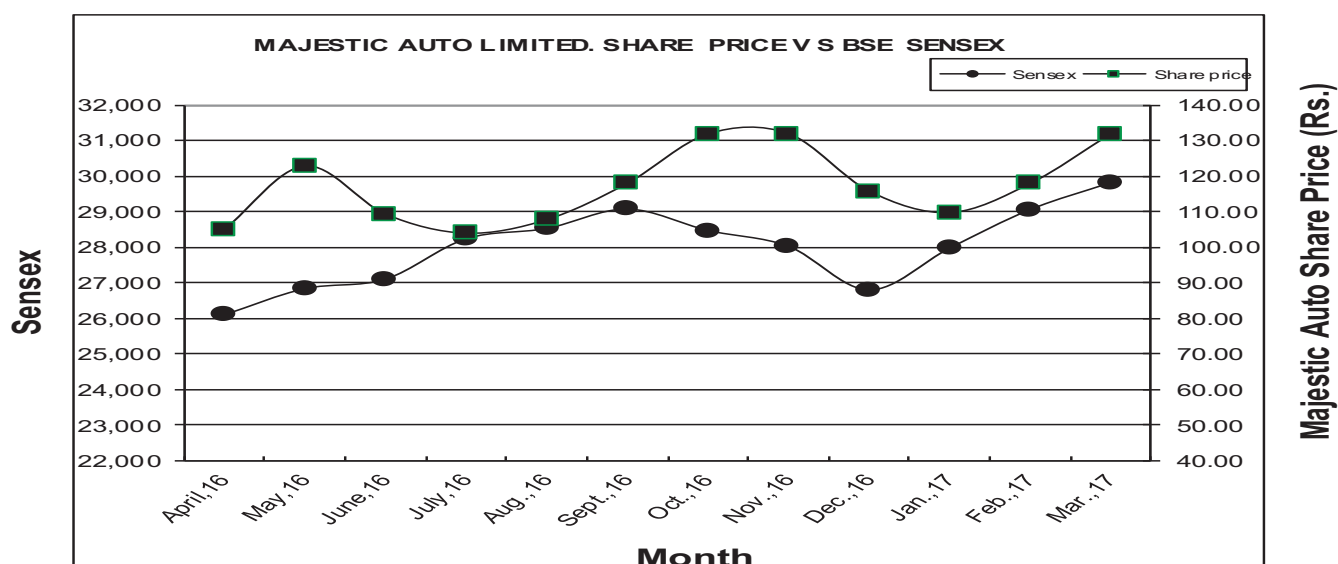
9. a) Market Price Data

Monthly high and low quotations of shares traded at Bombay Stock Exchange Ltd. is given in the following tables.

Month Year	April 2016	May 2016	June 2016	July 2016	Aug. 2016	Sept 2016	Oct. 2016	Nov. 2016	Dec. 2016	Jan. 2017	Feb. 2017	March 2017
High(Rs.)	104.95	122.90	109.40	104.00	107.80	118.00	131.90	132.00	115.85	109.80	118.00	132.00
Low(Rs.)	76.00	88.00	88.50	92.25	93.00	96.15	111.00	86.25	96.20	96.30	92.80	92.10

b) Share Price Movements

Share Price Movements for the period from April 1, 2016 to March 31, 2017 of Majestic Auto Limited vs BSE Sensex.



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10. Registrar and Transfer Agent for securities admitted in the Depository System

Alankit Assignment Limited

Corporate Office: Alankit House, 2E/21, Anarkali Market, Jhandewalan Extension, New Delhi 110 055. Phones (011) 23541234, 42541234,

Fax (011) 23552001, e-mail : rta@alankit.com

11. Share transfer system

The Shares of the Company are traded in the compulsory demat mode for all investors. Shares sent for transfer in physical form are registered within a fortnight (if in order and complete in all respect) and then returned the same to the respective shareholders duly transferred in their names. The total number of shares transferred during the year from 1.04.2016 to 31.03.2017 were 1238, which were completed within prescribed period. Shares under objection were returned within prescribed time. M/s Alankit Assignments Limited, New Delhi is the Registrar and Share Transfer Agent of the Company for both physical and electronic share transfer work of the Company. Therefore, shareholders of the Company are requested to send all shares in physical form for transfer directly to the Registrar and Transfer Agent of the Company.

12. Investors' services

The Company has a Board level Committee dealing with investors issue, which has been discussed in detail earlier. The details of complaints/requests/reminders received and redressed during the year from 01.04.2016 to 31.03.2017 are given hereunder.

Sr. No.	Nature of Complaints/Requests/Reminders	From 01.04.2016 to 31.3.2017	
		Received	Cleared
1.	Old Shares for Demat / Transfer	1	1
2.	Change of Address & Updation of Signature	2	2
3.	Unclaimed Share Certificate and POA	1	1
4.	Correction in Name	1	1
5.	Transmission of Share	2	2
6.	Loss of Certificate	2	2

The Company has attended to most of the investors grievances/correspondence within a period of 15 days from the date of receipt of the same, during the year ended 31.03.2017.

13. Distribution of shareholding as on March 31st, 2017

No. Of shares held (Rs.10/- paid up)	Folios		Shares of Rs.10/-paid up Value	
	Number	%	Number	%
Upto 5000	4566	88.05	6143520	5.91
5001 to 10000	303	5.84	2481310	2.39
10001 to 20000	147	2.84	2238090	2.15
20001 to 30000	61	1.18	1553040	1.49
30001 to 40000	35	0.68	1274590	1.23
40001 to 50000	21	0.41	947060	0.91
50001 to 100000	25	0.48	1764700	1.70
100001 to 500000	28	0.54	87572470	84.23
TOTAL	5186	100	103974780	100

14. Shareholding pattern as on March 31st 2017

Category	Holders (No.)	No. of Equity Shares	%age
Promoters			
Indian Promoters	2	7798108	75
Total Promoter Holding	2	7798108	75
Non Promoter Holding			
Foreign Portfolio Investors	5	2251	0.02
Mutual Funds	4	2778	0.03
Indian Public	4970	2280319	21.93

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Others			
Body Corporates	162	291159	2.80
NRI/OCBS	42	22768	0.22
Co-op. Banks, Co-op. Societies, Trust	1	95	0
Total Non-Promoter Holding	5184	2599370	25
Grand Total	5186	10397478	100

15. Reconciliation of Share Capital Audit

In keeping with the requirements of the SEBI and Stock Exchange, a Reconciliation of share capital audit report by practicing Company Secretary is carried out to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. The said audit confirms that the total issued / paid-up capital tallies with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

16. Dematerialization of shares and liquidity

As on 31st March, 2017, 98.35% of total Equity Share Capital i.e. 1,02,25,722

17. The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments.

18. The Company has not obtained any public funding in the last three years.

19. Company's Registered Office Address:

C-48, Focal Point, Ludhiana - 141 010, Tel: 0161- 2670234-237 Fax: 0161-2672790

20. Corporate Identify No. (CIN) : L35911PB1973PLC003264

21. Plant Locations :
1) C-48, Focal Point, Ludhiana – 141010
2) C-59, Focal Point, Ludhiana - 141010
3) B-6, B-7 & B-9 Ecotech I, Extension, Greater Noida

22. Non-Mandatory Requirements :

The Company has not adopted the non-mandatory requirements as specified under SEBI (Listing Obligations and Discloser Requirements) Regulations, 2015.

23. Investors' correspondence may be addressed to:

Mr. Rahul Tiwari

Company Secretary

C-48, Focal Point, Ludhiana-141010 (Punjab)

e-mail: grievance@majesticauto.in, rahultiwari@majesticauto.in

24. Queries Relating to the Financial Statements of the Company may be addressed to

Mr. Prakash Chandra Patro Chief Financial Officer

e-mail: accounts@majesticauto.in, grievance@majesticauto.in

25. Nomination Facility:

The Company offers facility of nomination. The facility is made available folio-wise and for the entire shares registered under the folio. The members holding shares in dematerialized form may contact and consult their respective Depository Participant (DP) for availing the nomination facility. Members holding shares in physical form may contact RTA of the Company

X. Equity shares in Suspense Account under Clause 5A(II)

The unclaimed shares as lying to the credit of "Majestic Auto Ltd. - Unclaimed Securities Suspense Account" at the end of the year are as follows:

Particulars	No. of Shareholders	No. of Shares
Balance at the beginning of the year [A]	250	30702
Addition made during the year [B]	Nil	Nil
Total [C] = [A] + [B]	250	30,702
Shareholders who approached Company for transfer of shares from suspense account during the year	1	
Shareholders to whom shares were transferred from suspense account during the year [D]*	1	95
Shareholders in process as on March 31, 2017	Nil	Nil
Balance at the end of the year [E] = [C] - [D]	249	30,607

The shareholders who have not received the shares may approach the Company or M/s Alankit Assignments Limited, the Registrar and Transfer Agents of the Company, with their correct particulars and proof of their identity for crediting of the Shares from the Unclaimed Securities Suspense Account to their individual demat Account. The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

CERTIFICATE ON CORPORATE GOVERNANCE TO THE MEMBERS OF MAJESTIC AUTO LIMITED

We have examined the compliance of conditions of Corporate Governance by Majestic Auto Limited ('the Company'), for the year ended 31 March 2017, as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as referred to in Regulation 15(2) of the Listing Regulations for the period 01 March 2016 to 31 March 2017.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement / Listing Regulations, as applicable.

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

For and on behalf of B.D. Bansal & Co.

Chartered Accountants

ICAI Registration No. 000621N

Sd/-

(Anil Gupta)

Partner

Membership No.89988

Place : Noida

Date : 29th May, 2017

ANNEXURE - IX

CERTIFICATE FROM THE MANAGING DIRECTOR & CHIEF FINANCIAL OFFICER

To

The Board of Directors

Majestic Auto Limited

We the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Munjal Auto Limited, to the best of our knowledge and belief certify that:

- a) We have reviewed financial statements and the cash flow statement for the year ended March 31, 2016 and that to the best of our knowledge and belief:
 - i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the auditors and the Audit Committee;
 - i) significant changes in internal control over financial reporting during the year;
 - ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Ludhiana

Date : 08.08.2016

Sd/-
(Mahesh Munjal)

Chairman & Managing Director

Sd/-
(Prakash Chandra Patro)

CFO

INDEPENDENT AUDITOR'S REPORT

To the Members of Majestic Auto Ltd.

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Majestic Auto Limited, ("the Company") which comprise the Balance Sheet as at 31st March'2017, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

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

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

Opinion

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") , as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in the paragraph 3 and 4 of the Order 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 and Cash Flow Statement dealt with by this Report are in agreement with the books of account;

- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, as applicable;
- (e) On the basis of the written representations received from the directors as on 31 March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B";
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company has disclosed the impact of pending litigations on its financial position in its financial statements; and
 - 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 B. D. Bansal & Co.
Chartered Accountants
Firm Regn.No.000621N

Place : Noida
Date : 29th May, 2017

Sd/-
(Anil Gupta)
Partner
M.No.89988

Annexure A to the Independent Auditors' Report

(Annexure Referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of the Independent Auditor's Report to the members of Majestic Auto Limited for the year ended 31 March, 2017)

- i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) As explained to us, all the fixed assets have not been physically verified by the management during the year, but there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. As informed to us, no material discrepancies were noticed on such verification.
 - (c) According to the information and explanation given to us and on the basis of our examination of the records of the company, the title deeds/lease deeds of immovable property are held in the name of the company.
- ii) a) The inventories except goods in transit in the custody of the Company have been physically verified during the year by the management. In our opinion, the frequency of the verification is reasonable.
 - b) The discrepancies noticed on physical verification of inventories as compared to inventory records which have been properly dealt with in books of account were not material.
- iii) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act.
- iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of many investments during the year. The company has not granted any loans or provided guarantees and securities during the year.
- v) According to the Information and explanation given to us, 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.
- vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under section 148(1) of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. However we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

- vii) a) 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 other material statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2017 for a period of more than six months from the date on when they become payable.
- b) According to the information and explanations given to us there are no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and Cess which have not been deposited on account of any dispute except as stated below:

S. No.	Nature of Statute	Nature of Dispute	Amount Unpaid Rs.	Period to which the amount relates	Forum where dispute is pending
1.	U.P. Trade Tax	Penalty Under U.P. Trade Tax Act	1,98,108	A.Y. 2005-06	Assistant Commissioner (Appeals), U.P. Trade Tax, Noida

- viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks and financial institutions. The Company has not taken any loan from the government and has not issued any debentures.
- ix) 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 the company has applied the Term Loan for the purpose for which the loans were raised.
- x) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or no fraud / material fraud on the Company by its officers and employees has been noticed or reported during the year.
- xi) Based upon the audit procedures performed and the information and explanations given by the management, 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 Companies Act.
- xii) The Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence, not commented upon.
- xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv) 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 under review.
- xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with them.
- xvi) 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 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**For and on behalf of B.D.Bansal & Co.,
Chartered Accountants,
ICAI Regn. No. 000621N**

**Place : Noida
Date : 29th May, 2017**

**Sd/-
(Anil Gupta)
Partner
Membership No.89988**

ANNEXURE B TO INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 2(f) under the heading "Report on Other Legal and Regulatory Requirements" of the Independent Auditor's Report to the members of Majestic Auto Limited for the year ended 31 March, 2017

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

We have audited the internal financial controls over financial reporting of M/s Majestic Auto Limited ("the Company") as on March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial Management's Responsibility for Internal Financial Controls reporting criteria established by the Company on considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Auditors' Responsibility audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence 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 judgement, 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 my /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.

MAJESTIC AUTO LIMITED-2017

Opinion

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

**For and on behalf of B.D.Bansal & Co.,
Chartered Accountants
ICAI Regn. No. 000621N**

**Place : Noida
Date : 29th May, 2017**

**Sd/-
(Anil Gupta)
Partner
Membership No.89988**

MAJESTIC AUTO LIMITED-2017

BALANCE SHEET AS AT 31.03.2017

PARTICULARS	Note No.	As at 31.03.2017 (Rs.)	As at 31.03.2016 (Rs.)
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2	10,39,82,280	10,39,82,280
Reserve and Surplus	3	1,49,22,44,140	1,59,02,57,721
		1,59,62,26,420	1,69,42,40,001
Non-current liabilities			
Long-term borrowings	4	1,46,34,34,890	1,53,79,95,189
Other Long-term liabilities	5	97,91,313	64,50,407
Long-term provisions	6	1,27,72,937	3,32,85,753
		1,48,59,99,140	1,57,77,31,349
Current liabilities			
Short-term borrowings	7	16,86,38,223	18,76,43,234
Trade payables	8	31,87,36,510	21,99,62,890
Other current liabilities	9	11,50,98,053	13,24,20,018
		60,24,72,785	54,00,26,142
TOTAL		3,68,46,98,346	3,81,19,97,492
ASSETS			
Non-current assets			
Fixed assets			
Tangible assets	10	1,46,98,44,044	1,60,51,94,986
Intangible assets		22,68,621	25,98,574
Capital work-in-progress		-	8,61,190
		1,47,21,12,665	1,60,86,54,750
Non-current investments	11	1,10,32,75,155	1,10,71,78,002
Deferred tax assets (Net)	12	43,10,55,285	35,41,93,137
Long-term loans and advances	13	10,89,04,354	11,90,77,409
		1,64,32,34,794	1,58,04,48,548
		3,11,53,47,459	3,18,91,03,298
Current assets			
Inventories	14	17,78,36,552	18,41,40,533
Trade receivables	15	32,27,11,939	23,39,89,325
Cash and Bank balances	16	12,61,995	67,66,981
Short-term loans and advances	17	6,65,86,120	19,72,24,673
Other current assets	18	9,54,281	7,72,682
		56,93,50,887	62,28,94,194
TOTAL		3,68,46,98,346	3,81,19,97,492
Significant accounting policies	1		

The accompanying notes are an integral part of these financial statements.

For and on behalf of the Board of Directors of Majestic Auto Limited

AS PER OUR AUDIT REPORT
OF EVEN DATE ANNEXED
For and on behalf of B.D. Bansal & Co.
Chartered Accountants
Firm Regn. No. 000621N

Sd/-
Rahul Tiwari
Company Secretary

Sd/-
Prakash Chandra Patro
Chief Financial Officer

Sd/-
Mahesh Munjal
Chairman and Managing Director

Sd/-
S.S.Khosla
Director

Sd/-
(Anil Gupta)
Partner
M.No. 089988

Place : Noida
Date : 29.05.2017

MAJESTIC AUTO LIMITED-2017

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2017

PARTICULARS	Note No.	Year Ended 31.03.2017 (Rs.)	Year Ended 31.03.2016 (Rs.)
Income:			
Revenue from Operations (Gross)	20	1,97,41,93,761	1,37,10,92,759
Less: Excise Duty		20,62,26,427	13,47,78,212
Revenue from Operations (Net)		1,76,79,67,334	1,23,63,14,547
Other Income	21	10,29,11,912	8,75,00,103
Total Revenue		1,87,08,79,246	1,32,38,14,650
Expenses:			
Cost of materials consumed	22	1,24,05,69,442	80,09,91,375
Purchases of Stock-in-Trade		-	-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	23	4,57,84,320	(3,39,60,461)
Employee benefits expense	24	23,36,33,659	23,32,13,490
Finance costs	25	16,05,78,228	16,12,37,644
Depreciation and amortisation expense	11	17,02,50,467	17,39,76,746
Other expenses	26	23,99,61,130	21,74,57,585
Total expenses		2,09,07,77,246	1,55,28,99,692
Profit before tax/extra ordinary/exceptional items		(21,98,98,001)	(22,90,85,042)
Profit on Sale of Long Term Investments		5,23,45,993	27,31,16,347
Profit before tax		(16,75,52,008)	4,40,31,305
Less: Tax expenses:			
Current Tax		-	-
Less: MAT Credit Entitlement		-	-
Deferred tax		(7,68,62,149)	(4,74,86,738)
Tax with respect to earlier years		73,23,722	(14,52,299)
Profit / (Loss) for the year		(9,80,13,581)	9,29,70,342
Earnings per Share (in Rs.)			
(Face value of Rs. 10/- each)	27		
- Basic		(9.43)	8.94
- Diluted		(9.43)	8.94
Significant accounting policies	1		

The accompanying notes are an integral part of these financial statements.

For and on behalf of the Board of Directors of Majestic Auto Limited

AS PER OUR AUDIT REPORT
OF EVEN DATE ANNEXED
For and on behalf of B.D. Bansal & Co.
Chartered Accountants
Firm Regn. No. 000621N

Sd/-
Rahul Tiwari
Company Secretary

Sd/-
Prakash Chandra Patro
Chief Financial Officer

Sd/-
Mahesh Munjal
Chairman and Managing Director

Sd/-
S.S.Khosla
Director

Sd/-
(Anil Gupta)
Partner
M.No. 089988

Place : Noida
Date : 29.05.2017

MAJESTIC AUTO LIMITED-2017

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

PARTICULARS	(Rs.)	Year Ended 31.03.2017 (Rs.)	(Rs.)	Year Ended 31.03.2016 (Rs.)
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before tax and Extraordinary items		(16,75,52,008)		4,40,31,304
Adjustment for:				
Add:				
a) Depreciation & Amortization Expenses	17,02,50,467		17,39,76,746	
b) Interest -other and financial charges	16,05,78,228		16,12,20,957	
c) Increase in Provision for Gratuity (Net of payment)	(2,05,12,816)		(20,79,247)	
d) Prior period expense	1,63,211		15,85,636	
e) Loss on sale of assets	3,77,389		2,05,267	
f) Provision for doubtful debts written off/(written back)	-	31,08,56,479	75,32,770	34,24,42,129
Less:				
a) Interest received on Loans, Deposits	41,51,623		46,47,426	
b) Dividend income on From Long term Investments (Non Trade)	8,53,47,000		7,35,99,100	
c) Profit on sale of Fixed Assets	1,21,19,133		75,245	
d) Profit on sale of Investments	5,23,45,993		27,31,16,347	
e) Provision for doubtful debts (written back)	3,15,700	15,42,79,449	75,32,770	35,89,70,888
Operating Profit before working Capital Changes		(1,09,74,978)		2,75,02,545
Adjustment for:				
a) Increase/(decrease) in Trade Payable	9,87,73,620		13,18,56,990	
b) Increase/(decrease) in other liabilities	(1,39,81,059)		8,06,39,633	
c) (Increase)/decrease in inventories	63,03,981		(8,22,14,750)	
d) (Increase)/decrease in Loan and advance & other current assets	12,62,51,691		(7,58,79,194)	
e) (Increase)/decrease in Trade and other receivable	(8,84,06,914)	12,89,41,319	(10,31,89,361)	(5,63,19,453)
Cash Generated from Operations		11,79,66,341		(2,88,16,908)
Less:				
a) Direct Taxes Paid	(70,54,596)		(1,61,42,808)	
c) Net prior period expenses/adjustments	1,63,211	(68,91,385)	15,85,636	(1,45,57,172)
Net Cash Flow from operating activities		12,48,57,725		(1,42,59,736)
B. CASH FLOW FROM INVESTMENT ACTIVITIES				
a) Investment in subsidiary Company	-		(96,66,02,083)	
b) sale of fixed assets	1,33,80,000		7,62,500	
c) Interest received on Loan deposit	41,51,623		46,47,426	
d) Dividend received	8,53,47,000		7,35,99,100	
e) Purchase of Fixed Assets	(3,53,46,636)		(2,76,52,568)	
g) Sale of Investments	5,62,48,840		29,77,59,745	
Net cash from (used in) Investments activities		12,37,80,827		(61,74,85,880)
C. CASH FLOW FROM FINANCING ACTIVITIES				
a) Repayment of borrowing	(9,35,65,311)		(9,01,17,875)	
b) Interest -other and Financial charges	(16,05,78,228)		(16,12,20,957)	
c) Proceed from borrowings	-		79,98,32,650	
Cash Generated(used in) from Financing Activities		(25,41,43,539)		72,87,29,568
Net cash from (used in) financing activities		(25,41,43,539)		54,84,93,818
D. NET INCREASE(+)/DECREASE(-) IN CASH AND CASH EQUIVALENTS (A+B+C)		(55,04,987)		(8,32,51,798)
cash and cash equivalents as at the beginning of the year		67,66,981		9,00,18,778
cash and cash equivalents as at the end of the year		12,61,995		67,66,981

NOTE TO THE CASH FLOW STATEMENT

1. Cash and cash equivalents include cash and bank balance shown in Note no. 16 of the Balance sheet.
2. Prior year figures have been regrouped and recast wherever necessary.

For and on behalf of the Board of Directors of Majestic Auto Limited

AS PER OUR AUDIT REPORT

OF EVEN DATE ANNEXED
For and on behalf of B.D. Bansal & Co.
Chartered Accountants
Firm Regn. No. 000621N

Sd/-
Rahul Tiwari
Company Secretary

Sd/-
Prakash Chandra Patro
Chief Financial Officer

Sd/-
Mahesh Munjal
Chairman and Managing Director

Sd/-
S.S.Khosla
Director

Sd/-
(Anil Gupta)
Partner
M.No. 089988

Place : Noida
Date : 29th May, 2017

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

1. SIGNIFICANT ACCOUNTING POLICIES

Company Overview

Majestic Auto Limited is a Manufacturing Company engaged in manufacture of Fine Blanking Components, Electricals and others.

A. ACCOUNTING CONVENTIONS

The financial statements are prepared under the historical cost convention, on the accrual basis of accounting in accordance with the Generally Accepted Accounting Principles (GAAP) in India and comply with the accounting standards as notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant presentational requirements of the Companies Act, 2013.

B. BASIS OF PREPARATION

The financial statements of the company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention except for derivative financial instrument which have been measured at fair value. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year except for the change in accounting policy explained below

C. PROPERTY, PLANT AND EQUIPMENT INCLUDING INTANGIBLE ASSETS AND DEPRECIATION / AMORTIZATION

- a) Property, Plant and Equipment are stated at cost net of cenvat, less accumulated depreciation and/ or impairment loss, if any.
- b) Depreciation on Property, Plant and Equipment has been provided on straight-line method at the rates and in the manner prescribed in Schedule II to the Companies Act, 2013.
- c) The cost of Leasehold land is amortized over the period of lease.
- d) In respect of assets added / disposed off during the year, depreciation is charged on a pro-rata basis with reference to the month of addition/disposal.
- e) Intangible assets comprise purchased software/licenses. All costs till commencement of commercial production attributable to the fixed assets and intangible assets are capitalized. Intangible assets are recognized if it is probable that the future economic benefits that are attributable to the asset will flow to the Company and the cost of the asset can be measured reliably. These assets are valued at cost which comprises its purchase price and any directly attributable expenditure. Depreciation on intangible assets has been provided as per Accounting Standard 26 'Intangible Assets'.

D. INVESTMENTS

Investments are classified into current and long term investments. Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long term investments. Current investments (excluding current maturities of long term investments) are stated at the lower of cost and fair value. Long term investments are carried at cost. Provision for diminution in value of long term investments is made only if such decline is not temporary.

E. INVENTORIES

- a) Finished goods are valued at lower of cost or net realizable value. Cost is considered at material cost on movement moving weighted average basis plus appropriate overheads.
- b) Work in progress is valued at material cost on movement moving weighted average basis plus appropriate overheads.
- c) Scrap is valued at net realizable value.
- d) Goods in transit are valued at cost.
- e) Other inventories are valued at cost on moment moving weighted average basis.
- f) The liability of excise duty on finished goods and scrap lying in the factory at year end is estimated on the basis of sales price of goods and excise rates prevailing on the said date, while determining the cost of closing stock of finished goods and scrap.

F. EMPLOYEE BENEFITS

Superannuation, Provident and Gratuity Funds are accounted for on accrual basis with corresponding payments to recognized scheme/fund. Short term employees' benefits are recognized as an expense at the undiscounted amount in the Statement of profit and loss for the year in which the related services rendered. The liability for gratuity (in the nature of a defined benefit obligation) is provided on the basis of actuarial valuation (PUC method) conducted by Life Insurance Company of India (LIC), since the gratuity scheme of the company is covered under a group gratuity cum

life assurance cash accumulation policy of the LIC. Actuarial gains or loss arising from such valuation are charged to revenue in the year in which they arise.

G. REVENUE RECOGNITION

Revenue from sale of products/job-work is recognized on dispatch of goods from factory premises and is recognized on accrual basis except for export sales, which are booked on the basis of date of custom clearance.

Gross sales as reflected in the financial statements are inclusive of excise duty and net of rebate / trade discounts and returns.

Interest income is recognized on an accrual basis on time proportion method, taking into account the amount outstanding and the rate applicable.

Dividend income is recognized when the right to receive payment is established by the balance sheet date.

Exports benefits are recognized on an accrual basis at the anticipated realizable value, based on past experience.

H. RESEARCH AND DEVELOPMENT

Revenue expenditure on research and development is charged against the profit of the year in which it is incurred. Capital expenditure on research and development is shown as an addition to fixed assets and depreciation is provided on the same basis as for other fixed assets.

I. FOREIGN EXCHANGE TRANSACTIONS

The Company accounts for effects of difference in foreign exchange rates in accordance with Accounting Standard 11 notified by the Companies (Accounting Standards) Rules, 2006.

- a) Transactions in foreign currencies are accounted for at the exchange rate prevailing at the date of transaction/ negotiations.
- b) Monetary foreign currencies items outstanding at the year end are reinstated into rupees at the rate of exchange prevailing on the Balance Sheet date.
- c) Non monetary foreign currency items are carried at cost.
- d) Any income or expenses on account of exchange rate difference either on settlement or on transaction is recognized in the statement of profit and loss.
- e) In respect of forward contracts, forward premium or discount arising at the inception of forward contract is amortized over the life of contract. Exchange differences on such contracts are recognized in the statement of profit and loss in the year in which exchange rates change. Any profit and loss arising on cancellation or renewal of forward exchange contract is recognized as income or as expense for the year.

J. TAXATION

The provision for current income tax liability is ascertained on the basis of assessable profits computed in accordance with the provisions of Income Tax Act, 1961. Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of being reversed in one or more subsequent periods.

Minimum Alternative Tax ("MAT") paid in accordance with the tax laws, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal tax in future. MAT Credit entitlement can be carried forward and utilized for a specific period as prescribed under the law from the year in which the same is availed. Accordingly, it is recognized as an asset in the Balance Sheet when it is probable that the future economic benefit associated with it will flow to the Company and the asset can be measured reliably.

K. GOVERNMENT GRANTS

Government grants are deducted from the value of the concerned asset if the grant is specifically received for the purchase, construction or acquisition of the asset. However, if it is received as a contribution towards the total investment or by way of contribution to its capital outlay and no repayment is ordinarily required to be made; such grants are treated as capital reserves.

L. ACCOUNTING FOR ESTIMATES

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Examples of such estimates include estimation of future obligations under employee retirement benefit plans, estimated useful life of fixed assets, classification of assets / liabilities etc. Actual results could differ from these estimates. Any revision to accounting estimates is recognized in accordance with the requirements of the respective accounting standards.

M. IMPAIRMENT

The carrying amounts of assets are reviewed at each balance sheet date in accordance with Accounting Standard 28, 'Impairment of Assets', to determine whether there is any indication of impairment. An impairment loss is charged to the statement of profit & loss in the year in which an assets is identified as impaired.

N. ACCOUNTING FOR LEASES

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased asset are classified as operating leases. Operating lease charges are expensed on a straight line basis with reference to lease terms and other considerations.

O. BORROWING COSTS

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets to the extent that they relate to the period till such assets are ready to be put to use. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit and Loss.

P. SEGMENT REPORTING

- a) The Company has disclosed business segment as the primary segment for disclosure. The Company has identified three separate segments i.e. Fine Blanking Components, Electricals and others. The Segments are identified with regard to the dominant source, nature of risks and returns, internal organization and management structure and internal reporting systems.
- b) The accounting policies adopted for segment reporting are in line with the accounting policies of the Company.
- c) Segment revenues, Results and Capital employed figures include the respective amounts identifiable to each of the segments. Interest and other financial charges/ incomes are reported at corporate level. Also those assets and liabilities which are not identifiable to the individual segments are reported at corporate level.
- d) The inter segmental revenue is accounted for on the basis of transfer price agreed to amongst segments as per market trend.

Q. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

A provision is recognized when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation in respect of which reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

A contingent asset is neither recognized nor disclosed in the financial statements.

R. CASH FLOW STATEMENT

The Cash Flow Statement is prepared by the indirect method set out in Accounting Standard-3 on Cash Flow Statements and presents cash flows by operating, investing and financing activities of the Company. The Company considers all highly liquid financial instruments, which are readily convertible into cash, to be cash equivalents.

S. EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

T. DERIVATIVE INSTRUMENTS

In accordance with the ICAI announcement, derivative contracts, other than foreign currency forward contracts covered under AS 11, are marked to market on a portfolio basis, and the net loss, if any, after considering the offsetting effect of gain on the underlying hedged item, is charged to the statement of profit and loss. Net gain, if any, after considering the offsetting effect of loss on the underlying hedged item, is ignored.

MAJESTIC AUTO LIMITED-2017

Notes on Financial Statements for the Year ended 31st March, 2017				
PARTICULARS	As at 31.03.2017 (Rs.)	As at 31.03.2016 (Rs.)		
2 SHARE CAPITAL				
AUTHORISED SHARE CAPITAL				
15,000,000 (Previous Year 15,000,000) Equity Shares of Rs.10/- each	15,00,00,000	15,00,00,000		
25,000,000 (Previous Year 25,000,000) Preference Shares of Rs.10/- each	25,00,00,000	25,00,00,000		
	<u>40,00,00,000</u>	<u>40,00,00,000</u>		
ISSUED SHARE CAPITAL				
10,398,978 (Previous Year 10,398,978) Equity Shares of Rs.10/- each	10,39,89,780	10,39,89,780		
SUBSCRIBED AND PAID UP SHARE CAPITAL				
10,397,478 (Previous Year 10,397,478) Equity Shares of Rs.10/- each fully paid up	10,39,74,780	10,39,74,780		
Add: Shares forfeited (Amount paid up)	7,500	7,500		
	<u>10,39,82,280</u>	<u>10,39,82,280</u>		
a) Reconciliation of Equity shares outstanding at the beginning and at the end of the reporting period.				
Particulars	31-Mar-17		31-Mar-16	
	Number	Amount(Rs)	Number	Amount(Rs)
Shares outstanding at the beginning of the year	1,03,97,478	10,39,74,780	1,03,97,478	10,39,74,780
Add: Shares forfeited (Amount paid up)	-	7,500	-	7,500
Changes during the year	-	-	-	-
Shares outstanding at the end of the year	1,03,97,478	10,39,82,280	1,03,97,478	10,39,82,280
b) Rights, preferences and restrictions attached to Equity shares				
Equity shares: The company has one class of equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share held. The dividend, if any proposed by the Board of Directors is subject to the approval of the shareholders in the				
c) Shares held by holding company				
Particulars	31-Mar-17		31-Mar-16	
	Number	Amount(Rs)	Number	Amount(Rs)
M/s Anadi Investments (P) Ltd.	77,57,687	7,75,76,870	77,57,687	7,75,76,870
d) The details of Shareholders holding more than 5% shares :				
Particulars	31-Mar-17		31-Mar-16	
	No. of Shares	% holding	No. of Shares	% holding
M/s Anadi Investments (P) Ltd.	77,57,687	74.61	77,57,687	74.61
e) There are Nil number of shares (Previous year Nil) reserved for issue under option and contracts/commitment for the sale of shares/disinvestment including the terms and amounts.				
f) For the period of five years immediately preceding the date as at which the balance sheet is prepared				
Particulars	No. of Shares in Current Year		No. of Shares in Previous Year	
Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash	Nil		Nil	
Aggregate number and class of shares allotted as fully paid up by way of bonus shares.	Nil		Nil	
Aggregate number and class of shares bought back	Nil		Nil	
g) There are NO securities (Previous year No) convertible into Equity/ Preferential Shares.				
h) There are NO calls unpaid (Previous year No) including calls unpaid by Directors and Officers as on balance sheet date				
i) 1500 equity shares of Rs. 10/- each were forfeited by Company against unpaid call money of Rs.5/- per equity share.				
PARTICULARS	As at 31.03.2017 (Rs.)	As at 31.03.2016 (Rs.)		
3 RESERVES AND SURPLUS				
CAPITAL RESERVE				
As per last Balance Sheet		30,00,000	30,00,000	
SECURITIES PREMIUM RESERVE				
As per last Balance Sheet		1,29,52,386	1,29,52,386	
GENERAL RESERVE				
As per last Balance Sheet		5,00,00,000	5,00,00,000	
SURPLUS				
As per last Balance Sheet	1,52,43,05,335	1,43,13,34,993		
Add: Profit / (Loss) for the year	(9,80,13,581)	9,29,70,342		
	<u>1,42,62,91,754</u>	<u>1,52,43,05,335</u>		
	<u>1,49,22,44,140</u>	<u>1,59,02,57,721</u>		
4 LONG-TERM BORROWINGS				
	Non-Current	Current	Non-Current	Current
FROM BANKS				
Secured:				
Ruppee Term loans	1,41,35,03,451	7,12,88,275	94,36,84,619	8,30,28,954
Ruppee Term loans (Car Loans)	16,81,439	44,02,188	58,28,445	36,37,727
FROM OTHERS				
Secured:				
Bajaj Finance Limited	-	-	43,98,82,125	-
Unsecured:				
Deposits (Refer Note 4 (b))	4,82,50,000	-	14,86,00,000	-
	<u>1,46,34,34,890</u>	<u>7,56,90,463</u>	<u>1,53,79,95,189</u>	<u>8,66,66,681</u>
	<u>1,46,34,34,890</u>	<u>7,56,90,463</u>	<u>1,53,79,95,189</u>	<u>8,66,66,681</u>
Less : Current maturities shown under other current liability (refer note no. 9)				
	<u>1,46,34,34,890</u>	<u>7,56,90,463</u>	<u>1,53,79,95,189</u>	<u>8,66,66,681</u>
	<u>1,46,34,34,890</u>	<u>7,56,90,463</u>	<u>1,53,79,95,189</u>	<u>8,66,66,681</u>
Notes on Financial Statements for the Year ended 31st March, 2017				
a) Terms of repayment of secured borrowings				
Type of loan	Amount (including current maturities) as on 31.03.2017	Terms of repayment and Maturity	Nature of Security	Rate of Interest
Ruppee term loans				
(i) Term loan- IDBI Bank	2,29,00,000	Repayable in 28 quarterly installments commencing from 30-June-11 with first 12 installments of Rs.3,800,000 each, next 12 installments of Rs.11,100,000 each and remaining 4 installments of Rs. 10,300,000 each.	Term Loans are secured by mortgage over the immovable properties on pari-passu basis and first charge on entire fixed assets of the Company both present & future on pari-passu basis and also secured by Second Charge on entire current assets of the Company both present and future. These Term Loans are also further secured by personal guarantee of Managing Director of the Company.	The rate of interest on the loans ranges from 11.00% to 11.40% per annum.
(ii) Term loan- Catholic Syrian Bank	4,46,84,822	Repayable in 26 quarterly installments commencing from 31-May-11 with first 12 installments of Rs.4,350,000 each, Next 12 installments of Rs.12,575,000 each and last 2 installments of Rs.23,450,000 Lakhs each.		
(iii) Term loan- HDFC Bank	85,06,85,641	Repayable after one year or rollover for further period.	Term Loans is secured primary by hypothecate by way of Subservient charges on all movable plant & machinery, fixed assets both present & future	7.85% per annum (MCLR)
(iv) Term loan- DEUTSCHE BANK	47,55,77,589	Repayable after one year or rollover for further period.	Term Loans is secured primary by hypothecate by way of Subservient charges on all movable plant & machinery, fixed assets both present & future	8.05% per annum (MCLR+25 bps) Floating
(v) Housing Loan- Punjab National Bank	9,09,43,673	180 equated monthly installments of Rs.11.05 lacs each.	Housing Loan is secured by equitable mortgage of Flat No. C-100 (Block-C), First Floor, Southern Avenue, Maharani Bagh, New Delhi	10.25% Per Annum (BR+0.25%)
(vi) Vechile Loan- ICICI Bank	40,94,421	36 equated monthly installments of Rs.3.14 lacs each.	Vechile Loan is secured by mortgage of Vechile of the Company	10.09% Per Annum
(vii) Vechile Loan- Canara Bank	19,89,206	60 monthly installments of Rs.0.54 lac each	Vechile Loan is secured by mortgage of Vechile of the Company	9.95% Per Annum (BR+0.30%)
Others				
v) Bajaj Finance Ltd	-	Principal including interest will be repayable within two year.	Loan is secured by pledge of equity shares of Hero MotoCorp Limited.	Rate of interest -10% Per Annum
b) Terms of Repayment for unsecured deposits.				
Deposits from Director	4,82,50,000			14,86,00,000
	<u>4,82,50,000</u>			<u>14,86,00,000</u>
Repayable as per the terms of individual deposit ranging from 24 months to 36 months from the date of accedance of deposits				

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PARTICULARS	As at 31.03.2017 (Rs.)	As at 31.03.2016 (Rs.)
5 OTHER LONG-TERM LIABILITIES		
Trade Payables	79,03,934	49,43,228
Other-Trade Deposits	18,87,379	15,07,179
	<u>97,91,313</u>	<u>64,50,407</u>
6 LONG-TERM PROVISIONS		
Provision for employees benefit		
Provision for Gratuity	1,27,72,937	3,32,85,753
	<u>1,27,72,937</u>	<u>3,32,85,753</u>
7 SHORT TERM BORROWINGS		
Secured :		
i) Working Capital Loans repayable on demand from banks	12,13,28,756	12,54,21,118
ii) Working Capital Loans repayable on demand from banks	4,73,09,466	6,22,22,116
	<u>16,86,38,223</u>	<u>18,76,43,234</u>
Nature of Security		
a) i) The Secured working capital Loans from Banks are secured by hypothecation of stock in trade and book debts and other current assets of the Company both present and future on pari-passu basis and also secured by second pari-passu charge on the immovable properties and entire fixed assets (both present & future) of the Company. These Loans are further secured by personal guarantee of Managing Director of the Company.		
ii) The Secured working capital Loans are secured by Subservient charge on all the Current Assets and Movable Fixed Assets of the Borrower (both present and future) of the Company. These Loans are further secured by personal guarantee of Managing Director of the Company.		
Notes on Financial Statements for the Year ended 31st March, 2017		
PARTICULARS	As at 31.03.2017 (Rs.)	As at 31.03.2016 (Rs.)
8 TRADE PAYABLES		
Micro, Small and Medium Enterprises #	-	-
Others	31,87,36,510	21,99,62,890
	<u>31,87,36,510</u>	<u>21,99,62,890</u>
# This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.		
9 OTHER CURRENT LIABILITIES		
Current Maturity of long term Borrowings (refer note no.4)	7,56,90,463	8,66,66,681
Interest accrued but not due on borrowings	-	-
Advance from customers	30,26,289	6,64,391
Other payables (including Govt. dues, taxes, employee benefits and other misc. items)	3,63,81,291	4,50,88,946
	<u>11,50,98,053</u>	<u>13,24,20,018</u>
Notes on Financial Statements for the Year ended 31st March, 2017		
PARTICULARS	As at 31.03.2017 (Rs.)	As At 31.03.2016 (Rs.)
11 NON-CURRENT INVESTMENTS		
NON-TRADE INVESTMENTS (AT COST)		
Quoted Equity Instruments		
Hero Moto Corp Limited.		
1,000,000 (Previous Year 1,030,395) Equity shares of Rs. 2/- each fully paid up	20,15,10,155	20,54,13,002
Unquoted Equity Instruments		
Investment in Subsidiaries		
Majestic IT Services Limited	16,97,65,000	16,97,65,000
16,976,500 (Previous Year 16,439,500) Equity shares of Rs. 10/- each fully paid up		
Emirates Technologies Pvt. Ltd.		
73,200,000 (Previous Year 7,32,000) Equity shares of Rs. 10/- each fully paid up	73,20,00,000	73,20,00,000
	<u>1,10,32,75,155</u>	<u>1,10,71,78,002</u>
Aggregate amount of quoted investments	20,15,10,155	20,54,13,002
Market value of quoted investments	3,32,07,32,950	2,94,34,00,000
Aggregate amount of unquoted investments	<u>90,17,65,000</u>	<u>90,17,65,000</u>
12 DEFERRED TAX ASSETS/(LIABILITIES) (Net)		
Deferred Tax Assets		
Expenses booked but allowable for tax purposes in subsequent years	50,15,10,281	43,28,83,170
Deferred Tax Liabilities		
Related to Fixed Assets	7,04,54,996	7,86,90,033
Net Deferred Tax Assets/(Liabilities)	<u>43,10,55,285</u>	<u>35,41,93,137</u>
13 LONG TERM LOANS AND ADVANCES (Unsecured, considered good)		
Security Deposits	33,72,956	1,85,05,801
MAT Credit Entitlement	10,03,00,000	10,03,00,000
Advance Income Tax (Net of provisions)	46,67,602	13,66,523
Prepaid Expenses	6,63,796	9,65,086
	<u>10,89,04,354</u>	<u>11,90,77,409</u>
Notes on Financial Statements for the Year ended 31st March, 2017		
PARTICULARS	As at 31.03.2017 (Rs.)	As At 31.03.2016 (Rs.)
14 INVENTORIES (valued at lower of cost and net realisable value)		
Raw Materials & Components	7,58,34,623	5,35,06,206
Work-in-Progress (Refer Note a (i))	4,42,44,548	6,97,51,176
Finished Goods (Refer Note a (ii))	1,11,33,613	2,92,71,858
Stores and Spares	3,29,07,230	1,55,26,123
Loose Tools	1,17,09,865	17,02,141
Scrap	20,01,839	41,40,896
Goods-in-Transit	4,834	1,02,41,743
	<u>17,78,36,552</u>	<u>18,41,40,533</u>
(a) Details of Inventory		
(i) Work-in-progress		
Fine Blanking components	84,67,117	1,51,81,176
Electricals	2,79,59,601	4,28,74,620
Others	78,17,731	1,16,95,980
	<u>4,42,44,449</u>	<u>6,97,51,176</u>
(ii) Finished Goods		
Fine Blanking components	57,69,464	25,81,994
Electricals	27,02,443	2,46,06,508
Others	26,61,706	20,83,356
	<u>1,11,33,613</u>	<u>2,92,71,858</u>

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15 TRADE RECEIVABLES (Unsecured)			
Outstanding for a period exceeding six months from the due date of payment			
Considered good	87,33,408		8,12,240
Considered doubtful	2,74,78,377		2,77,84,077
Less: Provision for Doubtful debts	3,62,11,785		2,86,06,317
	2,74,78,377		2,77,84,077
Others Considered good	31,39,78,531		23,31,77,085
	32,27,11,939		23,39,89,325
16 CASH AND BANK BALANCES			
Cash and cash equivalents			
Cash on hand	3,75,529		3,69,158
Cheques/ Drafts in hand	4,39,290		6,180
Balances with Banks in Current Accounts	4,47,176	12,61,995	63,91,643
		12,61,995	67,66,981
17 SHORT-TERM LOANS AND ADVANCES (Unsecured considered good)			
Loan to Subsidiary Company (Inter Corporate Deposit Receivable on Demand from subsidiary)	-		10,00,24,657
Advances recoverable in cash or in kind or for value to be received	1,94,85,490		56,83,893
Balances with customs, excise, etc.	3,78,59,871		6,30,36,143
Advance paid to Suppliers	74,66,358		78,48,413
Prepaid Expenses	17,74,401		29,52,170
Advance Income Tax (Net of provisions)	-		1,76,79,397
	6,65,86,120		19,72,24,673
18 OTHER CURRENT ASSETS (Unsecured considered good)			
Margin Money Deposits*	9,54,281		7,31,342
Interest accrued on Above	-		41,840
	9,54,281		7,72,682
* Pledged as security for letters of credit / bank guarantees			

Notes on Financial Statements for the Year ended 31st March, 2017

PARTICULARS	As At	
	31.03.2017 (Rs.)	31.03.2016 (Rs.)
19 CONTINGENT LIABILITIES AND COMMITMENTS		
(I) Contingent Liabilities		
(a) Claims against the company not acknowledged as debts		
Sales Tax matters under U.P. VAT & Trade Tax Act	9,10,608	1,98,108
(b) Guarantees		
Bank Guarantees	44,19,900	1,09,56,712
(c) Letter of Credit	4,44,63,697	2,30,68,691
(i) Excise duty / Sale Tax paid under protest amounting to Rs.351,036(Previous Year Rs.351,036) is appearing under the head amounts recoverable.		
a) It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings.		
b) The Company does not expect any reimbursement in respect of the above contingent liabilities.		
c) Future cash outflows in respect of the above are determinable only on receipt of judgements / decisions pending with various forums / authorities.		
(II) Commitments		
Estimated value of contracts in capital accounts remaining to be executed and not provided for (net of advance)	-	-
20 REVENUE FROM OPERATIONS (GROSS)		
Sale of Products	1,67,55,70,905	1,05,54,71,983
Sale of Services	12,24,24,356	16,35,83,752
Other Operating Revenues	17,61,98,501	15,20,57,124
	1,97,41,93,761	1,37,10,92,759
(a) Details of products sold		
(i) Finished goods		
Fine Blanking components	24,29,82,805	18,30,50,524
Electricals	1,40,13,44,504	84,31,95,335
Others	3,12,43,696	2,92,29,924
	1,67,55,70,905	1,05,54,71,983
(b) Details of sale of services		
Services Charges	6,05,50,000	2,85,47,989
Job Charges	6,18,74,356	13,50,15,763
	12,24,24,356	16,35,83,752
(c) Details of other operating revenues		
Sale of scrap	17,59,86,550	15,03,15,415
Others	2,11,951	17,41,709
	17,61,98,501	15,20,57,124
21 OTHER INCOME		
Interest on		
Bank Deposits	88,622	62,634
Others	40,63,001	45,34,732
Dividend income from Long Term investments	8,53,47,000	7,35,99,100
Rent received	1,28,468	1,27,641
Provisions/Liabilities no longer required written back #	3,15,700	-
Provision Written back for Bad Debts	-	75,245
Profit on sale of Fixed asset	1,21,19,133	75,245
Other non-operating income	8,49,988	15,17,921
Total	10,29,11,912	8,75,00,103

Notes on Financial Statements for the Year ended 31st March, 2017

PARTICULARS	Year Ended			
	31.03.2017 (Rs.)	31.03.2016 (Rs.)		
22 COST OF MATERIALS CONSUMED (Derived)				
Opening inventories	5,35,06,206	2,10,52,456		
Add: Purchases	1,26,28,97,859	83,34,45,125		
Less: Closing inventories	7,58,34,623	5,35,06,206		
Cost of material consumed	1,24,05,69,442	80,09,91,375		
Details of Imported and Indigenous Raw Materials Consumed:				
Imported	2.79%	3,46,56,726	2.11%	1,69,01,547
Indigenous	97.21%	1,20,59,12,716	97.89%	78,40,89,828
Total	100.00%	1,24,05,69,442	100.00%	80,09,91,375
23 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE				
Closing inventories				
Finished goods	1,11,33,613	2,92,71,858		
Work-in-process	4,42,44,548	6,97,51,776		
Scrap	20,01,839	41,40,686		
	5,73,80,000	10,31,64,320		
Opening inventories				
Finished goods	2,92,71,858	91,39,058		
Work-in-process	6,97,51,776	5,54,56,612		
Scrap	41,40,686	46,08,189		
	10,31,64,320	6,92,03,859		
(Increase) / Decrease in Inventories	4,57,54,320	(3,39,60,461)		

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24 EMPLOYEE BENEFIT EXPENSES		
Salaries, wages, bonus etc.	20,99,55,360	21,19,35,780
Contribution to Provident and other funds	1,83,12,571	1,74,78,364
Staff welfare expenses	53,65,728	57,69,346
	<u>23,36,33,659</u>	<u>23,52,13,490</u>

(a) **Defined benefit Plans**

GRATUITY PLANS : The gratuity scheme of a company is covered under a group gratuity cum Life Assurance cash accumulation policy offered by LIC of India. The funding to the scheme is done through an approved gratuity trust. Every employee who has completed a minimum five years service is entitled to gratuity based on fifteen days last drawn salary for every completed year of service subject to a maximum of Rs.1,000,000/-. The disclosures as required pursuant to the Revised Accounting Standard -15 is as under:-

Net Employee Benefit Expense recognized in the Statement of Profit and Loss

Current service cost	36,76,282	33,28,409
Add : Interest cost on present value of defined benefit obligation as at the beginning of the year	26,68,197	28,49,688
Less: Expected return on plan assets	(38,682)	(30,171)
Add: Net actuarial(gain) / loss recognized in the year	(6,32,822)	(10,12,109)
Add: Past service cost	-	-
Net Gratuity Cost	<u>56,72,976</u>	<u>51,35,816</u>

Details of Provision for gratuity recognized in the Balance Sheet

Present value of defined benefit obligation at the end of year	1,35,74,542	3,33,52,468
Less: Unrecognised past service cost	-	-
Less: Fair value of plan assets at the end of year	8,01,605	(66,715)
Funded Status-Net Liability/(Asset)	<u>1,27,72,937</u>	<u>3,32,85,753</u>

Changes in the present value of the defined benefit obligation are as follows:

Opening defined benefit obligation	3,33,52,468	3,56,21,015
Add: Interest cost	26,68,197	28,49,688
Add: Current service cost	36,76,282	33,28,409
Less: Benefits paid	(2,54,89,583)	(74,34,529)
Add: Actuarial(gains) / losses on obligation	(6,32,822)	(10,12,109)
Closing defined benefit obligation	<u>1,35,74,542</u>	<u>3,33,52,468</u>

Changes in the fair value of plan assets are as follows:

Opening fair value of plan assets	66,715	2,56,014
Add: Expected return on plan assets	38,682	30,171
Add: Contributions by employer	39,23,712	71,19,866
Less: Benefits paid	(32,27,504)	(73,39,337)
Add: Actuarial(gains) / (losses)	-	-
Closing fair value of plan assets	<u>8,01,605</u>	<u>66,715</u>

Actual Return on Plan Assets

Expected Return on Plan Assets	38,682	30,171
Add: Actuarial(gain)/(loss) on Plan Assets	0	0
Actual Return on Plan Assets	<u>38,682</u>	<u>30,171</u>

Notes on Financial Statements for the Year ended 31st March, 2017

	31.03.2017	31.03.2016	31.03.2015	31.03.2014	31.03.2013
Define Benefits plan for 5 years					
GRATUITY					
Net (Asset)/Liability recognised in the Balance Sheet					
(a) Present Value of Obligation as at the close of the year	1,35,74,542	3,33,52,468	3,56,21,015	3,68,10,825	5,15,10,024
(b) Fair value of plan asset as at the close of the year	8,01,605	66,715	2,56,016	12,62,885	1,84,11,633
(c) (Asset)/Liability recognised in the Balance Sheet	1,27,72,938	3,32,85,753	3,53,64,999	3,55,47,940	3,30,98,391
Change in Defined Benefit Obligation (DBO) during the year ended					
Actuarial (Gain)/Loss	(6,32,822)	(10,12,109)	1,02,700	(11,78,149)	(7,27,687)
Changes in the fair value of Plan Assets					
Actuarial Gain/Loss	-	-	-	-	(1,18,781)

The expected return on plan assets is based on market expectation, at the beginning of the period, for returns over the entire life of the related obligation. The gratuity scheme contribution is invested in a group gratuity-cum-life assurance cash accumulation policy offered by LIC of India. The expected return on plan assets is taken on the basis of the LIC fund statement received.

PARTICULARS	Year Ended	Year Ended
	31.03.2017 (Rs.)	31.03.2016 (Rs.)
The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:	%	%
Insurer Managed fund through Approved Trust	100	100
The principal assumptions used in determining gratuity are shown below:	%	%
Discount rate	8.00%	8.00%
Expected rate of return on Plan assets	9.25%	9.25%
Salary escalation	7.00%	7.00%
Mortality rate	LIC (1994-96) ULTIMATE	LIC (1994-96) ULTIMATE
Employee turnover:-		
Upto 30 years	1.00%	1.00%
Upto 44 years	2.00%	2.00%
Above 44 years	3.00%	3.00%
Method of Valuation	Projected Unit Credit	Projected Unit Credit

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

SUPERANNUATION BENEFIT

Apart from being covered under the Gratuity Plan, certain employees of the Company participate in a Superannuation Benefit; a defined contribution plan administered by Life Insurance Corporation ("LIC"). The Company makes contributions based on a specified percentage of salary of each covered employee. The Company does not have any further obligation to the superannuation plan beyond making such contributions. Upon retirement or separation (only after completion of 5 years of services) an employee becomes entitled for superannuation benefit, as determined by LIC, which is paid directly to the concerned employee. The Company contributed Rs.10,88,749 (Previous Year Rs.515,181) to the Superannuation Plan.

25 FINANCE COSTS

Interest Expenses	15,93,33,788	15,77,64,798
Other borrowing costs	12,44,440	34,56,191
	<u>16,05,78,228</u>	<u>16,12,37,644</u>

26 OTHER EXPENSES

Consumption of stores and spares*	1,03,66,031	2,03,68,451
Consumption of packing materials	1,96,94,601	1,25,39,465
Power and fuel	9,05,11,901	6,06,35,916
Fabrication expenses	77,53,241	59,19,438
Rent (refer note no.36)	13,83,829	13,05,582
Rates and taxes	9,65,354	11,84,284
Insurance	35,02,456	40,27,638
Repairs to plant & machinery	3,59,58,222	4,26,00,926
Repairs to buildings	16,89,102	8,90,702
Repairs others	91,75,044	79,10,402
Directors' sitting fees	1,96,014	2,48,438
Auditor's remuneration and expenses		
- Audit fee	2,50,000	2,50,000
- Tax audit fee	50,000	50,000
- Taxation matters	75,000	75,000
Legal and Professional Expenses	74,80,501	46,46,028
(Decrease) / Increase of excise duty on inventories	(11,44,480)	11,39,808
Freight and forwarding charges	2,18,26,464	1,78,61,861
Sale Promotion Expenses	18,73,530	15,78,256
Donations and contribution to charitable institutions	1,000	30,700
Prior period Items	1,63,211	15,85,636
Excise duty written off	-	41,121
Loss on Sale of Fixed Assets	3,77,389	2,05,267
Bad Debts	-	75,32,770
Miscellaneous expenses#	2,79,69,348	2,48,24,209
Applicable (gain)/loss on foreign currency transactions and translation	(1,26,827)	16,687
	<u>23,99,61,130</u>	<u>21,74,57,585</u>

Includes Corporate Social Responsibility Expenses Rs. Nil (Previous Year Rs. Nil)

*Including loose tools consumed

Stores and Spare Consumed:

	% of		% of
Imported	Consumption	17.33	17,96,094
Indigenous	Consumption	82.67	85,69,937
		<u>100.00</u>	<u>1,03,66,031</u>
			<u>100.00</u>
			<u>2,03,68,451</u>

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Notes on Financial Statements for the Year ended 31st March, 2017

PARTICULARS	Year Ended	Year Ended
	31.03.2017 (Rs.)	31.03.2016 (Rs.)
27 EARNING PER SHARE (EPS)		
Net profit as per profit and loss account	(9,80,13,581)	9,29,70,342
Calculation of weighted average number of equity shares		
- Number of share at the beginning of the year	1,03,97,478	1,03,97,478
- Total equity shares outstanding at the end of the year	1,03,97,478	1,03,97,478
- Weighted average number of equity shares outstanding during the year	1,03,97,478	1,03,97,478
Basic Earnings Per Share (In Rs.)	(9.43)	8.94
Diluted Earnings Per Share (In Rs.)	(9.43)	8.94
Nominal Value of Equity Shares (In Rs.)	10.00	10.00

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NOTE NO. 10		FIXED ASSETS										
Description		Gross Block				Depreciation / Amortisation				Net Block		
(Own Assets)		As at	Additions	Disposal/	Borrowing	As at	As at	For the	Disposal/	Upto	As at	As at
		1-Apr-16		Adjustments	Cost	31-Mar-17	1-Apr-16	Year	Adjustments	31-Mar-17	31-Mar-17	31-Mar-16
(A) TANGIBLE ASSETS :												
	Leasehold Land	32,45,74,589	-	-	-	32,45,74,589	1,98,90,365	36,16,430	-	2,35,06,795	30,10,67,794	30,46,84,224
	Freehold Land	4,42,97,910	-	-	-	4,42,97,910	-	-	-	-	4,42,97,910	4,42,97,910
	Buildings	66,13,66,547	38,06,449	(5,84,453)	-	66,45,88,544	11,22,04,646	1,68,26,136	(2,00,029)	12,88,30,753	53,57,57,790	54,91,61,901
	Plant & Equipment	1,76,85,48,435	3,05,78,874	(53,450)	-	1,79,90,73,859	1,09,20,40,276	14,43,54,530	(17,007)	1,23,63,77,799	56,26,96,060	67,65,08,159
	Furniture & Fixtures	1,49,04,813	10,52,974	-	-	1,59,57,787	95,40,411	4,42,374	-	99,82,785	59,75,003	53,64,402
	Vehicles	3,11,92,979	-	(27,46,135)	-	2,84,46,844	99,90,919	36,53,302	(15,28,747)	1,21,15,475	1,63,31,370	2,12,02,060
	Office Equipment	2,74,20,338	7,65,731	-	-	2,81,86,069	2,34,44,008	10,23,937	-	2,44,67,945	37,18,124	39,76,330
	Total (A)	2,87,23,05,611	3,62,04,028	(33,84,038)	-	2,90,51,25,601	1,26,71,10,625	16,99,16,709	(17,45,782)	1,43,52,81,551	1,46,98,44,050	1,60,51,94,986
	PreviousYear	2,83,45,55,686	4,57,51,168	(80,01,243)	-	2,87,23,05,611	1,10,11,79,622	17,30,39,721	(71,08,718)	1,26,71,10,625	1,60,51,94,986	1,73,33,76,064
(B) INTANGIBLE ASSETS :												
	Computer Software	57,44,805	3,800	-	-	57,48,605	31,46,231	3,33,758	-	34,79,989	22,68,616	25,98,574
	Total (B)	57,44,805	3,800	-	-	57,48,605	31,46,231	3,33,758	-	34,79,989	22,68,616	25,98,574
	PreviousYear	50,89,826	6,54,979	-	-	57,44,805	22,09,206	9,37,025	-	31,46,231	25,98,574	28,80,620
	Total (A + B)	2,87,80,50,416	3,62,07,828	(33,84,038)	-	2,91,08,74,206	1,27,02,56,856	17,02,50,467	(17,45,782)	1,43,87,61,540	1,47,21,12,665	1,60,77,93,560
	PreviousYear	2,83,96,45,512	4,64,06,147	(80,01,243)	-	2,87,80,50,416	1,10,33,88,828	17,39,76,746	(71,08,718)	1,27,02,56,856	1,60,77,93,560	1,73,62,56,684
	Capital Work-in-Progress										-	8,61,190
	Intangible Assets under Development										-	-

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28. Foreign currency exposures recognized by the Company that have not been hedged by a derivative instrument or otherwise as at 31st March, 2017 are as under:

S.No.	Particulars	USD		CHF	
		As on 31.03.2017	As on 31.03.2016	As on 31.03.2017	As on 31.03.2016
i)	Debtors	3,715.50	7,110.00	-	1,189.85
ii)	Creditors	51,374.12	1,85,092.50	-	-

29. Details of dues to Micro Enterprises and Small Enterprises.

Sl. No.	Particulars	As on 31.03.2017 (Amount in Rs.)		As on 31.03.2016 (Amount in Rs.)	
		Principle	Interest	Principle	Interest
a)	The principle amount and interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting Year.	-	-	-	-
b)	The amount of interest paid by the buyer in terms of section 16 of Micro Small and Medium Enterprises Development 2006, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-	-	-
c)	The amount of interest due and payable for the period of delay in making payment (which have been but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprises Development 2006.	-	-	-	-
d)	The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-	-	-
e)	The amount of further interest remaining due and payable even in the succeeding years, until such date, when the interest dues as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprises Development 2006.	-	-	-	-

30. Details of Specified Bank Notes (SBN) held and transacted during the period from 08th November, 2016 to 30th December, 2016.

	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	49000	802988	851988
(+) Permitted receipts	-	2597314	2597314
(-) Permitted payments	-	3093869	3093869
(-) Amount deposited in Banks	49000	-	49000
Closing cash in hand as on 30.12.2016	-	306433	306433

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31. Borrowing costs amounting to Rs. Nil (previous year Rs. Nil) attributable to acquisition and construction of fixed assets have been capitalized during the year.

32. In the opinion of the Board, all assets other than fixed assets and non-current investments have a value on realization in the ordinary course of business at least equal to the value at which they are stated in the foregoing Balance Sheet.

33. Value of imports calculated on C.I.F. basis in respect of -

	Year ended 31.03.2017 (Rs.)	Year ended 31.03.2016 (Rs.)
Raw Material	3,62,77,781	1,69,01,547
Components & Spare Parts	78,35,837	87,96,094
Capital Goods	1,52,67,240	-
Others	3,34,269	-
Total	<u>5,97,15,127</u>	<u>2,56,97,641</u>

34. Expenditure in Foreign Currency

	Year ended 31.03.2017 (Rs.)	Year ended 31.03.2017 (Rs.)	Year ended 31.03.2016 (Rs.)
Others	3,34,269	3,34,269	2,23,265
Total	<u>3,34,269</u>	<u>3,34,269</u>	<u>2,23,265</u>

35. Foreign Currency Earnings

	Year ended 31.03.2017 (Rs.)	Year ended 31.03.2016 (Rs.)
Export of Goods on FOB basis	-	-

36. Assets taken on Operative Lease

The Company has taken on lease certain assets with lease term upto 11 months, which are subject to renewal at mutual consent thereafter. These arrangements can be terminated by either party after giving due notice. The other information in pursuant to Accounting Standard-19 is given hereunder.

		Year ended 31.3.2017 (Rs.)	Year ended 31.3.2016 (Rs.)
a)	The total of future minimum lease payments under non-cancelable operating leases for each of the following Periods: i) Not later than one year ii) Later than one year and not later than five year iii) Later than five year	- - -	- - -
b)	Lease payments recognized in the statement of profit and loss for the year with separate amounts for i) Minimum lease payments ii) Contingent rents	- -	- -
c)	Sub lease payments received (or receivable) recognized in the Statement of profit and loss for the year	N.A	N.A

37. Related party disclosure under Accounting Standard 18

During the year the company had entered into transactions with related parties. Those transactions along with related balances as at March 31, 2017 and for the year then ended are presented in the following table. List of related parties along with nature and volume of transaction is given below:

a) Holding Company	: M/s Anadi Investments Pvt. Ltd.
b) Subsidiary Company	: M/s Majestic IT Services Ltd. : M/s Emirates Technologies Pvt. Ltd.
c) Enterprises in which the Company has significant influence	-

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- d) Key Management Personnel : Mr. Mahesh Munjal (Managing Director)
: Mr. Aayush Munjal (Whole Time Director)
: Ms. Ashima Munjal (Joint Managing Director)
- e) Other Key Management personnel : Mr. Prakash Patro
: Mr. Rahul Tiwari
- f) Enterprises over which key management personnel and their relatives are able to exercise significant influence : M/s Munjal Showa Ltd.
- g) Employee welfare trust where there is control : Majestic Auto Ltd. - Employee Gratuity Fund
: Majestic Auto Ltd. - Superannuation Fund

Transaction with related parties during the year ended 31.03.2017 (Amount in Rs.)

Particulars	Subsidiary Company	Subsidiary Company	Key management personnel	Key management personnel	Enterprises over which key management & their relatives are able to exercise significant influences	Enterprises over which key management & their relatives are able to exercise significant influences	Employees welfare trust where there is control	Employees welfare trust where there is control
	31.03.17	31.03.16	31.03.17	31.03.16	31.03.17	31.03.16	31.03.17	31.03.16
Sale of Goods								
Munjal Showa Ltd.	-	-	-	-	6630087	6756470	-	-
MITSL	60000000	28000000	-	-	-	-	-	-
Interest Paid			15157054	8144618	-	-	-	-
Interest Received from MITSL	2717288	620548	-	-	-	-	-	-
Loan Received (Mahesh Munjal)	-	-	165250000	161700000	-	-	-	-
"Loan Paid (Mahesh Munjal)"	-	-	265600000	281000000	-	-	-	-
Loan Outstanding	-	100024657	48250000	148600000	-	-	-	-
Remuneration Paid								
Mahesh Munjal	-	-	11348884	10295165	-	-	-	-
Aayush Munjal	-	-	2945640	3113846	-	-	-	-
Rajesh Saini	-	-	-	851766	-	-	-	-
Prakash Patro	-	-	756274	617944	-	-	-	-
Rahul Tiwari	-	-	262218	-	-	-	-	-
Superannuation							1088749	515181
Majestic Auto Ltd. Superannuation Fund	-	-	-	-	-	-	-	-
Gratuity							5672976	5135810
Majestic Auto Ltd. Employee Gratuity Fund	-	-	-	-	-	-	-	-
Investment								
Majestic IT Services Ltd.	169765000	169765000	-	-	-	-	-	-
Emirates Technologies Pvt Ltd.	732000000	732000000	-	-	-	-	-	-
Loans to MITSL	-	100000000	-	-	-	-	-	-
Receivable								
Munjal Showa Ltd.	-	-	-	-	839797	805719	-	-
MITSL	-	5564240	-	-	-	-	-	-
Sitting Fees								
Aashima Munjal	-	-	-	60000	-	-	-	-
Payable								
Munjal Showa Ltd.	-	-	-	-	-	-	-	-

*Including perquisites as per Income Tax Act 1961.

Note: No amount has been provided as doubtful debts or advances / written off or written back in the year in respects of debts due from / to above related parties.

38. SEGMENT DISCLOSURE

Business Segment

(Amount in Rs.)

	31.03.2017					31.03.2016				
	Fine Blanking Components	Electricals	Other Operations	Eliminations	Consolidated	Fine Blanking Components	Electricals	Other Operations	Eliminations	Consolidated
SEGMENT REVENUE										
Net Sales / Income from operations	25,76,27,240	1,41,68,09,638	9,35,30,456	-	1,76,79,67,334	19,54,46,730	98,26,54,664	5,82,13,153	-	1,23,63,14,547
Less: Inter segment Revenue	-	-	-	-	-	-	-	-	-	-
NET SALES/ INCOME FROM OPERATIONS	25,76,27,240	1,41,68,09,638	9,35,30,456	-	1,76,79,67,334	19,54,46,730	98,26,54,664	5,82,13,153	-	1,23,63,14,547
SEGMENT RESULTS										
Profit before Tax, Interest & Other Income	(1,24,42,314)	(9,09,89,625)	(5,82,58,145)	-	(16,16,90,084)	(1,76,44,248)	(6,61,24,589)	(6,10,71,595)	-	(14,48,40,432)
Total	(1,24,42,314)	(9,09,89,625)	(5,82,58,145)	-	(16,16,90,084)	(1,76,44,248)	(6,61,24,589)	(6,10,71,595)	-	(14,48,40,432)
Less: i) Finance Cost					16,05,78,228					16,12,37,644
ii) Other un-allocable expenditure, Net of un-allocable income					(10,23,70,312)					(7,69,93,034)
Total Profit before tax/extra ordinary/exceptional items					(21,98,98,001)					(22,90,85,042)
Profit on Sale on Long Term Investments					5,23,45,993					27,31,16,347
Provision for Taxation					(6,95,38,427)					(4,89,39,037)
Profit after tax					(9,80,13,581)					9,29,70,342
OTHER INFORMATION										
Segment Assets-Fixed / Current Assets/Investments	28,11,05,347	1,45,71,21,271	18,75,38,394	-	1,92,57,65,011	30,11,25,959	1,52,70,09,791	29,42,03,655	-	2,12,23,39,405
Unallocated Corporate Asset					1,75,89,33,335					1,68,96,58,088
TOTAL ASSETS	28,11,05,347	1,45,71,21,271	18,75,38,394	-	3,68,46,98,347	30,11,25,959	1,52,70,09,791	29,42,03,655	-	3,81,19,97,493
Segment Liabilities-Term/ Current Liabilities	16,29,96,622	1,00,42,42,847	11,02,88,784	-	1,27,75,28,253	16,82,25,699	92,75,60,300	19,45,85,380	-	1,29,03,71,379
Unallocated Corporate Liabilities					81,09,43,673					82,73,86,113
TOTAL LIABILITIES	16,29,96,622	1,00,42,42,847	11,02,88,784	-	2,08,84,71,926	16,82,25,699	92,75,60,300	19,45,85,380	-	2,11,77,57,492
Capital Expenditure for the year	9,93,948	3,33,30,520	18,79,560	-	3,62,04,028	17,65,548	2,95,43,304	1,50,97,295	-	4,64,06,147
Depreciation for the year	3,24,37,967	10,47,68,554	3,30,43,946	-	17,02,50,467	3,01,02,592	10,30,51,050	4,08,23,104	-	17,39,76,746
Other Non Cash Expenditure	-	-	-	-	-	-	-	-	-	-

39. As per Section 135 of the Companies Act, 2013, a Corporate Social Responsibility (CSR) committee has been formed by the Company. The areas for CSR activities are of Skill Development and Vocation based education, Livelihood enhancement, Waste management and Sanitation, Environmental sustainability, Women and youth empowerment, Disaster relief, National Missions projects which are specified in Schedule VII of the Companies Act, 2013.

During the financial year 2016-17, Company has not spent towards schemes of Corporate Social Responsibility as prescribed under section 135 of the Companies Act, 2013.

INDEPENDENT AUDITOR'S REPORT

To the Members of M/s. Majestic Auto Limited

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of M/s Majestic Auto Limited (hereinafter referred to as "the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), comprising of the Consolidated Balance Sheet as at 31st March, 2017, Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year/period then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements");

Management's Responsibility for the Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the 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 controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error; which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements; The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the Holding Company has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at 31st March, 2015, and their consolidated Losses and their consolidated cash flows for the year ended on that date.

Report on the Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2017 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary company, none of the directors of the Group companies, is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our Report in "Annexure A", which is based on the auditors' reports of the Holding Company and subsidiary companies. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Holding company's and subsidiary company's internal financial controls over financial reporting;
- (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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us: -
 - (i) There are no pending litigations, which would impact the consolidated financial position of the group.
 - (ii) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - (iii) There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary company.

For B D Bansal & Co
Chartered Accountants
Firm Regn.No.000621N

Sd/-
(Anil Gupta)
Partner
M. No. 089988

Place: Noida
Date: 29.05.2017

Annexure "A" to the Independent Auditor s' Report

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2017, we have audited the internal financial controls over financial reporting of Majestic Auto Limited (hereinafter referred to as "the Holding Company") and its subsidiary companies, as of that date;

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company and its subsidiary companies, are responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI)"; These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgement, 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 in terms of reports referred to in the Other Matters paragraph below, 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 authorisations 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 to the best of our information and according to the explanations given to us, the Holding Company and its subsidiary companies, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India";

MAJESTIC AUTO LIMITED-2017

CONSOLIDATED BALANCE SHEET AS AT 31.03.2017

PARTICULARS	Note No.	As at 31.03.2017 (Rs.)	As at 31.03.2016 (Rs.)
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2	10,39,82,280	10,39,82,280
Reserve and Surplus	3	1,61,81,42,792	1,65,57,81,578
Minority Interest	3A	9,19,59,900	8,35,14,331
		<u>1,81,40,84,972</u>	<u>1,84,32,78,190</u>
Non-current liabilities			
Long-term borrowings	4	3,21,26,91,542	3,35,38,50,719
Other Long-term liabilities	5	10,88,00,334	11,16,60,796
Long-term provisions	6	1,37,83,904	3,40,51,298
		<u>3,33,52,75,779</u>	<u>3,49,95,62,813</u>
Current liabilities			
Short-term borrowings	7	19,96,52,804	29,73,69,010
Trade payables	8	33,63,71,776	23,57,62,064
Other current liabilities	9	24,90,85,879	19,64,46,584
Short-term provisions	0	4,57,986	3,76,885
		<u>78,55,68,444</u>	<u>72,99,54,543</u>
TOTAL		<u>5,93,49,29,195</u>	<u>6,07,27,95,548</u>
ASSETS			
Non-current assets			
Fixed assets			
Tangible assets	10	3,88,84,67,772	4,06,54,43,094
Intangible assets		61,51,55,607	62,24,91,366
Capital work-in-progress		-	8,61,190
		<u>4,50,36,23,379</u>	<u>4,68,87,95,650</u>
Non-current investments	11	20,15,10,155	20,54,13,002
Deferred tax assets (Net)	12	43,10,55,285	35,41,93,137
Long-term loans and advances	13	7,69,88,461	12,85,13,161
		<u>70,95,53,901</u>	<u>68,81,19,300</u>
		<u>5,21,31,77,281</u>	<u>5,37,69,14,950</u>
Current assets			
Current investments		-	-
Inventories	14	18,38,99,394	18,41,40,533
Trade receivables	15	33,46,53,618	25,33,04,968
Cash and Bank balances	16	45,98,486	1,05,40,580
Short-term loans and advances	17	19,75,86,530	24,66,92,785
Other current assets	18	10,13,887	12,01,732
		<u>72,17,51,915</u>	<u>69,58,80,598</u>
TOTAL		<u>5,93,49,29,195</u>	<u>6,07,27,95,548</u>
Significant accounting policies	1		
The accompanying notes are an integral part of these financial statements.			
For and on behalf of the Board of Directors of Majestic Auto Limited		AS PER OUR AUDIT REPORT OF EVEN DATE ANNEXED For and on behalf of B.D. Bansal & Co. Chartered Accountants Firm Regn. No. 000621N	
Sd/- Rahul Tiwari Company Secretary	Sd/- Prakash Chandra Patro Chief Financial Officer	Sd/- Mahesh Munjal Chairman and Managing Director	Sd/- S.S.Khosla Director
			Sd/- (Anil Gupta) Partner M.NO.089988
Place: Noida Date: 29.05.2017			

MAJESTIC AUTO LIMITED-2017

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2017

PARTICULARS	Note No.	Year Ended 31.03.2017 (Rs.)	Year Ended 31.03.2016 (Rs.)
Income:			
Revenue from Operations (Gross)	20	2,14,92,61,688	1,51,06,22,603
Less: Excise Duty		<u>20,62,26,426</u>	<u>13,47,78,212</u>
Revenue from Operations (Net)		1,94,30,35,262	1,37,58,44,391
Other Income	21	<u>43,46,14,852</u>	<u>25,58,72,963</u>
Total Revenue		<u>2,37,76,50,114</u>	<u>1,63,17,17,354</u>
Expenses:			
Cost of materials consumed	22	1,24,05,69,442	79,47,80,482
Purchases of Stock-in-Trade		-	-
Changes in inventories of finished goods, work-in-	23	4,57,84,320	(3,39,60,461)
Employee benefits expense	24	24,70,14,686	25,10,59,132
Finance costs	25	34,95,41,101	26,42,10,346
Depreciation and amortisation expense	11	22,87,91,561	20,20,22,266
Other expenses	26	<u>39,41,13,901</u>	<u>35,86,47,980</u>
Total expenses		<u>2,50,58,15,013</u>	<u>1,83,67,59,745</u>
Profit before tax/extra ordinary/exceptional items		(12,81,64,899)	(20,50,42,391)
Profit on Sale of Long Term Investments		5,23,45,993	27,31,16,347
Profit before tax		(7,58,18,906)	6,80,73,956
Less: Tax expenses:			
Current Tax		1,42,54,268	1,31,49,248
Less: MAT Credit Entitlement		(8,90,855)	(95,25,564)
Deferred tax		(7,68,62,149)	(4,74,86,738)
Tax with respect to earlier years		<u>1,68,73,048</u>	<u>(14,52,299)</u>
Profit / (Loss) for the year		<u>(2,91,93,218)</u>	<u>11,33,89,309</u>
Earnings per Share (in Rs.)			
(Face value of Rs. 10/- each)	27		
- Basic		(2.81)	10.46
- Diluted		(2.81)	10.46
Significant accounting policies	1		
<p>The accompanying notes are an integral part of these financial statements.</p> <p style="text-align: center;">For and on behalf of the Board of Directors of Majestic Auto Limited</p> <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="text-align: center;"> <p>Sd/- Rahul Tiwari Company Secretary</p> </div> <div style="text-align: center;"> <p>Sd/- Prakash Chandra Patro Chief Financial Officer</p> </div> <div style="text-align: center;"> <p>Sd/- Mahesh Munjal Chairman and Managing Director</p> </div> <div style="text-align: center;"> <p>Sd/- S.S.Khosla Director</p> </div> <div style="text-align: center;"> <p>Sd/- (Anil Gupta) Partner M.NO.089988</p> </div> </div> <p style="text-align: right; margin-top: 10px;">AS PER OUR AUDIT REPORT OF EVEN DATE ANNEXED For and on behalf of B.D. Bansal & Co. Chartered Accountants Firm Regn. No. 000621N</p>			
<p>Place: Noida Date: 29.05.2017</p>			

MAJESTIC AUTO LIMITED-2017

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017

PARTICULARS	(Rs.)	Year Ended 31.03.2017 (Rs.)	(Rs.)	Year Ended 31.03.2016 (Rs.)
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before tax and Extraordinary items		(7,58,18,910)		6,53,45,832
Adjustment for:				
Add:				
a) Depreciation & Amortization Expenses	22,87,91,561		19,78,41,647	
b) Exchange Difference	-		16,687	
c) Interest -other and financial charges	16,05,78,228		24,42,29,857	
d) Increase in Provision for Gratuity (Net of payment)	(2,05,12,816)		(20,99,336)	
e) Prior period expense	1,63,211		15,85,636	
f) Loss on Sale of Fixed Assets	3,77,389		2,05,267	
g) Profit of subsidiary company till date of acquisition			16,87,08,076	
h) Provision for Income Tax	(1,26,51,026)			
i) MAT credit adjusted	(99,51,492)			
j) Provision for doubtful debts written off/(written back)		34,67,95,055	75,32,770	61,80,20,604
Less:				
a) Interest received on Loans, Deposits	14,34,335		67,26,722	
b) Dividend income on From Long term Investments (Non Trade)	8,53,47,000		7,35,99,100	
c) Profit on sale of Fixed Assets	1,21,19,133		75,245	
d) Profit on sale of Investments	5,23,45,993		27,31,16,347	
e) Provision for doubtful debts (written back)	3,15,700	15,15,62,161	75,32,770	36,10,50,184
Operating Profit before working Capital Changes		11,94,13,985		32,23,16,252
Adjustment for:				
a) Increase/(decrease) in Trade Payable	9,87,73,620		13,90,40,868	
b) Increase/(decrease) in other liabilities	(28,23,04,267)		4,31,71,669	
c) (Increase)/decrease in inventories	63,03,981		(8,22,14,750)	
d) (Increase)/decrease in Loan and advance & other current assets	27,70,89,411		(1,83,73,850)	
e) (Increase)/decrease in Trade and other receivable	(8,84,06,914)	1,14,55,831	(12,89,29,730)	(4,73,05,793)
Cash Generated from Operations		13,08,69,815		27,50,10,459
Less:				
a) Direct Taxes Paid	-634,221		698,381,92	
b) Exchange Difference	-		16,687	
c) Net prior period expenses/ Tax adjustments	1,63,211	(61,79,000)	15,85,636	7,14,40,515
Net Cash Flow operating activities		13,70,48,815		20,35,69,944
B. CASH FLOW FROM INVESTMENT ACTIVITIES				
a) Investments	-		(23,12,32,083)	
b) Sale of Fixed Assets	1,33,80,000		7,62,500	
c) Interest received on Loan deposit	14,34,335		67,26,722	
d) Dividend received	8,53,47,000		7,35,99,100	
e) Purchase of Fixed Assets (Net)	(4,52,57,546)		(2,58,45,21,983)	
f) Sale of Investments	5,62,48,840		29,77,59,745	
Net cash from (used in) Investments activities		11,11,52,630		(2,43,69,05,999)
C. CASH FLOW FROM FINANCING ACTIVITIES				
a) Repayment of borrowing	(9,35,65,311)		(9,01,17,875)	
b) Interest -other and Financial charges	(16,05,78,228)		(24,42,29,857)	
c) Proceed from borrowings	-		2,48,69,45,082	
Cash Generated(used in) from Financing Activities		(25,41,43,539)		2,15,25,97,350
Net cash from (used in) financing activities		(25,41,43,539)		2,15,25,97,350
D. NET INCREASE(+)/DECREASE(-) IN CASH AND CASH EQUIVALENTS (A+B+C)		(59,42,094)		(8,07,38,705)
cash and cash equivalents as at the beginning of the year		1,05,40,580		9,12,79,285
cash and cash equivalents as at the end of the year		45,98,486		1,05,40,580

NOTE TO THE CASH FLOW STATEMENT

1. Cash and cash equivalents include cash and bank balance shown in Note no. 17 of the Balance sheet
2. Prior year figures have been regrouped and recast wherever necessary

1. SIGNIFICANT ACCOUNTING POLICIES

A. PRINCIPLES OF CONSOLIDATION

The consolidated financial statements include accounts of Majestic Auto Limited (MAL) and its subsidiary, Majestic IT Services Limited and Emirates Technologies Pvt. Ltd., companies incorporated in India. The consolidated financial statements have been prepared to comply in all material respects with the Accounting Standards notified by Companies (Accounting Standards) Rules, 2006, (as amended) and in particular Accounting Standard 21 (AS 21)- 'Consolidated Financial Statements'.

B. ACCOUNTING CONVENTIONS

The financial statements are prepared under the historical cost convention, on the accrual basis of accounting in accordance with the Generally Accepted Accounting Principles (GAAP) in India and comply with the accounting standards as notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant presentational requirements of the Companies Act, 2013.

C. BASIS OF PREPARATION

The financial statements of the company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention except for derivative financial instrument which have been measured at fair value. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year except for the change in accounting policy explained below.

D. PROPERTY, PLANT AND EQUIPMENT INCLUDING INTANGIBLE ASSETS AND DEPRECIATION/ AMORTIZATION

- a) Property, Plant and Equipment are stated at cost net of cenvat, less accumulated depreciation and/ or impairment loss, if any.
- b) Depreciation on Property, Plant and Equipment has been provided on straight-line method at the rates and in the manner prescribed in Schedule II to the Companies Act, 2013.
- c) The cost of Leasehold land is amortized over the period of lease.
- d) In respect of assets added / disposed off during the year, depreciation is charged on a pro-rata basis with reference to the month of addition/disposal.
- e) Intangible assets comprise purchased software/licenses. All costs till commencement of commercial production attributable to the fixed assets and intangible assets are capitalized. Intangible assets are recognized if it is probable that the future economic benefits that are attributable to the asset will flow to the Company and the cost of the asset can be measured reliably. These assets are valued at cost which comprises its purchase price and any directly attributable expenditure. Depreciation on intangible assets has been provided as per Accounting Standard 26 'Intangible Assets'.

E. INVESTMENTS

Investments are classified into current and long term investments. Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long term investments. Current investments (excluding current maturities of long term investments) are stated at the lower of cost and fair value. Long term investments are carried at cost. Provision for diminution in value of long term investments is made only if such decline is not temporary.

F. INVENTORIES

- a) Finished goods are valued at lower of cost or net realizable value. Cost is considered at material cost on movement moving weighted average basis plus appropriate overheads.
- b) Work in progress is valued at material cost on movement moving weighted average basis plus appropriate overheads.
- c) Scrap is valued at net realizable value.
- d) Goods in transit are valued at cost.
- e) Other inventories are valued at cost on moment moving weighted average basis.
- f) The liability of excise duty on finished goods and scrap lying in the factory at year end is estimated on the basis of sales price of goods and excise rates prevailing on the said date, while determining the cost of closing stock of finished goods and scrap.

G. EMPLOYEE BENEFITS

Superannuation, Provident and Gratuity Funds are accounted for on accrual basis with corresponding payments to recognized scheme/fund. Short term employees' benefits are recognized as an expense at the undiscounted amount in the Statement of profit and loss for the year in which the related services rendered. The liability for gratuity (in the nature of a defined benefit obligation) is provided on the basis of actuarial valuation (PUC method) conducted by Life

Insurance Company of India (LIC), since the gratuity scheme of the company is covered under a group gratuity cum life assurance cash accumulation policy of the LIC. Actuarial gains or loss arising from such valuation are charged to revenue in the year in which they arise.

H. REVENUE RECOGNITION

Revenue from sale of products/job-work is recognized on dispatch of goods from factory premises and is recognized on accrual basis except for export sales, which are booked on the basis of date of custom clearance.

Gross sales as reflected in the financial statements are inclusive of excise duty and net of rebate / trade discounts and returns.

Interest income is recognized on an accrual basis on time proportion method, taking into account the amount outstanding and the rate applicable.

Dividend income is recognized when the right to receive payment is established by the balance sheet date.

Exports benefits are recognized on an accrual basis at the anticipated realizable value, based on past experience.

I. RESEARCH AND DEVELOPMENT

Revenue expenditure on research and development is charged against the profit of the year in which it is incurred. Capital expenditure on research and development is shown as an addition to fixed assets and depreciation is provided on the same basis as for other fixed assets.

J. FOREIGN EXCHANGE TRANSACTIONS

The Company accounts for effects of difference in foreign exchange rates in accordance with Accounting Standard 11 notified by the Companies (Accounting Standards) Rules, 2006.

- a) Transactions in foreign currencies are accounted for at the exchange rate prevailing at the date of transaction/ negotiations.
- b) Monetary foreign currencies items outstanding at the year end are reinstated into rupees at the rate of exchange prevailing on the Balance Sheet date.
- c) Non monetary foreign currency items are carried at cost.
- d) Any income or expenses on account of exchange rate difference either on settlement or on transaction is recognized in the statement of profit and loss.
- e) In respect of forward contracts, forward premium or discount arising at the inception of forward contract is amortized over the life of contract. Exchange differences on such contracts are recognized in the statement of profit and loss in the year in which exchange rates change. Any profit and loss arising on cancellation or renewal of forward exchange contract is recognized as income or as expense for the year.

K. TAXATION

The provision for current income tax liability is ascertained on the basis of assessable profits computed in accordance with the provisions of Income Tax Act, 1961. Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of being reversed in one or more subsequent periods.

Minimum Alternative Tax ("MAT") paid in accordance with the tax laws, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal tax in future. MAT Credit entitlement can be carried forward and utilized for a specific period as prescribed under the law from the year in which the same is availed. Accordingly, it is recognized as an asset in the Balance Sheet when it is probable that the future economic benefit associated with it will flow to the Company and the asset can be measured reliably.

L. GOVERNMENT GRANTS

Government grants are deducted from the value of the concerned asset if the grant is specifically received for the purchase, construction or acquisition of the asset. However, if it is received as a contribution towards the total investment or by way of contribution to its capital outlay and no repayment is ordinarily required to be made; such grants are treated as capital reserves.

M. ACCOUNTING FOR ESTIMATES

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Examples of such estimates include estimation of future obligations under employee retirement benefit plans, estimated useful life of fixed assets, classification of assets / liabilities etc. Actual results could differ from these estimates. Any revision to accounting estimates is recognized in accordance with the requirements of the respective accounting standards.

N. IMPAIRMENT

The carrying amounts of assets are reviewed at each balance sheet date in accordance with Accounting Standard 28, 'Impairment of Assets', to determine whether there is any indication of impairment. An impairment loss is charged to the statement of profit & loss in the year in which an assets is identified as impaired.

O. ACCOUNTING FOR LEASES

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased asset are classified as operating leases. Operating lease charges are expensed on a straight line basis with reference to lease terms and other considerations.

P. BORROWING COSTS

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets to the extent that they relate to the period till such assets are ready to be put to use. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit and Loss.

Q. SEGMENT REPORTING

- a) The Company has disclosed business segment as the primary segment for disclosure. The Company has identified four separate segments i.e. Fine Blanking Components, Mufflers and Electricals. The Segments are identified with regard to the dominant source, nature of risks and returns, internal organization and management structure and internal reporting systems.
- b) The accounting policies adopted for segment reporting are in line with the accounting policies of the Company.
- c) Segment revenues, Results and Capital employed figures include the respective amounts identifiable to each of the segments. Interest and other financial charges/ incomes are reported at corporate level. Also those assets and liabilities which are not identifiable to the individual segments are reported at corporate level.
- d) The inter segmental revenue is accounted for on the basis of transfer price agreed to amongst segments as per market trend.

R. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

A provision is recognized when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation in respect of which reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

A contingent asset is neither recognized nor disclosed in the financial statements.

S. CASH FLOW STATEMENT

The Cash Flow Statement is prepared by the indirect method set out in Accounting Standard-3 on Cash Flow Statements and presents cash flows by operating, investing and financing activities of the Company. The Company considers all highly liquid financial instruments, which are readily convertible into cash, to be cash equivalents.

T. EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

U. DERIVATIVE INSTRUMENTS

In accordance with the ICAI announcement, derivative contracts, other than foreign currency forward contracts covered under AS 11, are marked to market on a portfolio basis, and the net loss, if any, after considering the offsetting effect of gain on the underlying hedged item, is charged to the statement of profit and loss. Net gain, if any, after considering the offsetting effect of loss on the underlying hedged item, is ignored.

MAJESTIC AUTO LIMITED-2017

Notes on Consolidated Financial Statements for the Year ended 31st March, 2017				
PARTICULARS	As at 31.03.2017 (Rs.)		As at 31.03.2016 (Rs.)	
2 SHARE CAPITAL				
AUTHORISED SHARE CAPITAL				
15,000,000 (Previous Year 15,000,000) Equity Shares of Rs.10/- each	15,00,00,000		15,00,00,000	
25,000,000 (Previous Year 25,000,000) Preference Shares of Rs.10/- each	25,00,00,000		25,00,00,000	
	40,00,00,000		40,00,00,000	
ISSUED SHARE CAPITAL				
10,398,978 (Previous Year 10,398,978) Equity Shares of Rs.10/- each	10,39,89,780		10,39,89,780	
SUBSCRIBED AND PAID UP SHARE CAPITAL				
10,397,478 (Previous Year 10,397,478) Equity Shares of Rs.10/- each fully paid up	10,39,74,780		10,39,74,780	
Add: Shares forfeited (Amount paid up)	7,500		7,500	
	10,39,82,280		10,39,82,280	
a) Reconciliation of Equity shares outstanding at the beginning and at the end of the reporting period.				
Particulars				
	31-Mar-17		31-Mar-16	
	Number	Amount(Rs)	Number	Amount(Rs)
Shares outstanding at the beginning of the year	1,03,97,478	10,39,74,780	1,03,97,478	10,39,74,780
Add: Shares forfeited (Amount paid up)	-	7,500	-	7,500
Changes during the year	-	-	-	-
Shares outstanding at the end of the year	1,03,97,478	10,39,82,280	1,03,97,478	10,39,82,280
b) Rights, preferences and restrictions attached to Equity shares				
Equity shares: The company has one class of equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share held. The dividend, if any proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to their shareholding.				
c) Shares held by holding company				
Particulars				
	31-Mar-17		31-Mar-16	
	Number	Amount(Rs)	Number	Amount(Rs)
M/s Anadi Investments (P) Ltd.	77,57,687	7,75,76,870	77,57,687	7,75,76,870
d) The details of Shareholders holding more than 5% shares :				
Particulars				
	31-Mar-17		31-Mar-16	
	No. of Shares	% holding	No. of Shares	% holding
M/s Anadi Investments (P) Ltd.	77,57,687	74.61	77,57,687	74.61
e) There are NIL number of shares (Previous year Nil) reserved for issue under option and contracts/commitment for the sale of shares/disinvestment including the terms and amounts.				
f) For the period of five years immediately preceding the date as at which the balance sheet is prepared				
Particulars				
	No. of Shares in Current Year		No. of Shares in Previous Year	
Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash	Nil		Nil	
Aggregate number and class of shares allotted as fully paidup by way of bonus shares	Nil		Nil	
Aggregate number and class of shares bought back	Nil		Nil	
g) There are NO securities (Previous year No) convertible into Equity/ Preferential Shares.				
h) There are NO calls unpaid (Previous year No) including calls unpaid by Directors and Officers as on balance sheet date				
i) 1500 equity shares of Rs. 10/- each were forfeited by Company against unpaid call money of Rs.5/- per equity share.				
PARTICULARS	As at 31.03.2017 (Rs.)		As at 31.03.2016 (Rs.)	
3 RESERVES AND SURPLUS				
CAPITAL RESERVE				
As per last Balance Sheet	30,00,000		30,00,000	
SECURITIES PREMIUM RESERVE				
As per last Balance Sheet	1,29,52,386		1,29,52,386	
GENERAL RESERVE				
As per last Balance Sheet	5,00,00,000		5,00,00,000	
SURPLUS				
As per last Balance Sheet	1,58,98,29,193		1,31,24,17,490	
Add: Profit / (Loss) for the year till date of acquisition	(2,91,93,218)		28,28,08,695	
Less: Share of Minority Interest	84,45,569		53,96,992	
	1,55,21,90,406		1,58,98,29,193	
	1,61,81,42,792		1,65,57,81,579	
3A Minority Interest				
Share Capital	4,00,00,000		4,00,00,000	
Share in Reserve & Surplus	-		-	
B/F till date of acquisition	4,35,14,331		3,81,17,339	
Add: Profit / (Loss) for the year	84,45,569		53,96,992	
	9,19,59,900		8,35,14,311	
4 LONG-TERM BORROWINGS				
	Non-Current		Current	
FROM BANKS				
Secured:				
Ruppee Term loans	3,11,18,17,239		18,94,67,251	
Ruppee Term loans (Car Loans)	36,79,305		44,02,188	
Unsecured:	4,89,44,997		2,75,83,00,983	
HDFC Bank	-		58,28,445	
FROM OTHERS				
Secured:				
Bajaj Finance Limited	-		43,98,82,125	
Unsecured:				
Deposits (Refer Note 4 (b))	4,82,50,000		14,89,38,166	
Less: Current maturities shown under other current liability (refer note no. 9)	3,21,26,91,542		19,38,69,439	
	3,21,26,91,542		3,35,38,50,719	
	19,38,69,439		8,66,66,681	
	19,38,69,439		8,66,66,681	
	3,35,38,50,719		-	
Notes on Consolidated Financial Statements for the Year ended 31st March, 2017				
a) Terms of repayment of secured borrowings				
Type of loan				
Amount (including current maturities) as on				
Terms of repayment and Maturity				
Nature of Security				
Rate of Interest				
Ruppee term loans				
(i) Term loan- IDBI Bank	2,29,00,000	Repayable in 28 quarterly installments commencing from 30-June-11 with first 12 installments of Rs.3,80,000 each, next 12 installments of Rs.11,100,000 each and remaining 4 installments of Rs. 10,300,000 each.	Term Loans are secured by mortgage over the immovable properties on pari-passu basis and first charge on entire fixed assets of the Company both present & future on pari-passu basis and also secured by Second Charge on entire current assets of the Company both present and future. These Term Loans are also further secured by personal guarantee of Managing Director of the Company.	The rate of interest on the loans ranges from 11.00% to 11.40% per annum.
(ii) Term loan- Catholic Syrian Bank	4,46,84,822	Repayable in 26 quarterly installments commencing from 31-May-11 with first 12 installments of Rs.4,250,000 each, Next 12 installments of Rs.12,575,000 each and last 2 installments of Rs.23,450,000 Lakhs each.	Term Loans are secured primary by hypothecate by way of Subservient charges on all movable plant & machinery, fixed assets both present & future of the Company and Secondary-Pledge of equity shares of Hero MotoCorp Limited.	7.85% per annum (MCLR)
(iii) Term loan- HDFC Bank	85,06,85,641	Repayable after one year or rollover for further period.	Term Loans are secured primary by hypothecate by way of Subservient charges on all movable plant & machinery, fixed assets both present & future of the Company and Secondary-Pledge of equity shares of Hero MotoCorp Limited.	8.05% per annum (MCLR+25 bps) Floating
(iv) Term loan- DEUTSCHE BANK	47,55,77,589	Repayable after one year or rollover for further period.	Housing Loan is secured by equitable mortgage of Flat No. C-100 (Block-C), First Floor, Southern Avenue, Maharan Bagh, New Delhi	10.25% Per Annum (BR+0.25%)
(v) Housing Loan- Punjab National Bank	9,09,43,673	180 equated monthly installments of Rs.11,05 lacs each.	Vechile Loan is secured by mortgage of Vechile of the Company	10.09% Per Annum
(vi) Vechile Loan- ICICI Bank	40,94,421	36 equated monthly installments of Rs.3.14 lacs each.	Vechile Loan is secured by mortgage of Vechile of the Company	9.95% Per Annum (BR+0.30%)
(vii) Vechile Loan- Canara Bank	19,89,205	60 monthly installments of Rs.0.54 lac each	Vechile Loan is secured by mortgage of Vechile of the Company	-
Others				
(v) Bajaj Finance Ltd	-	Principal including interest will be repayable within two year.	Loan is secured by pledge of equity shares of Hero MotoCorp Limited.	Rate of interest -10% Per Annum
As at				
31.03.2017				
(Rs.)				
b) Terms of Repayment for unsecured deposits.				
Deposits from Director	4,82,50,000		14,89,38,166	
	4,82,50,000		14,89,38,166	
Repayable as per the terms of individual deposit ranging from 24 months to 36 months from the date of acceptance of deposits				

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PARTICULARS	As at 31.03.2017 (Rs.)	As at 31.03.2016 (Rs.)
5 OTHER LONG-TERM LIABILITIES		
Trade Payables	79,03,934	49,43,228
Other-Trade Deposits	<u>10,08,96,400</u>	<u>10,67,17,568</u>
	<u>10,88,00,334</u>	<u>11,16,60,796</u>
6 LONG-TERM PROVISIONS		
Provision for employees benefit		
Provision for Gratuity	<u>1,37,83,904</u>	<u>3,40,51,298</u>
	<u>1,37,83,904</u>	<u>3,40,51,298</u>
7 SHORT TERM BORROWINGS		
Secured :		
i) Working Capital Loans repayable on demand from banks	15,23,43,338	23,51,46,894
ii) Working Capital Loans repayable on demand from banks	<u>4,73,09,466</u>	<u>6,22,21,116</u>
	<u>19,96,52,804</u>	<u>29,73,68,010</u>
<p>Nature of Security</p> <p>a) i) The Secured working capital Loans from Banks are secured by hypothecation of stock in trade and book debts and other current assets of the Company both present and future on pari-passu basis and also secured by second pari-passu charge on the immovable properties and entire fixed assets (both present & future) of the Company. These Loans are further secured by personal guarantee of Managing Director of the Company.</p> <p>ii) The Secured working capital Loans are secured by Subservient charge on all the Current Assets and Movable Fixed Assets of the Borrower (both present and future) of the Company. These Loans are further secured by personal guarantee of Managing Director of the Company.</p> <p style="text-align: center;">Notes on Consolidated Financial Statements for the Year ended 31st March, 2017</p>		
PARTICULARS	As at 31.03.2017 (Rs.)	As at 31.03.2016 (Rs.)
8 TRADE PAYABLES		
Micro, Small and Medium Enterprises #	-	-
Others	<u>33,63,71,776</u>	<u>23,67,62,064</u>
# This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.		
9 OTHER CURRENT LIABILITIES		
Current Maturity of long term Borrowings (refer note no.4)	19,38,69,439	13,76,57,202
Interest accrued but not due on borrowings	-	-
Advance from customers	<u>30,27,626</u>	<u>7,68,766</u>
Other payables (including Govt. dues, taxes, employee benefits and other misc. items)	<u>5,21,88,614</u>	<u>5,80,22,616</u>
	<u>24,90,85,879</u>	<u>19,64,46,584</u>
10 SHORT TERM PROVISIONS		
Provision for income tax	-	-
Provision for Employee Benefits	3,57,186	3,78,885
-Gratuity	-	-
-Leave Encashment	-	-
-Others	<u>1,00,800</u>	<u>-</u>
	<u>4,57,986</u>	<u>3,78,885</u>
<p>Notes on Consolidated Financial Statements for the Year ended 31st March, 2017</p>		
PARTICULARS	As at 31.03.2017 (Rs.)	As At 31.03.2016 (Rs.)
11 NON-CURRENT INVESTMENTS		
NON-TRADE INVESTMENTS (AT COST)		
Quoted Equity Instruments		
Hero Moto Corp Limited, 1,000,000 (Previous Year 1,030,395)Equity shares of Rs.2/- each fully paid up	<u>20,15,10,155</u>	<u>20,54,13,002</u>
	<u>20,15,10,155</u>	<u>20,54,13,002</u>
Aggregate amount of quoted investments	20,15,10,155	20,54,13,002
Market value of quoted investments	<u>3,32,07,32,950</u>	<u>2,94,34,00,000</u>
12 DEFERRED TAX ASSETS/(LIABILITIES) (Net)		
Deferred Tax Assets		
Expenses booked but allowable for tax purposes in subsequent years	50,15,10,281	43,28,83,170
Deferred Tax Liabilities		
Related to Fixed Assets	<u>7,04,54,996</u>	<u>7,86,90,033</u>
Net Deferred Tax Assets/(Liabilities)	<u>43,10,55,285</u>	<u>35,41,93,137</u>
13 LONG TERM LOANS AND ADVANCES		
(Unsecured, considered good)		
Security Deposits	1,49,19,841	1,86,76,812
MAT Credit Entitlement	20,62,648	10,03,00,000
Advance Income Tax (Net of provisions)	<u>5,94,42,176</u>	<u>96,31,254</u>
Prepaid Expenses	<u>5,63,796</u>	<u>9,05,085</u>
	<u>7,69,88,461</u>	<u>12,85,13,161</u>
<p>Notes on Consolidated Financial Statements for the Year ended 31st March, 2017</p>		
PARTICULARS	As at 31.03.2017 (Rs.)	As At 31.03.2016 (Rs.)
14 INVENTORIES		
(valued at lower of cost and net realisable value)		
Raw Materials & Components	7,58,34,623	5,35,06,206
Work-in-Progress (Refer Note a (i))	4,42,44,548	6,97,51,776
Finished Goods (Refer Note a (ii))	1,11,33,613	2,92,71,858
Stores and Spares	3,89,70,072	1,55,26,123
Loose Tools	1,17,09,865	17,02,141
Scrap	20,01,839	41,40,686
Goods-in-Transit	<u>4,834</u>	<u>1,02,41,743</u>
	<u>18,38,99,594</u>	<u>18,41,40,533</u>
(a) Details of Inventory		
(i) Work-in-progress		
Fine Blanking components	84,67,117	1,51,81,176
Electricals	2,79,59,601	4,28,74,620
Others	<u>78,17,731</u>	<u>1,18,95,980</u>
	<u>4,42,44,449</u>	<u>6,97,51,776</u>
(ii) Finished Goods		
Fine Blanking components	57,69,464	25,81,994
Electricals	27,02,443	2,46,06,508
Others	<u>26,61,706</u>	<u>20,83,356</u>
	<u>1,11,33,613</u>	<u>2,92,71,858</u>
15 TRADE RECEIVABLES		
(Unsecured)		
Outstanding for a period exceeding six months from the due date of payment		
Considered good	87,33,408	8,91,018
Considered doubtful	<u>2,74,78,377</u>	<u>2,77,94,077</u>
Less: Provision for Doubtful debts	<u>3,62,11,785</u>	<u>2,86,85,095</u>
	<u>87,33,408</u>	<u>8,91,018</u>
Others Considered good	<u>32,59,20,210</u>	<u>25,24,13,950</u>
	<u>33,46,53,618</u>	<u>25,33,04,968</u>

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16 CASH AND BANK BALANCES				
Cash and cash equivalents				
Cash on hand	9,65,854		10,54,391	
Cheques/ Drafts in hand	4,39,290		6,180	
Balances with Banks in Current Accounts	31,93,342	45,98,486	94,80,009	1,05,40,580
		45,98,486		1,05,40,580
17 SHORT-TERM LOANS AND ADVANCES				
(Unsecured considered good)				
Security Deposits		14,22,55,587		
Advances recoverable in cash or in kind or for value to be received		47,03,357		95,84,597
Balances with customs, excise, etc.		3,85,98,890		8,12,79,113
Advance paid to Suppliers		98,63,444		4,20,08,409
Prepaid Expenses		21,65,251		29,52,170
Advance Income Tax (Net of provisions)		-		11,08,496
		19,75,86,530		24,96,92,785
18 OTHER CURRENT ASSETS				
(Unsecured considered good)				
Margin Money Deposits*		9,54,281		7,31,342
Interest accrued on Above		-		41,340
Others		59,606		4,29,050
		10,13,887		12,01,732
* Pledged as security for letters of credit / bank guarantees				
Notes on Consolidated Financial Statements for the Year ended 31st March, 2017				
PARTICULARS				
		As At		As At
		31.03.2017		31.03.2016
		(Rs.)		(Rs.)
19 CONTINGENT LIABILITIES AND COMMITMENTS				
(I) Contingent Liabilities				
(a) Claims against the company not acknowledged as debts				
Sales Tax matters under U.P. VAT & Trade Tax Act		9,10,608		1,98,108
(b) Guarantees				
Bank Guarantees		44,19,900		1,09,56,712
Letter of Credit		4,44,63,697		2,30,68,691
(i) Excise duty / Sale Tax paid under protest amounting to Rs. 351,036 (Previous Year Rs. 351,036) is appearing under the head amounts recoverable.				
a) It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings.				
b) The Company does not expect any reimbursement in respect of the above contingent liabilities.				
c) Future cash outflows in respect of the above are determinable only on receipt of judgements / decisions pending with various forums / authorities.				
(II) Commitments				
Estimated value of contracts in capital accounts remaining to be executed and not provided for (net of advance)				
		-		-
20 REVENUE FROM OPERATIONS (GROSS)				
Sale of Products		1,67,55,70,908		1,05,54,71,883
Sale of Service		29,74,92,279		30,30,93,596
Other Operating Revenues		17,61,98,501		15,20,57,124
		2,14,92,61,688		1,51,06,22,603
(a) Details of products sold				
(i) Finished goods				
Fine Blanking components		24,29,82,805		18,30,50,524
Electricals		1,40,13,44,505		84,31,95,335
Others		3,12,43,598		2,92,26,024
		1,67,55,70,908		1,05,54,71,883
(ii) Traded goods				
Electricals		-		-
		1,67,55,70,908		1,05,54,71,883
(b) Details of sale of services				
Services Charges		6,05,50,000		2,85,47,989
Job Charges		6,18,74,355		13,50,15,783
		12,24,24,355		16,35,63,772
(c) Details of other operating revenues				
Sale of scrap		17,59,86,551		15,03,15,415
Others		2,11,950		17,41,709
		17,61,98,501		15,20,57,124
21 OTHER INCOME				
Interest on				
- Bank Deposits		88,622		62,634
- Others		67,39,886		66,64,088
Dividend income from Long Term investments		8,53,47,000		7,35,99,100
Rent received		1,25,468		16,53,97,655
Provisions/Liabilities no longer required written back #		3,15,700		33,750
Provision Written back for Bad Debts		-		75,32,770
Profit on sale of Fixed asset		1,21,19,133		75,245
Other non-operating income		32,98,78,043		25,97,624
Total		43,46,14,852		25,58,72,983
Notes on Consolidated Financial Statements for the Year ended 31st March, 2017				
PARTICULARS				
		Year Ended		Year Ended
		31.03.2017		31.03.2016
		(Rs.)		(Rs.)
22 COST OF MATERIALS CONSUMED (Derived)				
Opening inventories		5,35,06,206		2,10,52,456
Add: Purchases		1,26,28,97,859		82,22,34,232
Less: Closing inventories		7,58,34,623		5,35,06,206
Cost of material consumed		1,24,05,69,442		79,47,80,482
Details of Imported and Indigenous Raw Materials Consumed:				
	% of Consumption		% of Consumption	
Imported	2.79%	3,46,56,726	2.19%	1,69,01,547
Indigenous	97.21%	1,20,59,12,716	97.81%	77,78,18,935
Total	100.00%	1,24,05,69,442	100.00%	79,47,80,482
Details of Raw Material Consumed				
Particulars				
Raw Materials & Components		1,24,05,69,442		58,77,97,773
Paints and Chemicals		-		1,07,18,716
Plating Material		-		2,06,78,177
Total		1,24,05,69,442		61,90,92,666
23 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE				
Closing inventories				
- Finished goods		1,11,33,613		2,92,71,858
- Work-in-process		4,42,44,548		6,97,51,776
- Scrap		20,01,839		41,40,698
		5,73,80,000		10,31,64,320
Opening inventories				
- Finished goods		2,92,71,858		91,39,058
- Work-in-process		6,97,51,776		5,54,56,612
- Scrap		41,40,698		46,08,189
		10,31,64,320		6,92,03,859
(Increase) / Decrease in Inventories		4,57,84,320		(3,39,60,461)

24 EMPLOYEE BENEFIT EXPENSES			
Salaries, wages, bonus etc.	22,26,57,196		22,91,12,414
Contribution to Provident and other funds	1,87,69,537		1,78,68,729
Staff welfare expenses	55,87,953		40,77,989
	24,70,14,686		25,10,59,132
(a) Defined benefit Plans			
GRATUITY PLANS : The gratuity scheme of a company is covered under a group gratuity cum Life Assurance cash accumulation policy offered by LIC of India. The funding to the scheme is done through an approved gratuity trust. Every employee who has completed a			
Net Employee Benefit Expense recognized in the Statement of Profit and Loss			
Current service cost	36,76,292		15,15,446
Add: Interest cost on present value of defined benefit obligation as at the beginning of the year	39,05,633		29,13,087
Less: Expected return on plan assets	(38,682)		(23,681)
Add: Net actuarial (gain) / loss recognized in the year	(6,32,822)		7,27,627
Net Gratuity Cost	69,10,411		51,32,502
Details of Provision for gratuity recognized in the Balance Sheet			
Present value of defined benefit obligation at the end of year	3,02,79,919		4,88,20,409
Less: Unrecognised past service cost	-		-
Less: Fair value of plan assets at the end of year	1,54,80,279		1,47,45,338
Funded Status-Net Liability/(Asset)	1,47,99,639		3,40,75,071
Changes in the present value of the defined benefit obligation are as follows:			
Opening defined benefit obligation	4,88,20,409		3,64,13,591
Add: Interest cost	39,05,633		29,13,087
Add: Current service cost	36,76,292		15,15,467
Less: Benefits paid	(2,54,89,583)		73,39,337
Add: Actuarial (gains) / losses on obligation	(6,32,822)		6,38,927
Closing defined benefit obligation	3,02,79,919		4,88,20,409
Changes in the fair value of plan assets are as follows:			
Opening fair value of plan assets	1,47,45,300		2,56,016
Add: Expected return on plan assets	38,682		23,681
Add: Contributions by employer	39,23,712		72,15,058
Less: Benefits paid	(32,27,504)		73,39,337
Add: Actuarial gains / (losses)	-		(88,702)
Closing fair value of plan assets	1,54,80,279		1,47,45,338
Actual Return on Plan Assets			
Expected Return on Plan Assets	38,682		23,681
Add: Actuarial gain/(loss) on Plan Assets	0		10,13,702
Actual Return on Plan Assets	38,682		10,37,383

Notes on Consolidated Financial Statements for the Year ended 31st March, 2017

	31.03.2017	31.03.2016	31.03.2015	31.03.2014	31.03.2013
Define Benefits plan for 5 years					
GRATUITY	3,02,79,919	4,88,20,409	3,56,21,015	3,68,10,825	5,15,10,024
Net (Asset)/Liability recognised in the Balance Sheet	1,47,99,639	1,47,45,339	2,56,016	12,62,865	1,84,11,633
(a) Present Value of Obligation as at the close of the year	1,47,99,639	3,40,75,019	3,53,64,999	3,55,47,340	3,30,98,391
(b) Fair value of plan asset as at the close of the year	1,54,80,279	1,47,45,339	2,56,016	12,62,865	1,84,11,633
(c) (Asset)/Liability recognised in the Balance Sheet	1,47,99,639	3,40,75,019	3,53,64,999	3,55,47,340	3,30,98,391
Change in Defined Benefit Obligation (DBO) during the year ended	(1,41,25,770)	(1,41,25,770)	(1,41,25,770)	(1,41,25,770)	(1,41,25,770)
Actuarial (Gain)/Loss	(6,32,822)	6,38,927	1,02,700	(11,78,149)	(7,27,687)
Changes in the fair value of Plan Assets	7,80,648	(88,702)	(1,15,781)	(1,15,781)	(1,15,781)
Actuarial Gain/(Loss)	-	(88,702)	-	-	-

The expected return on plan assets is based on market expectation, at the beginning of the period, for returns over the entire life of the related obligation. The gratuity scheme contribution is invested in a group gratuity-cum-life assurance cash accumulation policy offered by LIC

PARTICULARS	Year Ended	
	31.03.2017	31.03.2016
	(Rs.)	(Rs.)
The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:		
Insurer Managed fund through Approved Trust	100	100
The principal assumptions used in determining gratuity are shown below:		
	%	%
Discount rate	8.00%	8.00%
Expected rate of return on Plan assets	9.25%	9.25%
Salary escalation	7.00%	7.00%
Mortality rate	LIC (1994-96) ULTIMATE	LIC (1994-96) ULTIMATE
Employee turnover:-		
Upto 30 years	1.00%	1.00%
Upto 44 years	2.00%	2.00%
Above 44 years	3.00%	3.00%
Method of Valuation	Projected Unit Credit	Projected Unit Credit
The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.		
SUPERANNUATION BENEFIT		
25 FINANCE COSTS		
Interest Expenses	34,81,35,919	28,07,47,874
Other borrowing costs	14,05,182	34,62,472
Applicable (gain)/loss on foreign currency transactions and translation	-	-
	34,95,41,101	28,42,10,346
26 OTHER EXPENSES		
Consumption of stores and spares*	1,03,66,031	2,03,68,451
Consumption of packing materials	1,96,94,601	1,25,39,465
Power and fuel	9,11,35,930	6,18,41,252
Fabrication expenses	77,53,241	59,19,438
Rent (refer note no.36)	1,26,72,660	52,98,929
Rates and taxes	9,65,354	11,84,284
Insurance	40,27,048	40,27,638
Research & development expenses	-	-
Repairs to plant & machinery	3,59,58,222	4,26,00,926
Repairs to buildings	1,71,53,227	8,90,702
Machinery rent	29,28,395	2,10,000
Repairs others	92,76,641	87,70,535
Directors' sitting fees	1,96,014	2,48,438
Auditor's remuneration and expenses	3,70,000	3,10,000
- Audit fee	50,000	50,000
- Tax audit fee	75,000	75,000
- Taxation matters	1,36,95,815	49,70,709
Legal and Professional Expenses	(11,44,480)	11,38,808
(Decrease) / Increase of excise duty on inventories	2,18,26,464	1,78,51,861
Freight and forwarding charges	42,04,397	48,01,877
Sale Promotion Expenses	1,000	30,700
Donations and contribution to charitable institutions	1,63,211	15,83,692
Prior period items	-	41,121
Excise duty written off	3,77,389	2,05,267
Loss on Sale of Fixed Assets	-	75,34,714
Bad Debts	14,25,24,369	15,61,37,486
Miscellaneous expenses#	(1,56,627)	16,687
Applicable (gain)/loss on foreign currency transactions and translation	39,41,13,901	35,86,47,960
# Includes Corporate Social Responsibility Expenses Rs. Nil (Previous Year Rs. Nil)		
*Including loose tools consumed		
Stores and Spare Consumed:		
	% of	% of
Imported	17.33	43.18
Indigenous	82.67	56.82
	100.00	100.00
	1,03,66,031	2,03,68,451

Notes on Consolidated Financial Statements for the Year ended 31st March, 2017

PARTICULARS	Year Ended	
	31.03.2017	31.03.2016
	(Rs.)	(Rs.)
27 EARNING PER SHARE (EPS)		
Net profit as per profit and loss account	(2,91,93,218)	10,87,56,072
Calculation of weighted average number of equity shares		
- Number of share at the beginning of the year	1,03,97,478	1,03,97,478
- Total equity shares outstanding at the end of the year	1,03,97,478	1,03,97,478
- Weighted average number of equity shares outstanding during the year	1,03,97,478	1,03,97,478
Basic Earnings Per Share (In Rs.)	(2.81)	10.46
Diluted Earnings Per Share (In Rs.)	(2.81)	10.46
Nominal Value of Equity Shares (In Rs.)	10.00	10.00

MAJESTIC AUTO LIMITED-2017

Description (Own Assets)	Gross Block				Depreciation / Amortisation				Net Block		
	As at 1-Apr-16	Additions	Disposal/ Adjustments	Borrowing Cost	As at 31-Mar-17	As at 1-Apr-16	For the Year	Disposal/ Adjustments	Upto 31-Mar-17	As at 31-Mar-17	As at 31-Mar-16
	(A) TANGIBLE ASSETS :										
Leasehold Land	47,52,63,192	-	-	-	47,52,63,192	1,98,90,365	55,81,037	-	2,54,71,402	44,97,91,790	45,53,72,827
Freehold Land	4,42,97,910	-	-	-	4,42,97,910	-	-	-	-	4,42,97,910	4,42,97,910
Buildings	3,06,28,73,699	41,00,680	(5,84,453)	-	3,06,63,89,927	23,82,95,719	5,68,75,491	(2,00,029)	29,49,71,181	2,77,14,18,743	2,82,45,77,980
Plant & Equipment	1,76,94,90,645	3,10,02,603	(53,450)	-	1,80,04,39,798	1,09,29,10,688	14,45,83,920	(17,007)	1,23,74,77,601	56,29,62,195	67,65,79,957
Furniture & Fixtures	6,79,53,119	63,60,071	-	-	7,43,13,190	3,00,23,802	91,04,562	-	3,91,28,364	3,51,84,826	3,79,29,317
Vehicles	3,16,23,839	35,06,574	(27,46,135)	-	3,23,84,278	1,01,73,475	40,68,833	(15,28,747)	1,27,13,561	1,96,70,717	2,14,50,364
Office Equipment	3,16,91,704	11,45,010	-	-	3,28,36,714	2,64,56,966	12,38,156	-	2,76,95,122	51,41,591	52,34,738
Total (A)	5,48,31,94,108	4,61,14,938	(33,84,038)	-	5,05,06,61,816	1,41,77,51,015	22,14,52,000	(17,45,782)	1,63,74,57,232	3,88,84,67,772	4,06,54,43,093
Previous Year	2,83,60,33,732	2,13,33,37,690	(80,01,243)	-	5,48,31,94,108	1,10,23,58,118	18,99,02,712	9,56,25,588	1,41,77,51,015	3,57,34,83,762	1,73,36,75,614
(B) INTANGIBLE ASSETS :											
Computer Software	8,19,73,683	3,800	-	-	8,19,77,483	3,14,98,206	3,34,528	-	3,18,32,734	5,01,44,751	5,04,75,477
Trade Mark & Licence & Goodwill	57,20,37,500	-	-	-	57,20,37,500	21,611	70,05,033	-	70,26,644	56,50,10,856	57,20,15,889
Total (B)	65,40,11,183	3,800	-	-	65,40,14,983	3,15,19,817	73,39,561	-	3,88,59,378	61,51,55,607	62,24,91,366
Previous Year	8,13,39,004	57,26,72,179	-	-	65,40,11,183	2,35,80,882	79,38,935	-	3,15,19,817	62,24,91,366	5,77,58,122
Total (A + B)	6,13,72,05,291	4,61,18,738	(33,84,038)	-	6,17,99,39,991	1,41,94,06,235	22,87,91,561	(17,45,782)	1,64,64,52,013	4,50,36,23,379	4,68,79,34,459
Previous Year	2,91,73,72,736	2,70,60,09,869	(80,01,243)	-	5,61,53,81,362	1,12,59,39,000	19,78,41,647	9,56,25,588	1,41,94,06,235	4,19,59,75,128	1,79,14,33,736
Capital Work-in-Progress											8,61,190
Intangible Assets under Development											

MAJESTIC AUTO LIMITED-2017

28. Foreign currency exposures recognized by the Company that have not been hedged by a derivative instrument or otherwise as at 31st March, 2017 are as under:

S.No.	Particulars	USD		CHF	
		As on 31.03.2017	As on 31.03.2016	As on 31.03.2017	As on 31.03.2016
i)	Debtors	3,715.50	7,110.00	-	1,189.85
ii)	Creditors	51,374.12	1,85,092.50	-	-

29. Details of dues to Micro Enterprises and Small Enterprises.

Sl. No.	Particulars	As on 31.03.2017 (Amount in Rs.)		As on 31.03.2016 (Amount in Rs.)	
		Principle	Interest	Principle	Interest
a)	The principle amount and interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting Year.	-	-	-	-
b)	The amount of interest paid by the buyer in terms of section 16 of Micro Small and Medium Enterprises Development 2006, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-	-	-
c)	The amount of interest due and payable for the period of delay in making payment (which have been but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprises Development 2006.	-	-	-	-
d)	The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-	-	-
e)	The amount of further interest remaining due and payable even in the succeeding years, until such date, when the interest dues as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprises Development 2006.	-	-	-	-

MAJESTIC AUTO LIMITED-2017

30. Details of Specified Bank Notes (SBN) held and transacted during the period from 08th November, 2016 to 30th December, 2016.

	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	1673000	814319	2487319
(+) Permitted receipts	-	2756314	2756314
(-) Permitted payments	-	3187139	3187139
(-) Amount deposited in Banks	1673000	-	1673000
Closing cash in hand as on 30.12.2016	-	383494	383494

31. Borrowing costs amounting to Rs. Nil (previous year Rs. Nil) attributable to acquisition and construction of fixed assets have been capitalized during the year.

32. In the opinion of the Board, all assets other than fixed assets and non-current investments have a value on realization in the ordinary course of business at least equal to the value at which they are stated in the foregoing Balance Sheet.

33. Value of imports calculated on C.I.F. basis in respect of -

	Year ended 31.03.2017 (Rs.)	Year ended 31.03.2016 (Rs.)
Raw Material	3,62,77,781	1,69,01,547
Components & Spare Parts	78,35,837	87,96,094
Capital Goods	1,52,67,240	-
Others	3,34,269	-
Total	<u>5,97,15,127</u>	<u>2,56,97,641</u>

34. Expenditure in Foreign Currency

	Year ended 31.03.2017 (Rs.)	Year ended 31.03.2016 (Rs.)
Others	3,34,269	2,23,265
Total	<u>3,34,269</u>	<u>2,23,265</u>

35. Foreign Currency Earnings

	Year ended 31.03.2017 (Rs.)	Year ended 31.03.2016 (Rs.)
Export of Goods on FOB basis	-	-

36. Assets taken on Operative Lease

The Company has taken on lease certain assets with lease term upto 11 months, which are subject to renewal at mutual consent thereafter. These arrangements can be terminated by either party after giving due notice. The other information in pursuant to Accounting Standard-19 is given hereunder.

MAJESTIC AUTO LIMITED-2017

		Year ended	Year ended
a)	The total of future minimum lease payments under non-cancelable operating leases for each of the following Periods:		
	i) Not later than one year	31.3.2017	31.3.2016
	ii) Later than one year and not later than five year	(Rs.)	(Rs.)
	iii) Later than five year	3724560	3724560
		-	-
		-	-
b)	Lease payments recognized in the statement of profit and loss for the year with separate amounts for		
	i) Minimum lease payments		
	ii) Contingent rents	-	-
			-
c)	Sub lease payments received (or receivable) recognized in the Statement of profit and loss for the year	N.A	N.A

37. Related party disclosure under Accounting Standard 18

During the year the company had entered into transactions with related parties. Those transactions along with related balances as at March 31, 2016 and for the year then ended are presented in the following table. List of related parties along with nature and volume of transaction is given below:

a) Holding Company	: M/s Anadi Investments Pvt. Ltd.
b) Subsidiary Company	: M/s Majestic IT Services Ltd. : M/s Emirates Technologies Pvt. Ltd.
c) Enterprises in which the Company has significant influence	: M/s OK Hosiery Mills Pvt. Ltd.
d) Key Management Personnel	: Mr. Mahesh Munjal (Managing Director) : Mr. Aayush Munjal (Whole Time Director) : Ms. Aashima Munjal (Joint Managing Director)
e) Other Key Management personnel	: Mr. Prakash Patro : Mr. Rahul Tiwari
f) Enterprises over which key management personnel and their relatives are able to exercise significant influence	: M/s Munjal Showa Ltd.
g) Employee welfare trust where there is control	: Majestic Auto Ltd. - Employee Gratuity Fund : Majestic Auto Ltd. - Superannuation Fund

MAJESTIC AUTO LIMITED-2017

Amount in Rs.

Particulars	Subsidiary Company	Subsidiary Company	Key management personnel	Key management personnel	Enterprises over which key management & their relatives are able to exercise significant influences	Enterprises over which key management & their relatives are able to exercise significant influences	Employees welfare trust where there is control	Employees welfare trust where there is control
	31.03.17	31.03.16	31.03.17	31.03.16	31.03.17	31.03.16	31.03.17	31.03.16
Sale of Goods								
Munjal Showa Ltd.	-	-	-	-	6630087	6756470	-	-
MITSL	60000000	28000000	-	-	-	-	-	-
Income From OK Hosiery	-	-	-	-	-	4675848	-	-
Purchase of Goods								
Rent Paid to OK Hosiery	-	-	-	-	3724560	3742560	-	-
Expenses paid to OK Hosiery	-	-	-	-	624029	1205336	-	-
Expenses paid to OK Hosiery	-	-	-	-	-	2400000	-	-
Advances								
M/s Munjal Showa Ltd.	-	-	-	-	-	-	-	-
Reimbursement of Expenses								
Interest Paid								
Mahesh Munjal	-	-	15157054	8144618	-	-	-	-
Aashima Munjal	-	-	160742	39166	-	-	-	-
Interest Received from MITSL	2717288	620548	-	-	-	-	-	-
Interest Received from ETPL by MITSL	20371411	2067748	-	-	-	-	-	-
Loan Received								
Mahesh Munjal	-	-	165250000	161700000	-	-	-	-
Aashima Munjal	-	-	-	1200000	-	-	-	-
Majestic Auto to MITSL	-	100000000	-	-	-	-	-	-
MITSL to ETPL	-	215968473	-	-	-	-	-	-
Loan repaid (Mahesh Munjal)			26560000	28100000	-	-	-	-
Loan Outstanding								
Mahesh Munjal	-	-	48250000	148600000	-	-	-	-
Aashima Munjal	-	-	-	1239166	-	-	-	-
ETPL	127125690	215968473	-	-	-	-	-	-
MITSL	-	100000000	-	-	-	-	-	-
Security Deposit by MITSL with ETPL								
Remuneration Paid								
Mahesh Munjal	-	-	11348884	10295165	-	-	-	-
Aayush Munjal	-	-	2945640	3113846	-	-	-	-
Aashima Munjal	-	-	3027049	2140600	-	-	-	-
Rajesh Saini	-	-	-	851766	-	-	-	-
Prakash Patro	-	-	756274	617944	-	-	-	-
Rahul Tiwari	-	-	262218	-	-	-	-	-
Majestic Auto Ltd. Superannuation Fund	-	-	-	-	-	-	1088749	515181
Gratuity								
Majestic Auto Ltd. Employee Gratuity Fund	-	-	-	-	-	-	5672976	5135810
Sitting Fee								
Aashima Munjal	-	-	-	60000	-	-	-	-
Mahesh Munjal	-	-	-	10000	-	-	-	-
Investment								
Majestic IT Services Ltd.	169765000	169765000	-	-	-	-	-	-
Emirates Technologies Pvt Ltd.	732000000	732000000	-	-	-	-	-	-
Loans to MITSL	-	100000000	-	-	-	-	-	-
Receivable								
Munjal Showa Ltd.	-	-	-	-	839797	805719	-	-
MITSL	-	-	-	-	-	-	-	-
MITSL from ETPL	127125690	214107500	-	-	-	-	-	-
Receivables								
MITSL	-	5564240	-	-	-	-	-	-

MAJESTIC AUTO LIMITED-2017

(Amount in Rs.)

	31.03.2017						31.03.2016						
	Fine Blanking Components	Electricals	Facility Management	Other Operations	Eliminations	Consolidated	Fine Blanking Components	Electricals	Facility Management	Other Operations	Eliminations	Consolidated	
1	SEGMENT REVENUE												
	Net Sales / Income from operations	25,76,27,240	1,41,68,09,638	17,36,00,331	9,49,98,053	-	1,94,30,35,262	19,54,46,730	98,26,54,664	13,14,23,744	6,63,19,253	-	1,37,58,44,391
	Less: Inter segment Revenue	-	-	-	-	-	-	-	-	-	-	-	-
	NET SALES/ INCOME FROM OPERATIONS	25,76,27,240	1,41,68,09,638	17,36,00,331	9,49,98,053	-	1,94,30,35,262	19,54,46,730	98,26,54,664	13,14,23,744	6,63,19,253	-	1,37,58,44,391
2	SEGMENT RESULTS												
	Profit before Tax, Interest & Other Income	(1,24,42,314)	(9,09,89,625)	3,12,24,416	(6,55,86,587)	-	(13,77,94,110)	(1,76,44,248)	(6,61,24,589)	2,43,24,548	(7,50,71,595)	-	(13,45,15,884)
	Total	(1,24,42,314)	(9,09,89,625)	3,12,24,416	(6,55,86,587)	-	(13,77,94,110)	(1,76,44,248)	(6,61,24,589)	2,43,24,548	(7,50,71,595)	-	(13,45,15,884)
	Less: i) Finance Cost						34,95,41,101						24,42,46,544
	ii) Other un-allocable expenditure, Net of un-allocable income						(35,91,70,312)						(17,09,91,913)
	Total Profit before tax/extra ordinary/exceptional items						(12,81,64,899)						(20,77,70,515)
	Profit on Sale on Long Term Investments						5,23,45,993						27,31,16,347
	Provision for Taxation						(4,66,25,688)						(4,34,10,240)
	Profit after tax						(2,91,93,218)						10,87,56,072
3	OTHER INFORMATION												
	Segment Assets-Fixed / Current Assets/Investments	28,11,05,347	1,45,71,21,271	17,63,47,359	2,26,14,21,883	-	4,17,59,95,860	30,11,25,959	1,52,70,09,791	24,28,02,095	2,12,00,30,416	-	4,19,09,68,261
	Unallocated Corporate Asset						1,75,89,33,335						1,68,96,58,088
	TOTAL ASSETS	28,11,05,347	1,45,71,21,271	17,63,47,359	2,26,14,21,883	-	5,93,49,29,195	30,11,25,959	1,52,70,09,791	24,28,02,095	2,12,00,30,416	-	5,88,06,26,349
	Segment Liabilities-Term/ Current Liabilities	16,29,96,622	1,00,42,42,847	11,63,25,474	2,02,63,35,608	-	3,30,99,00,551	16,82,25,699	92,75,60,300	22,68,02,518	1,95,11,38,109	-	3,27,37,26,626
	Unallocated Corporate Liabilities						81,09,43,673						82,73,86,113
	TOTAL LIABILITIES	16,29,96,622	1,00,42,42,847	11,63,25,474	2,02,63,35,608	-	4,12,08,44,223	16,82,25,699	92,75,60,300	22,68,02,518	1,95,11,38,109	-	4,10,11,12,739
4	Capital Expenditure for the year	9,93,948	3,33,30,520	99,14,710	18,79,560	-	4,61,18,738	17,65,548	2,95,43,304	24,28,02,095	2,43,18,98,922	-	2,70,60,09,869
5	Depreciation for the year	3,24,37,967	10,47,68,554	5,85,41,094	3,30,43,946	-	22,87,91,561	3,01,02,592	10,30,51,050	5,42,568	6,41,45,437	-	19,78,41,647
6	Other Non Cash Expenditure	-	-	-	-	-	-	-	-	-	-	-	-

39. As per Section 135 of the Companies Act, 2013, a Corporate Social Responsibility (CSR) committee has been formed by the Company. The areas for CSR activities are of Skill Development and Vocation based education, Livelihood enhancement, Waste management and Sanitation, Environmental sustainability, Women and youth empowerment, Disaster relief, National Missions projects which are specified in Schedule VII of the Companies Act, 2013.

During the financial year 2016-17, Company has not spent towards schemes of Corporate Social Responsibility as prescribed under section 135 of the Companies Act, 2013.

Gross amount required to be spent on CSR activities by that Company during the year is Rs. 7,82,880/- (P.Y Rs. 13,25,342/-)

Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014) Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

Part "I": Subsidiaries

(Rs. In Lacs)

Name of Subsidiary Company	Extent of holding	Capital	Reserves	Total Assets	Total Liabilities	Investment Details	Turnover	Profit before Taxation	Provision for Taxation	Profit after Taxation	Prop. Div.
Majestic IT Services Limited	100%	1,698	-823	2,037	1,163	-	2,351	262	-	262	-
Emirate Technologies Pvt. Ltd.	80%	2,000	2,598	25,030	20,432	-	3,290	655	-	422	-

The annual accounts of the subsidiary company and the related detailed information will be made available upon request by the investors of the company and of its subsidiary company. These documents will also be available for inspection by any investor at the Registered Office of the Company at Majestic Auto Limited, C-48, Focal Point, Ludhiana - 141010, and of the subsidiary company.

MAJESTIC AUTO LIMITED-2017

AOC-1

**(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures**

Part A Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	1
Name of the subsidiary	MAJESTIC IT SERVICES LIMITED
The date since when subsidiary was acquired	12-12-2009
Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	NA
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	NA
Paid Up Share capital	169765000
Reserves and surplus	-82343115
Total assets	203747359
Total Liabilities	203747359
Investments	Nil
Turnover	255439335
Profit before taxation	26190349
Provision for taxation	712387
Profit after taxation	26190349
Proposed Dividend	Nil
Extent of shareholding (in percentage)	100

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	2
Name of the subsidiary	Emirates Technologies Pvt Ltd
The date since when subsidiary was acquired	23-09-2015
Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	NA
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	NA
Paid Up Share capital	200000000
Reserves and surplus	259799499
Total assets	2502972013
Total Liabilities	2502972013
Investments	Nil
Turnover	334420227
Profit before taxation	65542749
Provision for taxation	13363413

MAJESTIC AUTO LIMITED-2017

Profit after taxation	52179337
Proposed Dividend	Nil
Extent of shareholding (in percentage)	80

Names of subsidiaries which are yet to commence operations	NIL
Names of subsidiaries which have been liquidated or sold during the year.	NIL

Part B Associates and Joint Ventures
Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to
Associate Companies and Joint Ventures

Name of Associates or Joint Ventures	Name 1	Name 2	Name 3
1. Latest audited Balance Sheet Date			
2. Date on which the Associate or Joint Venture was associated or acquired			
3. Shares of Associate or Joint Ventures held by the company on the year end			
No.			
Amount of Investment in Associates or Joint Venture			
Extent of Holding (in percentage)			
4. Description of how there is significant influence			
5. Reason why the associate/joint venture is not consolidated			
6. Networth attributable to shareholding as per latest audited Balance Sheet			
7. Profit or Loss for the year			
i. Considered in Consolidation			
ii. Not Considered in Consolidation			

1. Names of associates or joint ventures which are yet to commence operations.
2. Names of associates or joint ventures which have been liquidated or sold during the year.

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MAJESTIC AUTO LIMITED-2017

MAJESTIC AUTO LIMITED

Registered Office : C-48, Focal Point, Ludhiana - 141 010

ATTENDANCE SLIP

(Please complete this Attendance Slip and hand it over at entrance of the Meeting Hall)

I/We hereby record my/our presence at the Annual General Meeting being held on Friday the 29th day of September, 2017 at 11.00 A.M. at the premises of Mohini Resorts, Near Sector-32, Chandigarh Road, Ludhiana - 141 010.

Name of the Shareholder/Proxy _____ Folio No. _____

Address _____

No. of Shares Held _____

Signature of Shareholder / Proxy*

*Strike out whichever is not applicable

MAJESTIC AUTO LIMITED

Registered Office : C-48, Focal Point, Ludhiana - 141 010

Form No. MGT-11

Proxy form

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

Name of the member(s):

Registered Address:

Email Id:

Folio No/ Client Id: DP ID:

I/We, being the member(s) of Shares of MajesticAuto Limited, hereby appoint:

- 1. Name :
- 2. Address :
- 3. E-mail Id :
- 4. Signature : or failing him
- 1. Name :
- 2. Address :
- 3. E-mail Id :
- 4. Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 44TH Annual general meeting of the company, to be held on the 29th day of Sep., 2017 At 11.00 a.m. at Mohini Resorts, Near Sector-32, Chandigarh Road, Ludhiana - 141010 and at any adjournment thereof in respect of such resolutions as are indicated below:

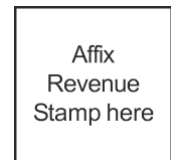
Resolution No:

- 1 4
- 2 5
- 3 6

Signed this.....< day of 2017

Signature of shareholder

Signature of Proxy holder(s)



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 hours before the commencement of the Meeting.

INTENTIONALLY
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BOOK POST

If undelivered, please return to :

MAJESTIC AUTO LIMITED

REGISTERED OFFICE

C-48, Focal Point, Ludhiana -141 010

E-mail : grievancemajesticauto.in,

Website : www.majesticauto.in

CIN:L35911PB1973PLC003264

Phone No. 0161-2670234 Fax No. 0161-2672790