

36th
Annual
Report
2016 -17



Satia Industries Limited

BOARD OF DIRECTORS

DR. AJAY SATIA
SH. R.K.BHANDARI
SH. AVINASH CHANDER AHUJA
SH. A.KRISHNA
SH. S.K. ARORA
SH. DINESH SHARMA
SH. I.D. SINGH
SMT. BINDU SATIA
SH. CHIRAG SATIA
SH. J.R. SHARMA

CHAIRMAN CUM MANAGING DIRECTOR
JOINT MANAGING DIRECTOR
INDEPENDENT DIRECTOR
INDEPENDENT DIRECTOR
INDEPENDENT DIRECTOR
INDEPENDENT DIRECTOR
INDEPENDENT DIRECTOR
DIRECTOR
EXECUTIVE DIRECTOR
ADDITIONAL DIRECTOR

Chief Financial Officer

Sh. Ashok Kumar Khurana

Company Secretary

Sh. Rakesh Kumar Dhuria

Statutory Auditors

M/s.Rakesh Bansal & Co.
Chartered Accountants
Muktsar-152026

Registered Office & Works

Malout - Muktsar Road,
Village Rupana
Distt. Muktsar - 152032
(Punjab)

Branch Offices

613-615, Naurang House,
21 K.G. Marg, New Delhi-110001

SCO 90-92, Sector 80 C,
Madhya Marg,
Chandigarh - 160018

304, Navjeevan Complex,
29 Station Road,
Jaipur - 302006

BANKERS

Punjab National Bank
Central Bank of India
Andhra Bank
Indian Overseas Bank

CONTENTS	PAGE NO.
1. NOTICE	1
2. DIRECTOR'S REPORT	9
3. CORPORATE GOVERNANCE REPORT	24
4. AUDITOR'S REPORT	45
5. BALANCE SHEET	50
6. PROFIT AND LOSS ACCOUNT	51
7. NOTES ON ACCOUNT	52
9. CASH FLOW STATEMENT	81

Registrar and Transfer Agent

Beetal Financial & Computer Services (P) Ltd
Beetal House, 3rd Floor, 99, Madangir,
Behind Local Shopping Complex,
Near Dada Harsukhdas Mandir, New Delhi-110062
Phone : 011-29961281-83, Fax:011-29961284
Email: beetalrta@rediffmail.com



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 36th Annual General Meeting of the Members of Satia Industries Ltd. will be held on Friday, 29th September, 2017 At 10:00 A.M. at the Registered Office of the Company at VPO Rupana, Malout Muktsar Road, District Muktsar to transact the following businesses:-

Ordinary Business

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2017 and Profit and Loss Account for the year ended on that date along with the Report of the Auditors and Directors thereon.
2. Mrs Bindu Satia who retires by rotation and does not seek her re-appointment to retire her from the Directorship of the Company.
3. To declare dividend on Equity Shares for the year ended 31st March, 2017.
4. **To Consider and if thought fit, to pass the following resolution with or without modification(s) as an Ordinary Resolution:-**

“RESOLVED that pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as may be applicable and pursuant to the recommendations of the Audit Committee, M/s. Deepak Grover & Associates, Chartered Accountants (Firm Registration No. 505923), be appointed as statutory auditors of the Company, in place of retiring auditors M/s. Rakesh Bansal & Co. Chartered Accountants to hold office from the conclusion of this 36th Annual General Meeting (AGM) until the conclusion of the 41st AGM, subject to ratification by members every year, as applicable, at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company”

Special Business

5. **Increase in Remuneration of Sh Chirag Satia, Executive Director**

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

“RESOLVED that pursuant to the provisions of Section 196, 197, 198 and 203 read with schedule V and all other applicable provisions, if any, of the Companies Act 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in terms of the recommendation of the Remuneration Committee and as approved by the Board of Directors, Sh Chirag Satia, Executive Director of the Company be paid a remuneration of Rs 1500000/- (Rupees Fifteen Lakh only PM) with effect from 1st April, 2016”

“RESOLVED FURTHER that all other terms and conditions of appointment of Mr.Chirag Satia as approved earlier by the Members at the time of his appointment shall remain unchanged.”

“RESOLVED FURTHER that in the event of absence or inadequacy of profits in any financial year, the remuneration shall be governed by Section II of Part II of Schedule V of the Act or any statutory modification thereof and the same shall be treated as the minimum remuneration payable to the Executive Director.”

“RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorized to do all necessary acts, deeds, matter and things, which may be usual, expedient or proper to give effect to the above resolution.”



6 Change in Designation of Sh R.K.Bhandari, Whole Time Director

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

“RESOLVED that pursuant to the provisions of Section 196 of the Companies Act, 2013 and the rules made there under, consent of the Company be and is hereby accorded for the change in designation of Sh R.K.Bhandari, Whole-time Director to Joint Managing Director for the remaining period of his tenure”

“RESOLVED FURTHER that Board of Directors of the Company be and are hereby authorized to do all necessary acts, deeds and things that may be required to give effect to the above resolution”.

7. Appointment of Sh Hardev Singh as Director (Technical) of the Company and if thought fit, to pass the following resolution with or without modification(s) as a Special Resolution:-

“RESOLVED that in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and / or any other guidelines issued by the Central Government from time to time (including any statutory modification (s) or re-enactment thereof, for the time being in force) and subject to the approval of the Central Government, if and to the extent necessary, consent of the Company be and is hereby accorded to the appointment of Sh Hardev Singh as Director (Technical) of the Company and to his receiving remuneration, benefits and amenities as the Director (Technical) for a period from 01st October, 2017 to 30th September, 2020 , upon the terms, conditions and stipulations contained in the Agreement entered into between the Company and Sh Hardev Singh, Director (Technical) and as stated here below:-

1. Terms:

- a) Salary: Rs 225000 /-PM
- b) Perquisites/benefits as per rules of the Company.

“RESOLVED FURTHER that Sh Hardev Singh, Director(Technical) be and is hereby nominated as Occupier of the factory of the Satia Industries Limited situated at village Rupana, Malout Muktsar Road, District: Muktsar”

“RESOLVED FURTHER that based on the recommendation of the Nomination and remuneration Committee, terms and conditions of appointment, including determination of remuneration payable to Sh Hardev Singh, Director (Technical) may be varied in such manner as the Board may in its absolute discretion deem fit, provided, however, that the remuneration payable to Sh Hardev Singh, Director (Technical) shall not exceed the maximum limits for payment of managerial remuneration specified in Section 197 of the Companies Act, 2013 and Schedule V to the Companies Act, 2013 or any amendments thereto as may be made from time to time or the maximum limits for payment of managerial remuneration as may be prescribed in accordance with the laws, policies, rules, regulations and guidelines in force from time to time”

“RESOLVED FURTHER that where in any financial year during the tenure of office of Sh Hardev Singh Director (Technical), the Company has no profits or its profits are inadequate, the Company shall pay remuneration, benefits and amenities to Sh Hardev Singh, Director (Technical) as specified above, based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the Central Government, if and to the extent necessary or in the alternative, pay remuneration to Sh Hardev Singh, Director (Technical) by way of salary, dearness allowance, perquisites and any other allowances within the ceiling limits prescribed in Section II of Part II of Schedule V to the Companies



Act, 2013 or any amendments thereto as may be made from time to time.

8. Holding of Office of Profit by Smt Suman Rani, Assistan Manager (Process)

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

“RESOLVED that pursuant to Section 188 of the Companies Act, 2013 and all other applicable Provisions, Rules and Regulations the consent of the Company be and is hereby accorded for holding the office of profit by Smt Suman Rani, Assistant Manager (Process) at monthly salary of Rs 75000/- PM plus all other allowances and perquisites on terms and condition and in pursuance of service rules as applicable to the employee of the Company”

“RESOLVED FURTHER that Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as may be necessary and expedient for giving effect to the above resolution.

9. Approval of Scheme of Loan to Chairman Cum Managing Director, Whole Time Directors etc.

To consider and it thought fit to pass the following resolution with or without modification(s) as Special Resolution:-

“RESOLVED that pursuant to Section 185 and all other applicable provisions of the Companies Act, 2013 and Rules made there under as may be amended, from time to time, consent of the Company be and is hereby accorded to a Scheme of loan for its Chairman Cum Managing Director, whole-time director or other senior Employees of the Company as set out in the explanatory statement annexed to the notice convening this Auunal General Meeting.

“RESOLVED FURTHER that for the purpose of giving effect to this resolution, the Board be and is hereby authorized to ratify any loans given earlier and to finalize, sanction and disburse the loans to CMD, whole-time director, and also to delegate all or any of the above powers to any one Director of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.”

Place : New Delhi
Dated : 29.08.2017

By Order of the Board
For Satia Industries Ltd.

(Rakesh Kumar Dhuria)
Company Secretary



NOTES:

- 1) A Member entitled to attend and vote at the Meeting is entitled to appoint proxy to attend and vote on poll instead of himself and the proxy need not be a Member of the Company. The proxies should, however, be deposited at the Registered Office of the Company not less than forty eight hours before the commencement of the Meeting.
- 2) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder
- 3) Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting
- 4) Members are requested to bring their copies of Annual Report at the Meeting.
- 5) Members are requested to notify immediately any change in their address, to the Registered Office of the Company.
- 6) All documents as referred in the above notice and explanatory statement are open for inspection at the Registered Office of the Company during office hours on all working days between 11:00 A.M. to 1:00 P.M. up to the date of Annual General Meeting.
- 7) Members seeking any information with regards to Annual Accounts at the time of Meeting, are requested to send their queries to the company so as to reach at least ten days before the date of Meeting, to enable the management to keep the relevant information ready at the time of Meeting.
- 8) The Register of Members and Share Transfer Books of the Company will remain closed from 25.09.2017 to 29.09.2017 both days inclusive.
- 9) In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, the Shareholders are informed that the Company is pleased to offer e-voting facility as an alternative mode of voting which will enable the Members to cast their votes electronically. Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate E-voting. E-voting is optional and Members shall have the option to vote either through e-voting or in person at the General Meeting. The detailed procedure is mentioned below. For the aforesaid purpose, the Company has appointed Mr Gaurav Bansal, Chartered Accountant as scrutinizer for scrutinizing e-voting process in a fair and transparent manner.
- 10) The instructions for shareholders voting electronically are as under:-
 - i) The voting period begins on 26.09.2017, 10.00 AM and ends on 28.09.2017 at 5.00 PM. During this period shareholders holding share either in physical form or in dematerialized form as on the cut-off date 22.09.2017 (record date) may cast their vote electronically. The e-voting module shall be disabling by CDSL for voting thereafter.
 - ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - iii) The shareholders should log on to the e-voting website www.evotingindia.com.
 - iv) Click on Shareholders.
 - v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,



- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi) Next enter the Image Verification as displayed and Click on Login.
- vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- viii) If you are a first time user follow the steps given below:

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

- ix) After entering these details appropriately, click on "SUBMIT" tab.
- x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii) Click on the EVSN for the Satia Industries Ltd on which you choose to vote.
- xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.



xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(i) 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.22.09.2017 may follow the same instructions as mentioned above for e-Voting.

(ii) 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

M/s Gaurav Bansal, Chartered Accountant in practice, has been appointed as the Scrutinizer. the e-voting process in a fair and transparent manner(including the ballot forms).The Scrutinizer shall with in a period of two working days for the conclusion e-voting period, unblock the votes in presence of at least 2 witnesses not in employment of the Company and make a report of the vote cast in favour or against, if any, forthwith refer to the Chairman of the Company.

11. The Results shall be declared within two working days from the conclusion of the AGM. The result declared along with the Scrutinizer’s report shall be placed in the Company website.

EXPLANATORY STATEMENT OF MATERIALS FACTS IN RESPECT OF THE SPECIAL BUSINESS

PURSUANT TO SECTION 102 OF THE COMPANIES ACT,2013

Item No 5

The Nomination and Remuneration Committee and the Board of Directors, in their respective meetings held on 07th February, 2017, approved the payment of remuneration of Rs 1500000/- per month to Sh. Chirag Satia (holding DIN 03426414),as Executive Director of the Company with effect from 01st April, 2016 for remainder of duration of appointment subject to the approval of the shareholders in the General Meeting and Schedule V to the Companies Act, 2013. Sh Chirag Satia is a C.A (Inter). The appointment as well as payment of remuneration was approved by the Board based on industry standards, work responsibilities handled by the Executive Director of the Company.

Approval of the shareholders is sought for ratification of remuneration paid/remuneration payable for the



remaining period of existing appointment commencing from 01st April, 2016 to Sh Chirag Satia as Executive Director of the Company. Mr. Chirag Satia shall be deemed to be concerned or interested in the resolution to the extent of remuneration payable to Sh. Chirag Satia under the resolution. the Board of Directors considered it to be desirable to approve ratification and approval of remuneration payable to him for his current tenure of appointment as Executive Director.

The Board of Director recommends the relevant resolution for your consideration and approval as a Special Resolution. None of the Directors except Mr. Chirag Satia himself and Dr Ajay Satia, CMD being related to him is concerned or interested in the resolution. None of the other Directors, Key Managerial Personnel or their relatives are concerned or interested in the resolution.

Item No 6

Sh R.K.Bhandari was appointed as Whole-Time Director of the Company with effect from 01st October, 2015. The Board of Directors has proposed the change in his designation to Joint Managing Director.

According to Section 196 of the Companies Act, 2013, approval of Members is required. The Board of Directors have, subject to the approval of the shareholders, approved the change in designation of Sh R.K.Bhandari as Joint Managing Director of the Company with effect from 29.09.2017 for the remaining period of his tenure.

Sh R.K.Bhandari may be deemed to be concerned or interested in the said resolution. No other Director, key managerial personnel or their relatives are concerned or interested in the said resolution.

Item No 7

Keeping in view the responsibility being shared by Sh Hardev Singh as Vice President (Technical), the remuneration Committee and Board of Directors in their respective meetings held on 29.09.2017 have approved the appointment of Sh Hardev Singh as Director (Technical) of the Company for a period of three years with effect from 01.10. 2017 and payment of remuneration thereof on the terms and conditions as are set out in the

resolution. As per the provisions of the Companies Act, 2013, read with schedule V thereof, approval of shareholders is required for the purpose. Hence the Board recommends the resolution for your approval by way of a special resolution.

The information as required under Schedule V of the Companies Act, 2013 is given hereunder:

1. General Information

Nature of Industry

Satia Industries limited is manufacturing writing and printing paper.

Commercial Production

As on March. 31st, 2017 the Company is having capacities for manufacture as hereunder:-

Sr No	Particular of Manufacturing	Licensed Capacity
1	Writing and Printing Paper	75000

Financial Performance

During the financial year 2016-17, total revenue from operation was Rs 51977.63 lakh and the net profit after tax of the Company is Rs 2552.81 lakh

11 Information about the appointee

Background details

Sh Hardev Singh aged 60 years is serving the Company as Vice President (Technical) since 13.08.2009. He is having wide experience of installation of projects.

Job Profile and his suitability

Sh Hardev Singh, Vice President (Technical) is responsible for the running of plant, process and head all projects.

Remuneration proposed

Keeping in view the responsibilities assigned to Sh Hardev Singh, it is proposed to appoint Sh Hardev Singh, as Director (Technical) on the monthly salary



of Rs 226000/- PM plus other allowance and perquisites as specified in resolution.

Comparative remuneration profile with respect to the Industry size of the Company profile of position and person.

The Salary structure of the managerial personnel has undergone a major change in the Industry in the recent past. Keeping in view the type of the Industry, size of the Company responsibilities and capabilities of Sh Hardev Singh, the proposed remuneration is competitive with remuneration paid by other Companies to such similar position.

Pecuniary relationship with the Company or relationship with managerial personnel.

Sh Hardev Singh, is not having any pecuniary relation with the Company.

111 Other information

Keeping the overall scenario of the industry, the Company is performing reasonably well. The Company is strengthening its focus on quality control and expansions.

The above may also be treated as an abstract of the terms of Contract/Agreement entered into between the Company and Sh Hardev Singh, pursuant to Section 190 of the Companies Act, 2013

None of the Directors is interested in the above resolution expect Sh Hardev Singh himself.

Item No. 9

In compliance with Section 185 and all other applicable provisions of the Companies Act, 2013 and Rules made there under as may be amended from time to time, company introduces a policy of Loan Scheme for its Chairman Cum Managing Director, Whole-Time Director(s) and other Senior Employees of the Company.

- i) Amount of loan : Maximum 36 monthly gross pay
- ii) Rate of Interest : Nil
- iii) Recovery : In not more than 60 monthly installments
- iv) Advance to the CMD, Whole Time Director will be with the approval of remuneration committee or Board of Directors and advance to KMP or other senior staff with the prior approval of Chairman Cum Managing Director.
- v) No fresh Loan shall be granted unless previous advance has been repaid/adjusted in full.

The Board of Directors recommend passing of the said resolution. Dr. Ajay Satia, Chairman Cum Managing Director, Sh. Chirag Satia, Executive Director are interested in the resolution at Item No. 9. No other Director and/or Key Managerial Personnel of the Company and their relatives is concerned or interested.

Place : New Delhi
Dated : 29.08.2017

By Order of the Board
For Satia Industries Ltd.

(Rakesh Kumar Dhuria)
Company Secretary



DIRECTORS' REPORT

Dear Members,

The Directors have the pleasure of presenting the 36th Annual Report of Your Company for the Financial Year 2016-17.

Financial Result:

The financial performance of your Company for the year ended March 31, 2017 is summarized below:-

(Rs in Lakh)

	Current Year	Previous Year
Revenue and other income	51977.63	45008.78
Gross Profit before interest and depreciation	9221.14	7000.64
Interest and Financial charges	2432.95	2510.05
Depreciation	3992.17	3324.81
Profit from operations (before tax & exceptional item)	2796.02	1165.78
Extra Ordinary items	105.98	157.92
Profit before Tax	2690.04	1007.86
Exceptional Items	-	-
Profit Before Tax	2690.04	1007.86
Current Tax	-	-
Deferred Tax	137.23	(303.76)
Net Profit/ (Loss) after tax	2552.81	1311.62
Less: Appropriation		
Proposed Dividend	200.00	0

Industry Review

Corporate Overview

Satia Industries Limited operates in following business segments viz. Paper, Yarn, Cotton, Agriculture and Co-generation of power for captive consumption.

Operational Review

Paper Industry in India did well during the year ended 31.03.2017 and that is also reflected in the operation of your company. During the financial year 2016-17, Total production of paper of the Company was 103588.5 MTs higher by 14.79% as compared to 90242.8 MT of last year. Net revenue of your Company from operation was Rs. 51686.70 Lakh as compared to Rs 43360.67 Lakh during the corresponding period of previous year 2015-16. The net profit after tax of the Company is Rs. 2552.81 Lakh as compared to Rs. 1311.62 Lakh for the previous year.

Dividend

Your Directors have pleasure in recommending for approval of the members at the Annual General Meeting a dividend of Rs 2.00 per share (i. e 20%) for the financial year ended 31st March, 2017. The dividend of 20% if approved at the forthcoming Annual General Meeting will result in out flow of Rs 200.00 Lakh in addition to Rs 41.85 Lakh by way of dividend distribution tax.

Financial Review

Share Capital

The paid up equity capital as on march 31, 2017 was Rs.100000000/-.During the year under review, the Company has not issued any shares.

Reserves

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

Fixed Deposit

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

Particulars of Loans, Guarantees or Investments:

The company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013. The details of the investments made by company are given in the notes to the financial statements.

**Internal Control Systems and their adequacy:**

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal auditor reports to the Whole Time Director and the quarterly reports are placed before the Audit Committee.

Based on the report of internal audit, the audit committee recommends corrective actions the respective department needs to undertake in their respective areas and thereby strengthen the controls.

Directors:

Smt. Bindu Satia, Director of the Company, liable to retire by rotation at the forthcoming Annual General Meeting does not seek her re-appointment.

All independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing obligation & Disclosure Requirement) Regulation 2015

Key Managerial Personnel

The following employees were designated as Whole Time key Managerial personnel by the Board of Directors during the financial year:-

Dr Ajay Satia: CMD & CEO

Sh Ashok Kumar Khurana: CFO

Sh Rakesh Kumar Dhuria: Company Secretary

Remuneration Policy

The Board has on the recommendation of the Remuneration Committee framed a policy for selection & appointment of Directors. Senior Management and their remuneration. The Remuneration Policy is stated in the Annexure-I.

Meetings

During the year four board meetings and four Audit Committee Meetings were convened and held. The detail 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.

Director Responsibility Statement

Pursuant to requirement of Section 134 (5) of the Companies Act, 2013, your Directors confirm that :

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

Statutory Auditors:

M/s. Rakesh Bansal & Co., Chartered Accountants Muktsar the Statutory Auditors of the company holds the office of the Statutory Auditors till the conclusion of the forthcoming Annual General Meeting.

The Company is proposing to appoint M/s Deepak Grover & Associates, Chartered Accountants, (Firm Registration No. 505923), as Statutory Auditors for a period of 5 years



commencing from the conclusion of the 36th Annual General Meeting till the conclusion of the 41st Annual General Meeting. M/s Grover & Associates, chartered Accountant have consented to the said appointment, and confirmed that their appointment, if made, would be within the limits mentioned under Section 141(3) (g) of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014. The Audit Committee and the Board of Directors recommend the appointment of M/s Deepak Grover & Associates.

The Auditors' Report on the Accounts is self explanatory and requires no comments.

Secretarial Audit:

Pursuant to provision of section 204 of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed M/s S. Parnami & Associates, a firm of Company Secretaries in practice to undertake the Secretarial Audit of the company. The Secretarial Audit report is annexed herewith as "Annexure-V The secretarial audit report for the year under review requires no comments.

Internal Auditors

During the year under review M/s Harpal Singh & Associates, Internal Auditors carried out the internal audit and submitted their report.

Cost Audit

Pursuant to the provisions of the Companies Act, 2013 M/s HMVN & Associates, Cost Accountants, New Delhi has conducted the cost audit of the Company.

Related Party Transaction:

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 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. Transactions with related parties entered by the Company in the normal course of business are periodically placed before the Audit

Committee for its omnibus approval. 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 rules there under and Listing Regulations. This Policy as considered and approved by the Board has been uploaded on the webs site of the Company at www.satigroup.com

Subsidiary Companies

The Company does not have any subsidiary.

Code of Conduct

A Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings / behaviors of any form and the Board has laid down the directives to counter such acts. The code laid down by the Board is known as "code of conduct"

The Code has been posted on the Company's website. The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure. All the Board Members and the Senior Management personnel have confirmed compliance with the Code.

Extract of Annual Return:

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure VI".

Business Risk Management:

Pursuant to section 134 (3) (n) of the Companies Act, 2013, the Board of Directors of the Company has formed a risk management committee to frame, implement and monitor the risk management plan for the Company.

**Particulars of Employees**

Information as required under Section 197 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 is appended as Annexure-II and forms an integrated part of this report.

Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo

The Particulars as prescribed under section 134(3)(m) of the Companies Act, 2013 read with rule 8 of the Company (Accounts) Rules 2014 relating to conservation of energy, technology absorption and foreign exchange earnings and outgo is appended as an Annexure-III to the Director's Report.

Industrial Relations:

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

Corporate Social Responsibility Initiatives

The Corporate Social Responsibility is an integral part of the Company's policy and it has been pursuing this on a sustained basis. The Company assists in running the local Schools. The Company had directly organizes various programs for social welfare & upliftment or indirectly contributes in such activities conducted by other organizations by providing financial & other aid.

The Company has carried out 'Need Assessment Study' to fulfill the requirements of its social responsibility under CSR Programs and based on that assessment of demand, the management has approved Rs.2.50 crores for CSR program in surrounding villages. The activities mentioned therein shall be carried out within a time frame of 5 years (from the year 2017-18 to 2021-22). The sectors identified under the scope of CSR activities are as follows:

CSR Activities

S. No.	Planned activities under CSR as per specific needs	Budgetary Plan (Rs.)					
		1 st Year	2 nd Year	3 rd Year	4 th Year	5 th Year	Total
1.	Community Health Improvement						
i	Disinfection facilities for dug wells and other potable water sources	2,00,000	2,00,000	3,50,000	3,50,000	3,00,000	14,00,000
ii	Periodically medical checkup, blood donation camps to be organized near project site	2,50,000	2,50,000	2,50,000	3,00,000	3,50,000	14,00,000
iii	Eye checkup camps	3,00,000	4,00,000	5,00,000	5,00,000	5,00,000	22,00,000
iv	Health awareness camps for child and mother care, health and hygiene practices.	1,50,000	1,50,000	2,00,000	2,50,000	2,50,000	10,00,000
	Total	9,00,000	10,00,000	13,00,000	14,00,000	14,00,000	60,00,000



S. No.	Planned activities under CSR as per specific needs	Budgetary Plan (Rs.)					
		1 st Year	2 nd Year	3 rd Year	4 th Year	5 th Year	Total
2.	Community Education Facilities						
i	Augmentation of furniture, blackboard, etc. in village schools	5,00,000	5,00,000	5,00,000	5,00,000	5,00,000	25,00,000
ii	Award scholarship to meritorious students	1,00,000	1,00,000	1,00,000	1,00,000	1,00,000	5,00,000
iii	Distribution of educational books, stationary, uniforms and aids etc.	4,00,000	4,00,000	4,00,000	4,00,000	4,00,000	20,00,000
	Total	10,00,000	10,00,000	10,00,000	10,00,000	10,00,000	50,00,000
3.	Community Welfare activities						
i	Worship places development & beautician	3,00,000	3,00,000	3,00,000	3,00,000	3,00,000	15,00,000
ii	Distribution of seeds & saplings	1,00,000	1,00,000	1,00,000	1,00,000	1,00,000	5,00,000
iii	Promotion & support to various Govt. Schemes	2,00,000	2,00,000	2,00,000	2,00,000	2,00,000	10,00,000
	Total	6,00,000	6,00,000	6,00,000	6,00,000	6,00,000	30,00,000
4.	Infrastructural Development						
i	Village pond retrieval	3,00,000	3,00,000	3,00,000	3,00,000	3,00,000	15,00,000
ii	R.O installation	3,00,000	3,00,000	3,00,000	3,00,000	3,00,000	15,00,000
	Total	6,00,000	6,00,000	6,00,000	6,00,000	6,00,000	30,00,000
5.	Community Water Conservation						
i	Rain water harvesting and ground water recharge pits	5,00,000	5,00,000	5,00,000	5,00,000	5,00,000	25,00,000
ii	Water conservation awareness programs	1,00,000	1,00,000	1,00,000	1,00,000	1,00,000	5,00,000
	Total	6,00,000	6,00,000	6,00,000	6,00,000	6,00,000	30,00,000



S. No.	Planned activities under CSR as per specific needs	Budgetary Plan (Rs.)					
		1 st Year	2 nd Year	3 rd Year	4 th Year	5 th Year	Total
6.	A forestation Programs						
i	Plantation of trees in village road side	5,00,000	5,00,000	5,00,000	5,00,000	5,00,000	25,00,000
ii	Development of nursery	1,00,000	1,00,000	1,00,000	1,00,000	1,00,000	5,00,000
	Total	6,00,000	6,00,000	6,00,000	6,00,000	6,00,000	30,00,000
7.	Community Capacity Building						
i	Impairing vocational training for technical skills, self-employment training for women as stitching, embroidery, tailoring, handicrafts	2,00,000	3,00,000	4,00,000	5,00,000	6,00,000	20,00,000
	Total	2,00,000	3,00,000	4,00,000	5,00,000	6,00,000	20,00,000
	Grand Total	45,00,000	47,00,000	51,00,000	53,00,000	54,00,000	2,50,00,000

As part of its initiatives under “corporate social responsibility” (CSR), the company has contributed funds for the schemes of promotion of education and medical aid.

The Annual Report on CSR activities is annexed herewith as: Annexure:- IV

Review of performance of the Board

As per Section 134 & 178 read with Schedule IV of the Companies Act, 2013 and Regulation 25 of the SEBI (LODR) Regulations, 2015 as applicable on the Company, the Independent Directors in their separate meeting held on February 2, 2017 have reviewed the performance of non-independent directors, Chairman and Board as a whole along with review of quality, quantity and timeliness of flow of information between Board and management and expressed their satisfaction over the same.

The Board has on the recommendation of the Remuneration Committee framed a policy for selection & appointment of Directors. Senior Management and their remuneration. The Remuneration Policy is stated in the Annexure-I

Corporate Governance

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. The Company has also implemented several best corporate governance practices. The Report on corporate governance as stipulated under SEBI listing regulation forms part of the Annual Report.

The requisite certificate from the Auditors of the Company confirming compliance with the conditions of corporate governance is attached to the Report on corporate governance.

Management Discussion and Analysis Report

Management's Discussion and Analysis Report for the year under review, is presented in a separate section forming part of the Annual Report.



Acknowledgement:

The Directors wish to place on record their sincere gratitude and appreciation for the assistance and co-operation received from the Government of India, Government of Punjab, the Financial Institutions, Punjab National Bank, Central Bank of India, Members,

Customers and Business Constituents for their continued support and co – operation.

We also place on record our sincere appreciation for the contribution made by the employees at all levels. Our consistent growth is made possible by their devout, sincere and unstinted services.

For and on behalf of the Board of Directors

Place : New Delhi
Date : 29.08.2017

(AJAY SATIA)
CHAIRMAN CUM MANAGING DIRECTOR

(R.K.BHANDARI)
JOINT MANAGING DIRECTOR

**Annexure-I****The Key provisions of the Nomination and Remuneration policy are given below:**

Nomination and Remuneration Committee of the Company has been functioning in pursuance of the provisions of Regulation 19 of the Listing Regulations read with Section 178 of the Companies Act, 2013.

(i) Role of the Committee

Role of the Committee shall, inter-alia, include the following:

- (1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to the remuneration of the directors, key managerial personnel and other employees.
- (2) Formulation of criteria for evaluation of performance of independent directors and the board of directors.
- (3) Devising a policy on diversity of board of directors.

The Remuneration policy 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. The Nomination and Remuneration Committee while considering a

remuneration package must ensure a balance approach reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

Executive remuneration shall be proposed by the Committee and subsequently approved by the Board of Directors, Executive remuneration is evaluated annually against performance. In determining package of remuneration, the Committee may consult with the Chairman Cum Managing Director.

Information on the total remuneration of members of the Company's Board of Directors and KMP's 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 deem 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 CEO/or Whole Time Director .

Annexure-II

The information required pursuant to Section 197 read with Rule 5 (1) and (2) of Chapter X111, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is furnished hereunder:

Name of the Director/KMP and Designation	Remuneration in fiscal, 2017 Rs in lacs	% increase in remuneration from previous year	Ratio of Remuneration to MRE*	Comparison of the remuneration of the KMP against the Performance of the Company	
				% of Net Profits	% of Turnover
Dr.Ajay Satia Chairman & Managing Director	144.00	14.29	48.65	5.64	0.28
Sh.R.K.Bhandari (Whole Time Director)	32.70	9.00	11.05	1.28	0.06
Sh. Chirag Satia (Executive Director)	180.00	-	60.81	7.05	0.35
Sh.Ashok Kumar Khurana, CFO	12.95	-	4.38	0.51	0.02
Sh. R.K.Dhuria Company Secretary	13.11	8.25	4.43	0.51	0.02



2) **The median Remuneration of Employees was Rs 2.96 lacs P.A.**

3) In the financial year, there was an increase of 9.90% in the median remuneration of employees.

4) There were 1203 permanent employees on the rolls of the Company as on March 31,2017

5) Relationship between average increase in remuneration and Company performance:-

The following factors are considered while giving increase in remuneration:

- Financial performance of the Company.
- Comparison with peer companies, and
- Industry benchmarking and consideration towards cost of living adjustment/inflation
- Comparison of the remuneration of the Key Managerial Personnel(s) against the performance of the Company:-

For the financial year 2016-17 key Managerial Personnel were paid 14.99% and 0.73% of the net profit and turnover respectively of the Company.

Average percentile increase made in the salaries employees other than the managerial personnel in the last financial year i.e 2016-17 was 9.90% whereas the percentile increase in the managerial remuneration for the same financial year was 5.80 %

Key parameter for the variable component of remuneration availed by the Executive Director and CEO is based on his performance and Company's performance.

The ratio of the remuneration of the highest paid director to that of employees who are not director but receive remuneration in excess of the highest paid director during the year-Not applicable

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. Detail of 10 employees in term of remuneration

Sr. no	Name of Employee	Designation Of the Employee	Remuneration received	Qualification	Experience (Yrs.)	Age	The last Employment
1	Hardev Singh	Vice President (Tech.)	Rs.2028000/-	Dip.Mech Engg. & Prodn.Mgment	28	59.11	-
2	Kalam Singh Saini	G.M. (Pulp Mill)	Rs.1359600/-	Dip.Pulp & Paper Tech.	30	57.4	Naini industries ltd
3	Parveen Kumar	G.M.(Elect.)	Rs.1349120/-	Dip.Elect..Engg.	20	44.8	Punjab Concast Steels (Nahar International Ltd)
4	Manav Sarin	G.M.(Mkt. & Instl.Sales)	Rs.1298400/-	M.B.A	19	45.2	Rama News Print & Papers Ltd
5	Ashok Kumar Khurana	V.P.(Finance)	Rs.1294894/-	B.Com & C.A.	35	61.2	-
6	Rakesh Kumar Dhuria	G.M.(Secretarial)	Rs.1311200/-	LLB, C.S.	27	56.3	Girnar Fibres Ltd.
7	Sanjay Jain	G.M.(Instt.)	Rs.1344000/-	Dip.Elect.Engg.	26	50.4	Raibow Papers Ltd
8	Sanjay Singh	G.M.(CRP)	Rs.1074000/-	M.Sc,PG DIP.PPT	18	46.2	Ruchira Paper Ltd,Kala Amb
9	Satpal Arora	G.M.(Mkt. & PPC)	Rs.1133160/-	MBA	26	50.3	-
10	S.Madhukar Rao	G.M.(QC)	Rs.1047600/-	B.S.c.	23	56.5	-

**ANNEXURE III****INFORMATION UNDER SECTION 134 (3) (m) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (ACCOUNTS) RULES, 2014 AND FORMING PART OF THE REPORT OF THE BOARD OF DIRECTORS.****Conservation of Energy****A) Energy conservation is an ongoing process in the Company**

Modification of steam and condensate system of PM 1 for thermal energy saving.

- 1 Modification of steam and condensate system of PM2 for thermal energy saving.
- 2 PM1, PM2 Stock preparation on line system for quality improvement.
- 3 Energy Efficient transformer installed at boiler and paper machine (3MVA 11KV/433V) in place of old transformers.
- 4 Energy efficient LED lights installation at boiler and finishing houses and other buildings.
- 5 IE3 premium energy efficient Motors installation at pulp mill and paper machine.
- 6 Hardwood pulp mill installation for better quality and to increase machine productivity.
- 7 Thermal insulation on steam lines, condensate lines.
- 8 Modification in recovery evaporator system to save steam and condensate.

Technology Absorption

Your Company is keeping constant watch in technology up gradation in existing Products. Up gradation and automation in various areas of plant and machinery is Continuously carried out.

Efforts made towards technology Absorption

- 1) Stock Preparation PM1,2 On line chemical dosing system installed to improve / control shade variation, furnish maintain etc.

- 2) Steam and Condensate system modified at PM/C 1,2 for uniform paper dry, steam saving, drying capacity increase and quality improvement .
- 3) Reel Turning system installed at PM1,2,3 for paper production loss saving.
- 4) Disc filters installed at Stock1, 2,3 for back water fiber recovery and clear water.
- 5) Clo2 Street installed to replace Hypo process.
- 6) Reel wrapping machines installed in finishing house 1,2,3 for better packaging of reels.
- 7) A4 cutter and paper package machine installed for developing A4 Size paper product in market .
- 8) Auto Spool system installed at PM1,2,3 Pope reels for saving time and to minimize production loss.
- 9) PM3 Hood system, Hot air blowing system modified for improving hood efficiency and paper quality.

ii) Benefit Derived

- a Improved Paper Quality
- b Improve productivity

iv. FOREIGN EXCHANGE EARNINGS AND OUT GO:

Expenditure for the year ended 31st March, 2017 is as under :-

(Rs .in Lakh)

(i) Earning in foreign exchange.	651.55
(ii) Expenditure in foreign currency.	
CIF Value of imports	
(a) Capital Goods	261.81
(b) Store & Spares	356.66
(c) Raw Material	1104.52
Interest	17.27
Bank Charges	3.93
Travelling	17.43

for and on behalf of the Board of Directors

Place : New Delhi (Dr Ajay Satia) (R. K. Bhandari)
Date : 29.08.2017 Chairman-cum Joint Managing
Managing Director Director

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

- 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.
- 2) The Composition of the CSR Committee.
 1. Sh. A.C. Ahuja:- Chairman (Independent Director)
 2. Sh.R.K. Bhandari- Joint Managing Director:- Member
 3. Sh.J.R.Sharma: Additional Director Member
- 3) Average Net Profit of the Company for last three financial years

Rs-in Lakhs

Particulars	31.03.2016	31.03.2015	31.03.2014	Average
Net Profit	1007.86	-1.45	1052.10	686.17

- 4) Prescribed CSR Expenditure (two percent of the amount as in item 3 above)

Two percent of the amount as in item 3 above
Rs.13.72 lakh towards CSR.

Unspent amount from previous year Rs 11.22 lac

The Company is required to spend Rs 24.94 lacs towards CSR

- 5) Details of CSR spent during the financial year
 - (a) Total amount spent during the financial year:
Rs 31.00 Lakhs
 - (b) Amount unspent, if any: NIL

**Manner in which the amount spent during the financial year**

S No.	CSR project or activity identified	Sector in Which The Project is covered	Projects or programs(1) Local area or Other(2) Specify the State and district where projects or Program was undertaken	Amount Outlay (budget) Projects or Program wise	Amount Spent on the projects or programme Sub-heads (1) Direct Expenditure on projects or programs (2) Overheads	Cumulative Expenditure Upto to the Reporting period	Amount Spent Direct or Through Implementing Agency
1	Promoting Education, eradication Poverty, hunger and malnutrition, especially in rural areas, empowering women economically, supplementing primary education and participating in rural capacity building programmes and such other initiatives	Literacy	Sri Muktsar Sahib(Punjab)	25.00	31.00	31.00	Direct

6. The CSR Committee do hereby undertake that the implementation and monitoring of CSR Policy, in compliance with CSR objectives and Policy of the Company.

(Sd/-)

A.C. Ahuja

(CHAIRMAN-CSR COMMITTEE)

(Sd/-)

R.K. Bhandari

EXECUTIVE DIRECTOR

**Annexure-V**

**Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED
31st March, 2017**

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

To,

**The Members,
SATIA INDUSTRIES LIMITED
Vill. Rupana, Malout-Muktsar Road,
MUKTSAR (PUNJAB)
(CIN: L21012PB1980PLC004329)**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SATIA INDUSTRIES LIMITED. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

We report that-

- a) Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- b) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices I followed provide a reasonable basis for our opinion.
- c) We have not verified the correctness and appropriateness of the financial statement of the company.
- d) Where-ever required, we have obtained the

management representation about the compliances of laws, rules and regulations and happening of events etc.

- e) The compliance of the provisions of the corporate and other applicable laws, rules, regulation, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
- f) The secretarial audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and produced before us and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has during the audit period covering the financial year ended 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by SATIA INDUSTRIES LIMITED and produced before us for the financial year ended on 31st March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under; During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.
- (ii) The Company has complied with the relevant provisions of Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under where ever applicable to the company.



- (iii) The Company has complied with the relevant provisions of the Depositories Act, 1996 and the Regulations and Bye-laws framed there under where ever applicable to the company.
 - (iv) There were no issues which required specific compliance of the Foreign Exchange Management Act, 1999 and the rules and regulations made there under.
 - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) There were no issues which required specific approval of the provisions of The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 amended upto date.
 - (b) There were no issues which required specific approval of the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 amended upto date.
 - (c) There were no issues which required the specific compliance/approval of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 amended upto date.
 - (d) There were no issues which required the specific compliance/approval of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 amended upto date.
 - (e) There were no issues which required the specific compliance/approval of the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 amended upto date.
 - (f) There were no issues which required the specific compliance/approval of 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 amended upto date.
 - (g) There were no issues which required the specific compliance/approval of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 amended upto date; and
 - (h) There were no issues which required the specific compliance/approval of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 amended upto date;
 - (vi) The Company is into the business of manufacturing of writing and printing papers and as per representation given by the company following are some of the laws which are specifically applicable to the Company viz:-
 - Water (Prevention and control of Pollution) Act, 1974
 - Air (Prevention and control of Pollution) Act, 1981
 - Environment Protection Act, 1986
 - The Hazardous Wastes (Management and Handling) Rules 1989
 - Labour Laws
 - Industrial dispute act, 1947
 - National Green Tribunal Act, 2010
 - Bureau of Indian Standards Act, 1986
 - Energy Conservation Act, 2001
 - Standards for Discharge of environmental Pollutants
 - The company has complied with all the provisions of the above mentioned Acts.
- We have also examined compliance with the applicable clauses of the following:
- (i) Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI) – ICSI had issued Secretarial Standards numbering



1 to 10 with reference to the provisions of the Companies Act, 1956 which were recommendatory in nature and the management had voluntarily decided to adhere to them. During the period under review ICSI had not issued Standards corresponding with reference to the provisions of the Companies Act, 2013; nonetheless, the management had decided to continue to adhere to Standards issued earlier

- (ii) The Listing Agreements entered into by the Company with BSE Limited.

During the period under review and as per the explanations and clarifications given to us and the representations made by the Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above.

We have checked the compliance management system of the company to obtain reasonable assurance about the adequacy of the system in place to ensure compliance of specifically applicable laws and this verification was done on test basis. We believe that the audit evidence which we have obtained is sufficient and appropriate to provide a basis for our audit opinion and to the best of our information and according to explanations given to us, we believe that the compliance management system of the company is seems adequate to ensure compliance of laws specifically applicable to the company.

We further report that the Board of Directors of the Company is duly constituted. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

Board decisions are carried out with unanimous consent and therefore, no dissenting views were required to be captured and recorded as part of the minutes.

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

We further report that during the audit period, the Company had the following events which had a bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, etc:

- a) The Members had passed a Special Resolution under Sections 42, 62 and all other applicable provisions, if any, of the Companies Act, 2013, for issue 9800000 Convertible Equity Warrants on Preferential Basis.
- b) The Members had passed a Special Resolution under section 61 read with section 64 of the Act, for increase in Authorised Share Capital of the Company from Rs.12,00,00,000/- (Rupees twelve crore) divided into 1,20,00,000 (One crore twenty lac).equity share of Rs.10/-each to Rs 22,00,00,000 (Twenty two crores) divided into 2,20,00,000 (Two crores twenty lac) equity share of Rs. 10/-each.

Place : BATHINDA

Date : 29/08/2017

For S Parnami & Associates
Company Secretaries
(Sourabh Parnami)
M.No. : F30679
CP No.: 11181



Corporate Governance Report 2016-17

In accordance with SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 the report containing the details of corporate governance systems at Satia Industries Limited is as follows

1. Company's Philosophy

Corporate governance is enhancing long term sustainable value for the stakeholders through ethically driven process. The Company's philosophy on Corporate Governance is to enhance the long-term economic value of the Company, sustainable return to its stakeholders i.e. the society at large by adopting best corporate practices in fair and transparent manner by aligning interest of the Company with that of its shareholders/other key stakeholders. Corporate Governance is not merely compliance and not simply creating checks and balances, it is an ongoing measure of superior delivery of Company's objects. We, at SIL, ensure that we follow the corporate governance guidelines and best practices. We consider it our responsibility to disclose timely and accurate information regarding our financial performance as well as the leadership and governance of the Company. The Company has adopted a Code of Conduct for its employees including the Managing Director and the Executive Directors, In addition, the Company has adopted a Code of Conduct for its non-executive directors which includes Code of Conduct for Independent Directors which suitably incorporates the duties of independent directors as laid down in the Companies Act, 2013 ("Act"). These codes are available on the Company's website. The Company is in compliance with the requirements stipulated under Regulation 27 of the SEBI Listing Regulations, as applicable, with regard to corporate governance

2. Board of Directors

In Satia Industries Ltd, Board plays a pivotal role in ensuring that the Company runs on sound business principles and that its resources are utilized for creating sustainable growth. The Board operates within the framework of a well-defined responsibility matrix which enables it to discharge its fiduciary duties

of safeguarding the interest of the Company ensuring fairness in the decision making process, integrity and transparency in the Company's dealing with its Members and other stakeholders. With a view to have a more focused attention on various facets of business and for better accountability, the Board has constituted the following committees viz. Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee. Each of these Committees has been mandated to operate within a given framework. The Board has complete access to any information with your Company. Members of the Board have complete freedom to express their views on agenda items and discussions at Board level are taken after due deliberations and full transparency. The Board provides direction and exercises appropriate control to ensure that your Company is managed in a manner that fulfills stakeholder's aspirations and societal expectations. The matters placed before the Board as required under Listing Regulations inter alia includes:

- A. Annual operating plans and budgets and any updates.
- B. Capital budgets and any updates.
- C. Quarterly results for the listed entity and its operating divisions or business segments.
- D. Minutes of meetings of audit committee and other committees of the board of directors.
- E. The information on recruitment and remuneration of senior officers just below the level of board of directors, including appointment or removal of Chief Financial Officer and the Company Secretary.
- F. Show cause, demand, prosecution notices and penalty notices, which are materially important.
- G. Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- H. Any material default in financial obligations to and by the listed entity or substantial nonpayment for goods sold by the listed entity.
- I. Any issue, which involves possible public or product liability claims of substantial nature, including any judgment or order which, may have passed strictures



on the conduct of the listed entity or taken an adverse view regarding another enterprise that may have negative implications on the listed entity.

- J. Details of any joint venture or collaboration agreement.
- K. Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property.
- L. Significant labour problems and their proposed solutions. Any significant development in Human Resources/ Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.
- M. Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business.
- N. Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.
- O. Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as non-payment of dividend, delay in share transfer etc.

Management Structure

Management Structure for running the business of the Company as a whole is in place with appropriate delegation of powers and responsibilities. The Chairman and Managing Director is in overall control and responsible for the day-to-day working of the Company. He gives strategic directions, lays down policy guidelines and ensures implementation of the decisions of the Board of Directors and its various Committee

Composition of the Board of Directors

As on 31st March, 2017 the composition of the Board of Directors is given herein below:

- 1. An Executive Chairman-Cum-Managing Director,
- 2. Two whole time Directors,
- 3. Four independent non-executive Directors,
- 4. (One additional Director appointed w.e.f 12.11.2016

upto the date of next AGM)

- 5. One Non Executive woman Director.

The Independent Directors on the Board are experienced, competent and highly reputed persons from their respective fields. The Independent Directors take active part at the Board and Committee Meetings, which adds vision, strategic direction and value in the decision making process of the Board of Directors.

The Composition of the Board is in conformity with clause 17 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with Section 149 of the Act, which requires that at least 50 percent of the Board consist of non-executive Directors and in case the Chairman is a non executive Director at least one third of the Board should comprise of independent Directors and where the listed entity does not have a regular non-executive chairperson, at least half of the Board of Directors shall comprise of independent Directors.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act. The maximum tenure of independent directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act

The Board monitors compliance of objectives by holding management accountable for its activities through quarterly performance reporting. Board and committee meetings are held in an atmosphere of intellectual honesty, requiring reporting of the highest standard by management and constructive debate among Board and Committee Members.

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in other public companies as on March 31, 2017 are given herein below. Other directorships do not include directorships of private limited companies. Chairmanships / Memberships of Board Committees shall only include Audit Committee.



During the financial year 2016-17, four Board Meetings were held on the following dates:-

- 1) 30-05-2016
- 2) 13-08-2016
- 3) 12-11-2016
- 4) 07.02. 2017

The Maximum time gap between any two consecutive meetings was less than One hundred and twenty days.

The Composition of Board of Directors and their attendance at the Board meetings during the year and at last Annual General Meeting of the Company as also the number of other Directorship and committee Membership/ Chairmanship as on 31.03.2017 are as follows:

Sr. No.	Name of Director	Category of Directorship	No. Board Meetings attended	Attendance Last AGM	No. of other Directorship (See note)	No. of Committee Membership	
						Member	Chairman
1.	Dr. Ajay Satia	Chairman & Managing Director	3	Yes	—	—	—
2.	Sh. R. K.Bhandari	Whole Time Director	3	Yes	—	1	—
3.	Sh. A. C. Ahuja	Independent Director	4	Yes	2	1	1
4.	Sh. S. K. Arora	Independent Director	2	No	—	1	—
5.	Sh. Dinesh Sharma	Independent Director	4	No	—	—	—
6.	Sh. I.D.Singh	Independent Director	2	No	—	1	—
7.	Smt. Bindu Satia	Non-Executive Director	2	Yes	—	—	—
8.	Sh. Chirag Satia	Executive Director	3	Yes	—	—	—
9.	Sh. J.R. Sharma*	Additional Director	2	Nil	—	—	—
10.	Sh. A. Krishna	Independent Director	1	Nil	—	—	—

- Appointed Additional Director w.e.f 12.11.2016
- Sh A Krishna, Independent Director retired on 30.09.2016



e) Number of Companies or committee in which the Director of the Company is a Director/Member/Chairman

Sr. No.	Name of Director	No. of Directorship in all public companies *	No. of Committee Membership in all Public Companies	
			Member**	Chairman**
1.	Dr. Ajay Satia	1	-	-
2.	Sh. R. K. Bhandari	1	1	-
3.	Sh. A. C. Ahuja	3	2	2
4.	Sh. J.R. Sharma	1	-	-
5.	Sh. S.K. Arora	1	1	-
6.	Sh. Dinesh Sharma	1	-	-
7.	Sh. I.D.Singh	1	1	
8.	Smt.Bindu Satia	1	-	-
9.	Sh Chirag Satia	1	-	-

Including Satia Industries Ltd and excluding private limited companies, foreign companies and companies under section 8 of the companies Act, 2013

** Board Committee for this purpose includes Audit Committee of Public Limited Companies (Including Committees of Satia Industries Limited)

The terms and conditions of appointment of the Independent Directors are disclosed on the website of the Company.

viii. During the year, one meeting of the Independent Directors was held on 07.02.2017 Independent Directors, inter-alia, reviewed the performance of non-independent directors, Chairman of the Company and the Board as a whole.

ix. The Board periodically reviews the compliance reports of all laws applicable to the Company, prepared by the Company.

x. The details of the familiarization programme of the Independent Directors are available on the website of the Company (<http://www.satiagroup.com/investors>).

Board Evaluation

The Board of Directors has carried out annual evaluation of its own performance, board committee and individual director pursuant to the provisions of the Act and the corporate requirements as prescribed by SEBI listing Regulations.

The performance of the Board, committees was revaluated by the Board after seeking inputs from all the Directors on the basis of the criteria such as the effectiveness of the Board process, information and functioning.

The Performance of the individual director on the basis of the criteria such as the contribution of the Individual director to the Board and the Committee meetings. In addition, the Chairman was also evaluated on the key aspects of his role

Board Training and Induction

At the time of appointing a Director, a formal letter of appointment is given to him, which inter alia explains the role, function, duties and responsibilities expected of him as a Director of the Company. The Director is also



explained in detail the compliances required from him under the Companies Act, Regulation 25(7) of the Listing Regulations and other relevant regulations and his affirmation taken with respect to the same

Board Level Committees

The Board has constituted various Committees for smooth and efficient operation of the activities and is responsible for constituting, assigning, co-opting and fixing the terms of reference for the committees in line with the laws of land. The Chairman, quorum and the terms of reference of each committee have been approved by the Board.

AUDIT COMMITTEE

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with Section 177 of the Act

Audit Committee and Attendance at its meeting is given hereunder:-

The Audit Committee reviews the matters falling in its terms of reference and addresses larger issues and examines those facts that could be of vital concerns to the Company. The terms of reference of the Audit Committee constituted by the Board in terms of Section 177 of the Companies Act, 2013 and \ the Corporate Governance Code as prescribed under Listing Regulations, which broadly includes matters pertaining to adequacy of internal control systems, review of financial reporting process, discussion of financial results, interaction with auditors, appointment and remuneration of auditors, adequacy of disclosures and other relevant matters

The role of the audit committee shall include the following:

- (1) Ensure that the financial statement is correct, sufficient and credible;
- (2) Recommendation for appointment and terms of appointment of auditors.
- (3) Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the board for approval with

particular reference to

- (a) Changes if any, in accounting policies and practices and reasons for the same;
 - (b) Major accounting entries involving estimates based on the exercise of judgment by management;
 - (c) Significant adjustments made in the financial statements arising out of audit findings;
 - (d) Compliance with listing and other legal requirements relating to financial statements;
 - (e) disclosure of any related party transactions;
 - (f) modified opinion(s) in the draft audit report;
- (4) reviewing with the management, the quarterly financial statements before submission to the board for approval;
 - (5) reviewing with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue and making appropriate recommendations to the board to take up steps in this matter;
 - (6) reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
 - (7) approval of transactions of the listed entity with related parties;
 - (8) scrutiny of inter-corporate loans and investments;
 - (9) evaluation of internal financial controls and risk management systems;
 - (10) reviewing with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 - (11) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit



department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

(12) discussion with internal auditors of any significant findings and follow up there on;

(13) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

(14) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

(15) to review the functioning of the whistle blower mechanism;

(16) approval of appointment of chief financial officer after assessing the qualifications, experience and background etc. of the candidate;

(17) Carrying out any other function as is mentioned in the terms of reference of the audit committee

The audit committee shall mandatorily review the following information

(1) management discussion and analysis of financial condition and results of operations;

(2) statement of significant related party transactions (as defined by the audit committee), submitted by management;

(3) management letters / letters of internal control weaknesses issued by the statutory auditors;

(4) internal audit reports relating to internal control weaknesses;

(5) the appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the audit committee.

The Audit Committee as on March 31, 2017 comprised of four Directors

Following Directors were the members of the Audit Committee:-

1. Sh. A.C.Ahuja, Chairman Independent Non Executive Director
2. Sh. S.K. Arora, Independent Non Executive Director
3. Sh Inderdev Singh Independent Non Executive Director
4. Sh. R. K.Bhandari. Joint Managing Director

All these Directors possess knowledge of Corporate Finance/Accounts/ Company Law/Industry. Sh Ashok Kumar Khurana Chief Finance Officer regularly attends the meetings and Sh Rakesh Kumar Dhuria , Company Secretary acts as Secretary of the Committee. The Statutory Auditors of the Company attend the meetings as Special Invitees. All the Members on the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls.

During the year under review, four (4) Meetings of Audit Committee were held on 30.05.2016, 13.08.2016, 12.11.2016 and 07.02.2017 composition of Audit Committee attendance of the members at the Committee Meetings during the year are as under:-

Sr. No.	Name of Member	Status in Committee	Directorship	No. of Meetings attended
1.	Sh. A. C. Ahuja	Chairman	Independent Director	4
2.	Sh. R. K. Bhandari	Member	Whole Time Director	3
3.	Sh S. K. Arora **	Member	Independent Director	2
4.	Sh Inder Dev Singh ***	Member	Independent Director	2
5.	Sh Dinesh Sharma	Co-opted member	Independent Director	2

**Nomination and Remuneration Committee****Term of Reference:**

The nomination and remuneration committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations, read with Section 178 of the Act.

The term of reference of this committee are wide enough covering the matter specified under the SEBI Listing Regulations and the Companies Act, 2013

Composition of the Remuneration Committee & attendance of the members at the Committee Meetings during the year ended 31.03.2017 are as follows:-

Sr. No.	Name of Member	Status in Committee	Directorship	No. of Meetings attended
1.	Sh A. C. Ahuja	Chairman	Independent Director	1
2.	Sh Inder Dev Singh ***	Member	Independent Director	0
3.	Sh Dinesh Sharma	Member	Independent Director	1
4.	Sh A. Krishna	Member	Independent Director	0

Sh A.Krishna * :- Retired with effect From 30.09.2016

REMUNERATION OF DIRECTORS**NOMINATION AND REMUNERATION POLICY**

Nomination and Remuneration policy of the Company is designed to attract, motivates and retain manpower in competitive market. The main provision of this policy is given in the Board's Report.

Managing Director and Whole Time Directors are appointed as per agreement and are being paid remuneration as approved by the Board and the shareholders. Sitting fees are paid to the Directors for attending the meetings of the Board of Directors/ Committees thereof. The detail of remuneration paid to directors during the period ended March 31, 2017 is as under:-

Sr. No.	Name of Director	Sitting Fee (Rs.)	Salary	P.F	Others	Total (Rs.)
1	Dr Ajay Satia	—	14400000	0	829043	15229043
2	Sh R.K.Bhandari	—	3270000	21600	80894	4092494
3	Sh A.C.Ahuja	80000	—	—	—	80000
4	Sh J.R.Sharma	—	-	—	-	-
5	Sh S.K.Arora	30000	—	—	—	30000
6	Sh Dinesh Sharma	65000	—	—	—	65000
7	Sh I.D.Singh	30000	—	—	—	30000
8	Smt Bindu Satia	—	—	—	—	—
9	Sh Chirag Satia	—	18000000	21600	3500	18025100
10	Sh A Krishna*	10000	-	-	-	10000

- Sh A Krishna retired w.e.f 30.09.2017



Corporate Social Responsibility

(CSR) Committee

As required under Section 135 of the Companies Act, 2013 the Company has formed a CSR Committee.

Name of the Member	Designation
Sh A.C.Ahuja	Chairman
Sh R.K.Bhandari	Member
Sh J.R.Sharma	Member

All the members of CSR Committee were present at the meeting held on 07th February, 2017 under the chairmanship of Sh A.C. Ahuja, Independent Director

INDEPENDENT DIRECTORS MEETING

During the year under review, the Independent Directors met on 07th February, 2017 inter alia to :

- 1 Review the performance of Non independent Directors and the Board of Directors as a Whole:
- 2 Review the performance of the Chairman of the Company, taking into accounts the views of the Executive and Non Executive Directors.
- 3 Review the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

Business Risk Management Committee

The company has formed a business risk evaluation/

management committee consisting of the following members

- 1) Sh R.K.Bhandari, Whole Time Director (Chairman)
- 2) Sh J.R.Sharma Additional Director – (Member)
- 3) Sh A.K.Khurana CFO-(Member)

Business Risk Evaluation and Management is an ongoing process within the Organization. The company has a risk management framework to identify, monitor and minimize risks as also identify business opportunities. The objectives and scope of the Risk Management Committee broadly comprise of

1. Oversight of risk management performed by the executive management:
2. Reviewing the BRM policy and framework in line with local legal requirements and SEBI guidelines.
3. Reviewing risks and evaluate treatment including initiating mitigation actions and ownership as per a pre-defined cycle:
4. Defining framework for identification, assessment, monitoring, mitigation and reporting of risks.
5. Within its overall scope as aforesaid, the Committee shall review risks trends, exposure, potential impact analysis and mitigation plan

General Body Meetings

The last three Annual General Meetings were held as under:-

S. No.	Financial year	Date	Time	Location	No of Special Resolution Passed
1	2015-16	30.09.2016	10.00AM	At Regd. Office; Muktsar-Malout Road, Vill.Rupana Distt. Muktsar	Two
2	2014-15	30.09.2015	10.00AM	At Regd. Office; Muktsar-Malout Road, Vill.Rupana Distt. Muktsar	Four
3	2013-14	30.09.2014	10.00AM	At Regd.Office; Muktsar-Malout Road, Vill.Rupana Distt. Muktsar	One

**Postal Ballot**

During the year under review, no resolution was passed through Postal Ballot.

Disclosures**i. Related party transactions**

All material transactions entered into with related parties as defined under the Act and Regulation 23 of SEBI Listing Regulations during the financial year were in the ordinary course of business. These have been approved by the audit committee. The board has approved a policy for related party transactions which has been uploaded on the Company's website

- iii. The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism as defined under Regulation 22 of SEBI Listing Regulations for directors and employees to report concerns about unethical behavior. No person has been denied access to the Chairman of the audit committee. The said policy has been also put up on the website of the Company.

iv. Reconciliation of share capital audit:

A qualified practicing Chartered Accountant has carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") and the total issued and listed equity share capital. The audit report confirms that the total issued / paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

Compliance made by the Company

- a) The Company has made the compliance of the stock exchanges, SEBI and other statutory authorities on all matters related to capital market.
- b) There were no penalties or strictures imposed on the company by Stock Exchanges or SEBI, any statutory authority on any matter related to the above.
- d) The management discussion and Analysis Report

forms part of the Annual Report as an addition to the Directors' Report.

Means of Communication

The quarterly, half yearly and Annual Financial results were published in The Financial Express and also sent to the Stock Exchanges.

SCORES (Sebi Complaints Redressal System): The Investor Complaints are processed in a centralized web based complaints redressal system on www.scores.gov.in, a website maintained by SEBI (Securities and Exchange Board of India). The main feature of this system is central database of all complaints, online upload of action taken reports (ATR's) by the concerned companies and online view by investors of action taken on complaints and its current status. The Company has no pending complaints filed through scores.

General Shareholders Information**Annual General Meeting**

Date and time : 29th September, 2017 (10 AM)

Venue : At Regd. Office :VPO Rupana
Muksar-Malout Road, Distt.
Muksar –152032

Financial Calendar

Next Financial Year April 1, 2017 to March 31, 2018

The quarterly financial results will be adopted as per the following tentative schedule

Results	Announced on
For 1 st Quarter ended on 30.06.2017	August, 2017
For 2 nd Quarter ended on 30.09.2017	November. 2017
For 3 rd Quarter ended on 31.12.2017	February, 2017
For the year ended on 31.03.2018	May, 2018



- e) Date of Book closure** : 25th September, 2017 to 29th September, 2017 (Both days inclusive)
- f) Listing on Stock Exchanges** : Equity shares of the company has been included in the "T- group/Index of BSE Limited, Mumbai(BSE)
- g) Stock Code** :
- BSE Limited 539201
- ISIN Number INE 170E01015
- Corporate Identification Number L21012PB1980PLC004329

i) Market Price Data

Market Price Data, High, Low during each month in the Last Financial Year

The monthly high low stock quotation during last financial year at BSE are given below:-

Month & Year	Share Price at BSE LTD	
	High	Low
May, 2016	26.10	26.80
June, 2016	6.80	26.80
July, 2016	26.80	26.80
Aug, 2016	26.80	26.80
Sept, 2016	26.80	26.80
Oct, 2016	29.50	28.10
Nov, 2016	37.50	30.95
Dec, 2016	48.75	38.90
Jan, 2017	63.35	51.15
Feb, 2017	65.35	65.35
March, 2017	65.35	65.35

Distribution of shareholding as on March 31, 2017

No. of equity shares held	No of Share-holders	%age	Shares	%age total
UPTO 5000	441	82.27	40539	0.4054
5001 – 10000	38	7.08	28652	0.2865
10001- 20000	15	2.79	20400	0.2040
20001 – 30000	5	0.93	11649	0.1165
30001 – 40000	4	0.74	12435	0.1244
40001 – 50000	3	0.55	14565	0.1457
50001 – 100000	2	0.37	12125	0.1213
100001 AND ABOVE	28	5.22 3.59	9859635	98596
TOTAL	536	100.00	10000000	100.0000

(I) Categories of shares as on 31.03.2017

Sr. No.	Particulars	No. of shares	Amount (Rs. in lacs)	%age
1.	Promoter			
	(a) Core Promoter	4965227	49652270.00	49.65
	(b) Friends/ Relatives			
2.	Financial Institutions	0	0	0.00
3.	Public	5034773	50347730	50.35
4.	Banks	0	0	0.00
5.	Others	0	0	0.00
	Total	1000000 100,00	10,00,00,000.00	100.00

(c) Dematerialization of shares & liquidity

The shares of the Company are in demat and available in depository system of both NSDL and CDSL.

(h) Registrar & Transfer Agents :

The details of Registrar & Transfer Agent appointed by the Company are as under:-

Beetal Financial & Computer Services (P) Ltd
Beetal House, 3rd Floor, 99 Madangir,
Behind Local Shopping Centre, New Delhi

**Share Transfer System**

The company's shares are in compulsory dematerialized list and are transferable through depository system. Shares in physical form are processed and approved by M/s Beetal Financial and Computer Services Pvt. Ltd., the Registrar and Transfer Agents and approved by the Share Transfer Committee. The physical share transfers are generally processed within a period of 15 days from the date of receipt of transfer documents by M/s Beetal Financial and Computer Services Pvt. Ltd

Investor Grievance Committee

The Investor Grievance Committee of the Company for the year ended 31.03.2017 looks after the work of redressal of investors/ shareholders complaints. The members of the Committee are Dr. Ajay Satia & Sh. R. K. Bhandari. No meeting of Investor Grievance Committee was held during the year under review, as the company has not received a single grievance/complaint from the investors/ shareholders.

(k) Plant location : Muktsar-Malout Road,
Vill. Rupana
Distt. Muktsar (Punjab)

(l) Investors : Muktsar-Malout Road,
correspondence : Vill Rupana,
Distt. Muktsar-152026(Punjab)

Website The Company's website (www.satiagroup.com) contains a separate dedicated section "Investor Relation" where shareholders information is available. The Company's Annual Report is also available in a user-friendly and downloads form.

For and on behalf of the Board of Director

PLACE : New Delhi

DATED : 29.08.2017

(Ajay Satia)
Chairman-Cum-
Managing Director

(R.K.BHANDARI)
Joint Managing
Director

MANAGEMENT DISCUSSION & ANALYSIS**GLOBAL ECONOMY**

Global economic growth rate is gradually stabilizing. With buoyant financial markets and a long-awaited cyclical improvement in manufacturing and trade, global growth is expected to touch 3.5% in 2017 and 3.6% in 2018.

INDIAN ECONOMY

The Indian economy has continued to show resilience in the face of challenging global economic conditions and rising protectionist measures across the world. The country registered robust GDP growth of 7.1% in FY 2016-17.

Key indicators

Inflation: The retail inflation stayed above the comfort zone of 5% till August 2016. However, it started moderating thereafter due to a normal monsoon, dropping to a two-year low of 3.4%. The average inflation for the FY 2016-17 stood at 4.5% (4.9% in FY 2015-16)

Fiscal deficit: The fiscal deficit as a percentage of GDP stood at 3.5% for 2016-17. This has been revised to 3.2% for 2017-18.

Current account deficit: The current account deficit as a percentage of GDP stood at 0.9% lowest in the last five years.

Currency: The Rupee saw a marginal appreciation as it stood at ₹ 65.9 during 2016-17 (₹ 66 in 2015-16).

India has recently emerged as the world's sixth largest manufacturing country. Emerging urban clusters are driving this economic momentum. The result is that more consumers with higher disposable income are helping enhance India's economic potential. The country's economic prospects appear optimistic with policymakers creating enablers for strong and sustainable growth for the medium to long term.

Industry Structure and Development

The Indian Paper Industry has played pivotal role in laying the foundation for economic growth. The century old Pulp and Paper industry occupies an important position in the Indian Economy for its extended role of early



industrialization and social sector development. The emphasis on making India a knowledge-based economy after globalization perpetuated the importance of P&P sector. The liberalization of the sector seems to have had the desired effect on its growth performance and nature in a competitive paper sector. Analyzing the globalization of the sector suggests that the inward looking policy framework vigorously advanced by Government in the past has reduced the import dependency and improve the self-sufficiency.

Satia Industries Limited has a very strong pulping base having capacity to make sufficient agro waste pulp besides significant capacity to make deinked pulp. along with a Strong marketing network and loyal customer base to fulfill increasing market demand with increase in production and productivity. Three different machines that give your company flexibility to cater to a wider range of market are major strengths. At the same time, the major threat being faced by your company is the stringent environmental regulation being imposed by the government. Increasing competition with globalization and emergence of new units with latest technology, threat of Zero import duty on paper inputs, raw material shortage and economy of scale.

Segmentation or product wise performance

Your company has introduced a premium quality paper 'super snow white paper' excelling in all qualities like brightness, formation, bulk and strength properties and its share in total production is increasing. This product has made a place for itself in the market. Plans to introduce photocopier paper under a brand name in near future are underway. There has been good demand for colored and azure laid paper made by your company. There has been more than full capacity utilization of manufacturing capacity of your company.

Internal Control Systems and their adequacy

There is adequate internal control system in the company through Internal Audit and regular operations review and efforts are being made to strengthen it.

Operating & Financial Performance

The net revenue from operation of the Company was Rs 51977.63 lacs as compared to Rs 45008.78 lacs

during the corresponding period of the previous year 2015-16 and the net profit after tax of the Company was Rs 2552.81 lacs from Rs 1311.62 lacs recorded for the previous year.

Development in Human Resources/Industrial Relations

The human capital of the company has been motivated and committed to bring good operating performance. The industrial relations are cordial.

To,
The Members,
Satia Industries Ltd.
VPO: Rupana

DECLARATION BY THE MANAGING DIRECTOR

I hereby confirm that all Board Members and Senior Management Personnel have affirmed compliance with the code of conduct for the Directors and Senior Management Personnel as approved by the Board, for the Financial Year ended 31st March, 2017 in terms of Regulation 26(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

(Dr Ajay Satia)
MANAGING DIRECTOR

Place : New Delhi
Date : 29.08.2017

CMD & CFO CERIFICATE

To,
The Members,
Satia Industries Ltd.
VPO: Rupana

- (a) We have reviewed financial statements and the cash flow statement for the year and that to the best of their 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 their knowledge and belief; no transactions entered into by the company during the year, which are fraudulent, illegal or Violative of the company's code of conduct.
- (c) They accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and they have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- (d) They have indicated to the auditors and the Audit Committee that:

significant changes in internal control over financial reporting during the year.

- i) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

there are no instances of significant fraud of which they 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

Ashok Kumar Khurana
Chief Financial Officer

Dr Ajay Satia
Chairman-Cum-Managing
Director

Place : New Delhi
Date : 29.08.2017

AUDITORS' CERTIFICATE

TO

The Members of Satia Industries Ltd.

We have examined the compliance of conditions of corporate governance by Satia industries limited formerly known as Satia Paper Mills Ltd., for the year ended on 31st March 2017 as per regulations stipulated in sebi (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

The compliance of conditions of corporate governance is the responsibility of the management. Our examinations were limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statement of the Company.

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

We state that no investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the Share Transfer Committee and Shareholders/Investor Grievance Committee.

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

For RAKESH BANSAL & CO.
Chartered Accountants

Place : New Delhi
Date : 29.08.2017

Proprietor
Membership No. 090278



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	L21012PB1980PLC004329
2.	Registration Date	26.11.1980
3.	Name of the Company	SATIA INDUSTRIES LIMITED
4.	Category/Sub-category of the Company	PUBLIC
5.	Address of the Registered office & contact details	VPO: RUPANA, MALOUT-MUKTSAR ROAD, DISTT: MUKTSAR (PUNJAB)-152026 01633-262001
6.	Whether listed company	LISTED
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Beetal Financial & Computer Services (P) Ltd Beetal House, 3 rd Floor, 99, Madangir, Behind Local Shopping Complex, Near Dada Harsukhdas Mandir, New Delhi-110062 CONTACT NOS 011-29961281-83, FAX 011-29961284 E-mai beetal@rediffmail.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
	Writing and printing paper	17093	100

III. Particulars of Holding, Subsidiary and Associate Companies

The Company has no holding, Subsidiary and Associate Companies
--



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. promoters									
(1) Indian									
a) Individual/ HUF	0	4475227	4475227	44.75		3469028	4965227	49.65	4.9
b) Central Govt	-	-							
c) State Govt(s)	-	-							
d) Bodies Corp.	-	-							
e) Banks / FI	-	-							
f) Any other	-	-							
Total shareholding of Promoter (A)	0	4475227	4475227	44.75	1496199	3469028	4965227	49.65	4.9
2) Foreign	-	-	NIL	-	-	-			
Total Shareholding of Promoters	0	4475227	4475227	44.75	1496199	3469028	4965227	49.65	4.9
B. Public Shareholding									
1. Institutions									
a) Mutual Funds		—	—	—	—	—	—	—	
b) Banks / FI		—							
c) Central Govt		—							
d) State Govt(s)		-							
e) Venture Capital Funds	-								
f) Insurance Companies		-							
g) FIIs		-							
h) Foreign Venture Capital Funds		-							
i) Others (specify) Other Individual HUF	970	0	0	0	970		2024	0.009	0.009
Sub-total (B)(1):-		-							
2. Non-Institutions									
a) Bodies Corp.	1574491	1790010	3364501	33.65	1581035	2549698	4130733	41.31	7.66
Individuals									



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	
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	34354	116410	150764	1.51	57596	117785	175381	1.76	0.25
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	124975	1883563	2008538	20.09	124885	601750	726635	7.27	-12.82
c) Others (specify)									
Non Resident Indians	0								
Overseas Corporate Bodies	0								
Foreign Nationals	0								
Clearing Members	0								
Trusts	0								
Foreign Bodies - D R	0								
Sub-total (B)(2):-	1734790	3790683	5525443	55.25	1734790	3789983	5034773	50.34	-4.91
Total Public Shareholding (B)=(B)(1)+(B)(2)	1734790	3790683	5525443	55.25	1733820	3789983	5034773	50.34	-4.91
C. Shares held by Custodian for GDRs & ADRs	0								
Grand Total (A+B+C)	274200	9973425	10000000	100	273900	9726100	10000000	100	0



1) Shareholding of Promoter-

S. N.	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	Sh Anil Satia(HUF)	16875	0.17	0	0	0	0	-0.17
2	Dr Ajay Satia(HUF)	19375	0.193	0	19375	0.193	0	0
3	Sh Chirag Satia	455165	4.55	0	455165	0.680	0	0
4	Ms Saloni Satia	174344	1.74	0	0	0	0	-1.74
5	Smt. Krishna Satia	212875	2.13	0	212875	2.13	0	0
6	Ms Yachana Satia	258750	2.59	0	258750	2.59	0	0
7	Sh Dhruv Satia	543169	5.43	0	673169	6.73	0	1.30
8	Sh Anil Satia	567719	5.68	0	0	0	0	-5.68
9	Smt Bindu Satia	751094	7.51	0	751094	7.51	0	0
10	Dr Ajay Satia	1475861	14.76	902200	2234799	22.35	902200	7.59
11	Ms Priyanka Satia	0			360000	3.60	0	3.60
	Total	4475227	40.88	902200	4965227	44.75	902200	

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

S.N.	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
	At the beginning of the year	4475227	44.75	4475227	44.75
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):				
	31.10.2016	490000	4.90	490000	4.90
	At the end of the year	4965227	49.65	4965227	49.65



**1V) Shareholding Pattern of top ten Shareholders:
(Other than Directors, Promoters and Holders of GDRs and ADRs):**

S N	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (As on 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	Muktsar Logistic and Trading (P) Limied	1572800	15.73	1572800	15.73	0
2	SDS Cotton Private Limited	1518285	15.18	1513285	15.18	0
3	Sh Ankit Satia	793344	7.93	0	0	-7.93
4	Sh Shakti Singh and Chirag Satia	387071	3.87	0	0	-3.87
5	Sh Akhil Satia	332844	3.33	0	0	-3.33
6	White Gold Transport Private Ltd	247000	2.47	247000	2.47	0
7	Ms Sabhyata	130000	1.30	0	0	-1.30
8	Bhai Apminder Singh	112750	1.13	112750	1.13	0
9	Sh Gurcharan Kaur	110000	1.10	110000	1.10	0
10	Smt. Jasminder Kaur	106875	1.07	106875	1.07	0

1v) Shareholding of Directors and Key Managerial Personnel:

S N	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during theyear	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Directors				
	Dr Ajay Satia				
	At the beginning of the year	1475861	14.76	2234799	22.35
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	04.06.2016	664368	6.64		
	14.06.2016	72470	0.725		
	30.06.2016	16000	0.16		
	20.07.2016	4700	0.047		
	14.11.2016	1400	0.014		
	At the end of the year	2234799	22.34	2234799	22.34
	Sh R.K.Bhandari				
	At the beginning of the year	25625	0.256	25625	0.256



S N	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
	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	25625	0.256	25625	0.256
	Sh J.R.Sharma				
	At the beginning of the year	0.00	0.00	10	0
	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	0.00	0.00	10	0
	Sh Chirag Satia				
	At the beginning of the year	455165	4.55	455165	4.55
	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	455165	4.55	455165	4.55
	Smt Bindu Satia				
	At the beginning of the year	751094	7.51	751094	7.51
	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	751094	7.51	751094	7.51
	Sh A.C.Ahuja				
	At the beginning of the year	0	0	0	0
	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	0	0	0	0
	Sh Dinesh Sharma				
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				



S N	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 end of the year	0	0	0	0
	Sh A.Krishna				
	At the beginning of the year	0	0	0	0
	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	0	0	0	0
	Key Managerial Personnel				
	Sh Ashok Kumar Khurna CFO				
	At the beginning of the year	500	0	0	500
	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	500	0	0	500
	Sh Rakesh Kumar Dhuria, Company Secretary	0	0	10	0

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	12952.00	1392.00		14344.00
ii) Interest due but not paid	119.00	0	-	119.00
iii) Interest accrued but not due	-	-	-	
Total (i+ii+iii)	13041.00	1392.00	-	14463.00
Change in Indebtedness during the financial year				
* Addition	2457.00	0	-	2457.00
* Reduction	1791.00	231.00	-	2022.00
Net Change	666.00	-231.00		435.00
Indebtedness at the end of the financial year				
i) Principal Amount	13618.00	1161.00	-	14779.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	124.00	12.00	-	136.00
Total (i+ii+iii)	13742.00	1173.00	-	14915.00



VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

Rs. in lacs

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Dr Ajay Satia	Sh R.K.Bhandari	Sh J.R.Sharma	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	12600000	3000000	806581	16406581
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	212965	109107	36630	358702
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission - as % of profit - others, specify...				
5	Others, please specify				
	Total (A)				
	Ceiling as per the Act				

B. Remuneration to other directors

S N.	Particulars of Remuneration	Name of Directors					
		Sh A.C.Ahuja	Sh A.Krishna	Sh I.D.Singh	Sh S.K.Arora	Sh Dinesh Sharma	
1	Independent Directors						
	Fee for attending board committee meetings	80000	55000	75000	55000	50000	
	Commission	0	0	0	0	0	
	Others, please specify	0	0	0	0	0	
	Total (1)	80000	55000	75000	55000	50000	
2	Other Non-Executive Directors						
	Fee for attending board committee meetings	0	0	0	0	0	
	Commission	0	0	0	0	0	
	Others, please specify	0	0	0	0	0	
	Total (2)	0	0	0	0	0	
	Total (B)=(1+2)	80000	55000	75000	55000	50000	
	Total Managerial Remuneration						
	Overall Ceiling as per the Act						



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SATIA INDUSTRIES LIMITED

V. RUPANA

We have audited the accompanying standalone financial statements of Satia Industries Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2017, and the Statement of Profit and Loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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 the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 control, 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.

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 there under.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical

requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

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

1. As required by the Companies (Auditor's Report) Order, 2016("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters Specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best



of our knowledge and belief were necessary for the purposes of our audit.

- b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) the Balance Sheet, the 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, read with Rule 7 of the Companies (Accounts) Rules, 2014 subject to the notes of accounts annexed to the stand alone financial statements and
- e) On the basis of written representations received from the directors as on 31 March, 2017, and 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. Refer Note 2.20 to the standalone financial statements.
 - (ii) The Company has made provision, as required under the applicable law or accounting standards, for material

foreseeable losses, if any, on long term contracts including derivative contracts as per notes annexed to the financial statements;

- (iii) There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.
- (iv) The Company has provided requisite Disclosures in the financial statements, as regards its holding and dealings in Specified Bank Notes, as defined in the “Notification S.O. 3407(E) dated the 8th November 2016 of the Ministry of Finance” during the period from 8th November 2016 to 30th December 2016 and these are in accordance with the books of accounts maintained by the company. Refer Note 2.7.7 to the stand alone financial statements.

Place : New Delhi FOR RAKESH BANSAL & CO.

**Date : 29.08.2017 CHARTERED ACCOUNTANTS
RAKESH BANSAL
M.No.090278
FRN 011474N**

The Annexure Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ of our Report of even date to the members of Satia Industries Limited, V. Rupana on the accounts of the company for the year ended 31st March, 2017.

On the basis of such checks as we considered appropriate and according to the information and Explanations given to us during the course of our audit, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b) As explained to us, fixed assets have been physically verified by the management during the year in accordance with the phased programme of verification adopted by the management which, in our opinion, provides



for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

- (ii) a) As explained to us, the inventories of finished goods, semi-finished goods, stores, spare parts and raw materials were physically verified at regular intervals/ (at the end of the year) by the Management.
- b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventories followed by the Management were reasonable and adequate in relation to the size of the Company and the nature of its business.
- c) In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories except for material lying on floor & work in progress (which has been determined during the physical verification at the yearend) and the stocks of REC/CER/E-CERTS etc (which are being accounted on sale basis only). The discrepancies noticed on verification between the physical stocks and the book records were not material in relation to the operations of the Company and the same have been properly dealt with in the books of accounts.
- (iii) In respect of loans, secured or unsecured, granted to the parties covered in register maintained under section 189 of the Companies Act 2013, in our opinion, the rate of interest and other terms and conditions on which the loans have been granted not prejudicial to the interest of the company. There is no overdue amount in the loan accounts.
- (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 loans, investments, guarantees, and security.
- (v) 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 Rules made 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. We have, however, not made a detailed examination of these records with a view to determining whether they are accurate or complete.
- (vii) In respect of statutory dues:
- a) According to the records of the company and information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, employees state insurance (ESI), Investor Education and Protection Fund, Income-tax, Tax deducted at sources, Tax collected at source, Professional Tax, Sales Tax, value added tax (VAT), Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it, with the appropriate authorities. There are no arrears of such dues which were outstanding for a period of more than six months from the date these became payable as on 31.03.2017.
- b) According to the information and explanations given to us, the following dues of income tax, sales tax, duty of excise, service tax and value added tax have not been deposited by the Company on account of disputes:
- Excise & Customs Duty Rs.5.57 Lakhs
- (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. The company 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 term Loans(Except from banks). Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

- (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 on the company by its officers or 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 managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- (xii) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of the Order are not applicable to the Company.
- (xiii) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares during the year as such this clause is not applicable to the company.
- (xv) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- (xvi) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions

of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

Place : New Delhi FOR RAKESH BANSAL & CO.
Date : 29.08.2017 CHARTERED ACCOUNTANTS

RAKESH BANSAL
M.No.090278
FRN 011474N

“Annexure B” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of Satia Industries Limited, V.Rupana

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 **Satia Industries Limited, V.Rupana** (“the Company”) as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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.

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal



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

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

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

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.

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.

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

Place : New Delhi
Date : 29.08.2017

FOR RAKESH BANSAL & CO.
CHARTERED ACCOUNTANTS
RAKESH BANSAL
M.No.090278
FRN 011474N



BALANCE SHEET AS ON MARCH 31st, 2017

(Rs. in Lacs)

Particulars	Note	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
I. EQUITY AND LIABILITIES			
SHAREHOLDER'S FUNDS			
Share Capital	2.1	1,000.00	1,000.00
Reserves and Surplus	2.2	12,739.95	9,449.75
Sub Total		13,739.95	10,449.75
SHARE APPLICATION MONEY	2.3	-	-
NON CURRENT LIABILITIES			
Long Term Borrowings	2.4.1	8,762.52	10,530.07
Deferred Tax Liabilities	2.4.2	331.10	193.87
Other Long Term Liabilities	2.4.3	9,137.31	8,561.36
Long Term Provisions	2.4.4	647.02	709.14
Sub Total		18,877.95	19,994.45
CURRENT LIABILITIES			
Short Term Borrowings	2.5.1	7,441.16	8,484.79
Trade Payables	2.5.2	2,958.76	2,845.66
Other Current Liabilities	2.5.3	5,281.87	4,080.50
Short Term Provisions	2.5.4	41.85	175.88
Sub Total		15,723.64	15,586.83
TOTAL		48,341.54	46,031.03
II. ASSETS			
NON CURRENT ASSETS			
(a) FIXED ASSETS :			
Tangible Assets	2.6.1	29,085.56	25,010.19
Intangible Assets	2.6.1	-	-
Capital Work-in-Progress	2.6.1A	987.93	2,335.62
Intangible Assets Under Development	2.6.1A	-	-
Sub Total		30,073.49	27,345.80
(b) NON-CURRENT INVESTMENT	2.6.2	355.00	717.00
CURRENT ASSETS			
Current Investment	2.7.1	-	-
Inventories	2.7.2	2,894.98	5,946.62
Trade Receivables	2.7.3	10,488.37	9,770.85
Cash and Cash Equivalents	2.7.4	768.32	505.32
Short-Term Loans And Advances	2.7.5	1,311.91	482.80
Other Current Assets	2.7.6	2,449.47	1,262.64
Sub Total		17,913.05	17,968.23
TOTAL		48,341.54	46,031.03

Document Annexed:

1. Significant Accounting policies
2. Notes to Accounts

For **RAKESH BANSAL & CO.**
Chartered Accountants

(Rakesh Bansal)
Proprietor
M.No 090278
FRN 011474N

(Dr Ajay Satia)
Chairman-Cum Managing Director

Place : New Delhi
Date : 29.08.2017

(A.K.Khurana)
Vice President(Finance)

For and On behalf of the Board of Directors

(R.K.Bhandari)
Joint Managing Director

(Rakesh Kumar Dhuria)
Company Secretary

**STATEMENT OF PROFIT AND LOSS AS ON MARCH 31st, 2017****(Rs. in Lacs)**

Particulars	Note	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
I) Revenue from Operations (Net of Excise)	2.8	51,686.70	43,360.67
II) Other Income	2.9	290.93	1,648.10
III) Total Revenue (I+II)		51,977.63	45,008.78
IV) Expenses :			
Cost of Material Consumed	2.10	22,319.14	18,956.97
Cost of Purchase of Traded Goods	2.11	716.59	3,366.95
Change In Inventories of Finished Goods, Work in Progress and Stock In Trade	2.12	812.18	(374.91)
Employees Benefit Expenses	2.13	3,568.88	2,751.41
Finance Cost	2.14	2,432.95	2,510.05
Depreciation and Amortization Expenses	2.15	3,992.17	3,324.81
Other Expense	2.16	15,339.71	13,307.70
Total Expenses		49,181.62	43,843.00
V) Profit Before Exceptional and Extraordinary Items and Tax (III) - (IV)		2,796.02	1,165.78
VI) Exceptional Items	2.17	-	-
VII) Profit Before Extraordinary Items and Tax (V) - (VI)		2,796.02	1,165.78
VIII) Extraordinary Items	2.18	105.98	157.92
IX) PROFIT BEFORE TAX		2,690.04	1,007.86
X) Tax Expense:	2.19		
(1) Current Tax		-	-
(2) Deferred Tax		137.23	(303.76)
XI) Profit (Loss) for the Period from Continuing Operations (VII) - (VIII)		2,552.81	1,311.62
XII) Profit/ (Loss) from Discontinuing Operations		-	-
XIII) Tax Expenses of Discontinuing Operations		-	-
XIV) Profit/(Loss) from Discontinuing Operations (After tax) (XII-XIII)		-	-
XV) Profit (Loss) for the Period (XI) + (XIV)		2,552.81	1,311.62
XVI) Earnings Per Equity Share			
Basic (Face Value Rs. 10)	(In ₹)	25.53	13.12
Diluted (Face Value Rs. 10)	(In ₹)	25.53	13.12

Document Annexed:

1. Significant Accounting policies
2. Notes to Accounts

For RAKESH BANSAL & CO.
Chartered Accountants

(Rakesh Bansal)
Proprietor
M.No 090278
FRN 011474N

(Dr Ajay Satia)
Chairman-Cum Managing Director

For and On behalf of the Board of Directors

(R.K.Bhandari)
Joint Managing Director

Place : New Delhi
Date : 29.08.2017

(A.K.Khurana)
Vice President(Finance)

(Rakesh Kumar Dhuria)
Company Secretary

**Notes forming part of financial Statement****Corporate Information**

Satia Industries Limited (herein after referred to as ('The Company')) is presently dealing in the following business

- a) Manufacturer of Writing and Printing Paper b) Generation of Power c) Trading activities in Cotton & Yarn, d) Agricultural & Plantation Operations etc.

1. Significant Accounting Policies:-**1.1 Basis of Preparation:**

The financial statements have been prepared to comply with all material aspects which are mandatory accounting standards issued by the The Institute of Chartered Accountants of India and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention, except where otherwise stated, and on an accrual basis except stated here in after. The accounting policies have been consistently applied by the company as those applied in the previous year except those stated otherwise here in after.

1.2 Fixed Assets:

Fixed Assets are shown at Historical Cost. Cost of the fixed assets comprises purchase price, duties, levies and direct indirect attributable cost of bringing the assets to its working condition for intended use. Borrowing cost related to acquisition or construction of the qualifying fixed assets for the period up to the completion of their acquisition and installation are included in the cost of the assets. Expenditure for addition, improvement and renewals are capitalized and expenditure for repair and maintenance are charged to Statement of Profit & Loss Account.

1.3 Depreciation:-

- 1.3.1 There is a change in the method for providing of depreciation from Straight Line Method to Written Down Value Method effective from April 1, 2014, Accordingly the company has

computed the charge of depreciation keeping in view the remaining useful life of the assets as ascertained by the chartered engineer in accordance with the terms of Schedule II to the Companies Act, 2013 and AS-6.

- 1.3.2 The management of the Company has considered it to be appropriate to seek the opinion of chartered engineer in order to ascertain the remaining useful life and residual value of the assets (existing as well as additions), as it may deem fit.
- 1.3.3 On the basis of technical advice the management of the company has considered it to be appropriate to keep the residual value of all the assets at 10% of the historical cost.
- 1.3.4 Depreciation on the amount of addition made to Fixed Assets due to exchange fluctuation is provided over the remaining useful life of the asset to which the fluctuation relates.
- 1.3.5 Patents and trademarks, etc are accounted at their cost of acquisition and amortized over their estimated economic life not exceeding 10 years. Leasehold improvements are charged to statement of the profit and loss account over the primary period of lease.

Item	Useful Life (Years)	Basis
Building	20	Based on CE certificate dated 01.02.2015
Roads	5	Part C of Schedule II of the Companies Act, 2013
Machinery	12	Based on CE certificate dated 01.02.2015
Electrical Installations	12	Based on CE certificate dated 01.02.2015



Turbine	40	Part C of Schedule II of the Companies Act, 2013
Office Equipment	5	Based on CE certificate dated 01.02.2015
Furniture & Fittings	10	Part C of Schedule II of the Companies Act, 2013
Vehicles	5	Based on CE certificate dated 01.02.2015
Computer	3	Part C of Schedule II of the Companies Act, 2013
A.C. Fans & Cooler	5	Part C of Schedule II of the Companies Act, 2013

1.4 Investments

Investments are stated at cost less provision for permanent diminution in value of long term Investment and short term investments are carried out at net realisable value.

1.5 Impairment of Fixed Assets:

Consideration is given at each balance sheet date to determine whether there is any indication of impairment of the carrying amount of the Company's Fixed Assets. If any indication exists, an assets recoverable amount is estimated. The impairment loss is recognized whenever the carrying amount of assets exceeds its recoverable amount. The recoverable amount is the greater of the net selling price and value in use. In assessing value in use the estimated future cash flows are discounted to their present value based on an appropriate discount factor. Impairment loss is recognized in the Statement of Profit & Loss.

1.6 Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow

to the Company and the revenue can be reliably measured.

1.6.1 Sale of Goods

Revenue is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer. Sales are net of return, volume discount and taxes but including excise duty.

1.6.2 Income from CER/VER

- a) In view of uncertainty in realisation of Income from Carbon Emission Reductions (CER)/ Voluntary Emission Reductions (VER)/Renewable Energy Certificates(REC)/E-Certs etc, the revenue accrued there upon is being recognised only on cash receipt basis. There is no change in policy to this effect.
- b) Further during the current financial year 2016-17, the management of the company has considered it appropriate to seek an opinion from a technical consultant to reconsider the classification of the receipt of revenue from the sale of CER/ VER/REC/E-Certs as capital/ revenue .On the basis of technical advice from M/ s.G.Baksh & Co., Chartered Accountants, Chandigarh, the company vide its resolution of the board of directors dated.30.05.2017 has resolved to recognise the revenue generated from sale of scrips CER/VER/REC/E-Certs as capital receipt in place earlier classification as the revenue receipt and being credited to the profit & loss account. Accordingly



the company directly credited the sums for receipts of sale of REC at Rs.972.49 lakhs and CER at Rs.6.76 lakhs totalling at Rs.979.23 lakhs to capital reserve account. It is a change in policy and accordingly the net profits of the company has been under stated by Rs.979.23 lakhs.

1.6.3 Income from Dividend/Interest on Investments.

Income from Dividend on shares/ Interest on investment is recognized on receipt basis.

- 1.7** Insurance claims are shown separately under the head other income and corresponding expenses are shown under respective expense head in the Statement of Profit and Loss.

1.8 Valuation of Inventories:-

Raw Materials, Stores & Spares:

Lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products, in which they will be incorporated, are expected to be sold at or above cost. Cost of Raw materials is determined on a monthly moving weighted average basis and cost of chemicals, stores and spares is determined on transaction moving weighted average.

Work-in-Progress and Finished Goods:

Lower of cost and net realizable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost of finished goods except lying in the factory premises includes excise duty.

By Products and Waste:

Net realizable value

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and to make the sale.

Agriculture Operations

The amount spent on agriculture activities has been valued at cost.

1.9 Foreign Currency Transactions

Initial Recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction. The rate of exchange of foreign currency as applied by the company is the rate at which the bank has made conversion on the date of transaction.

Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction;

Exchange Differences

Exchange differences arising on the settlement of monetary items or on restatement of reporting Company's monetary items at rates different from those at which they were initially recorded during the year or reported in previous financial statements, are recognized as income or as expenses in the year in which they arise.

Forward Exchange Contracts

In respect of forward exchange contracts entered into by the Company, the difference between the contracted rate and the rate at the date of transaction is recognized as gain or loss over the period of contract except for difference in respect of liabilities incurred for acquiring fixed assets from a country outside



India, in which case such difference is adjusted in the carrying amount of the respective fixed assets. Exchange differences on such contracts are recognized in the Statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or as expense for the year.

1.10 Borrowing Cost

Complying with the Accounting Standard -16, those borrowing costs, which are directly attributable to the acquisition, construction or production of qualifying asset, are capitalized in the books of accounts and the amount borrowed which is generally used for the purpose of obtaining qualifying assets is capitalized in the books on average weighted Cost. Capitalization of borrowing cost should cease when substantially all the activities necessary to prepare the qualifying assets for its intended use are completed.

1.11 Government Grants

Government grants received as capital incentives are credited to capital reserve. Government grants in other forms are credited to Statement of Profit & Loss. Government grants relating to specific assets are disclosed as deduction from the gross value of the assets concerned.

1.12 Retirement Benefits

1.12.1 Retirement benefits in the form of Provident Fund and Pension Schemes are charged to the Statement of Profit & Loss of the year when the contributions to the respective funds are due.

1.12.2 Gratuity liability under the payment of Gratuity Act and provision for leave encashment is accrued and provided for on the basis of an actuarial valuation made at the end of each financial year.

1.12.3 The Company's gratuity benefit scheme is a defined plan. The Company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any plan assets is deducted.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation using the projected unit credit method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on government securities as at the balance sheet date.

When the calculation results in a benefit to the company, the recognized assets is limited to the net total of any unrecognized actuarial losses and past service costs and the present value of any future refunds from the plan or reductions in future contributions to the plan.

Actuarial gains and losses are recognized immediately in the statement of profit & loss.

1.13 Leases

Leases where the lessor effectively retains substantially all the risks and benefits of



ownership of the leased item are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit & loss on a Straight-Line basis over the lease term

1.14 Accounting for taxes on income

Provision for tax on income is made after taking into consideration benefit admissible under the provisions of the Income Tax Act, 1961 except for deduction u/s 80IA. Deferred tax resulting from 'Timing difference' between book & taxable profit is accounted for using the tax rates & laws that have enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the assets will be realized in future.

- 1.15 Export incentive scrips in case of export are valued on the specific rates allowed on the relevant item of export.

1.16 Provisions

A provision is recognized when an enterprise 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 a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best management 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 management estimates.

Segment Reporting

A. Business Segments:

Based on the guiding principles given in AS-17 "Segment Reporting" issued by the Institute of Chartered Accountants of India, the Group business segment include: Writing & Printing Paper, Power Generation, Yarn Division and Agriculture Division.

B. Geographical Segments:

Since the Group activities/operations are primarily

within the country and considering the nature of products it deals in, the risks and returns are same and as such there is only one geographical segment

C. Segment Accounting Policies:

In addition to the significant accounting policies applicable to the business segments as set out in note no.1 of "Notes to the accounts", the accounting policies in relation to segment reporting are as under:

a) Segment Revenue and Expenses:

Segment revenue and expenses are directly attributable to the segments.

b) Segment Assets and Liabilities

Segment assets include all operating assets used by a segment and consist principally of operating cash, debtors, inventories and fixed assets, net of allowances and provisions which are reported as direct offsets in the balance sheet. Segment liabilities include all operating liabilities and consist principally of creditors and accrued liabilities.

c) Inter segment revenue:

Inter segment revenue between operating segments are accounted for at market price. These transactions are eliminated in consolidation.

- d) Information about business segments: The detailed reporting is as per annexure. The company is carrying on the agriculture operations of plantation.

In terms of the provisions of AS-17 "Segment Reporting" the company has recognized four segments

Division	Nature of Activity
Paper Division	Manufacturing of Writing & Printing paper
Cogeneration Division	Generation of Power & Steam
Yarn Division	Trading in Cotton & Yarn
Agriculture Division	Cultivation for Long term & Short term Crops



Revenue for inter segment transactions have been recognized as below :-

a) Power

Power is charged by Cogeneration division at the rate at par with the tariff & other charges invoiced by the Punjab State Power Corporation Ltd

b) Steam

Steam generated by Cogeneration division is put to revenue of the segment on the basis of cost on pro rata basis.

c) Agriculture Division

Expenses are recognized in the year of production of crop.

2. NOTES TO ACCOUNTS FOR THE YEAR ENDED March 31st, 2017

2.1 SHARE CAPITAL

(in Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Authorized: Equity Shares of Rs. 10/- each 220,00,000 (220,00,000) Equity Shares	2,200.00	1,200.00
	2,200.00	1,200.00
Issued Subscribed and Paid-Up: Equity Shares of Rs. 10/- each 100,00,000 (100,00,000) Equity Shares Fully Paid-Up	1,000.00	1,000.00
TOTAL	1,000.00	1,000.00

a) The Company has only one class of shares referred to as equity shares having a par value of Rs. 10/-. Each holder of equity shares is entitled to one vote per share.

b) In the event of Liquidation of the company, the holders of equity shares will be entitled to receive

any of the remaining assets of the company, after distribution of all preferential amounts.

c) However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

Reconciliation of Number of Shares Outstanding :

No. of Shares

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Number of Shares at the Beginning	1,00,00,000	1,00,00,000
Add : Share Issued	-	-
Number of Shares at the End	1,00,00,000	1,00,00,000



Details of shareholders holding more than 5% shares in the company

Particulars	Year Ended As At March 31st, 2017	% Holding in the SHARES	Year Ended As At March 31st, 2016	% Holding in the SHARES
Equity Shares of Rs 10 each fully paid				
Sh. Ajay Satia	2,234,799	22.35%	1,475,861	14.76%
Smt. Bindu Satia	751,094	7.51%	751,094	7.50%
Sh. Anil Satia	-	0.00%	567,719	5.67%
Mr. Ankit Satia	-	0.00%	793,344	7.93%
Mr. Dhruv Satia	673,169	6.73%	543,169	5.43%
S.D.S Cotton (P) Ltd	1,513,285	15.13%	1,513,285	15.13%
Muktsar Logistics and Trading (P) Ltd.	1,572,800	15.73%	1,572,800	15.72%

Note : As per records of the company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

2.2 RESERVE AND SURPLUS

(Rs. In Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Capital Reserve-State Subsidy		
Opening Balance	65.00	65.00
Add: Capital Receipts	979.24	-
Closing Balance (A)	1,044.24	65.00
Investment Utilization Reserve		
Opening Balance	78.43	78.43
Add: Transferred from Profit and Loss account	-	-
Closing Balance (B)	78.43	78.43
Profit and Loss Account		
Surplus - Opening Balance	9,306.32	7,994.59
Add: Profit after tax transferred from Statement of Profit and Loss	2,552.81	1,311.62
Less: Appropriations		
Dividend proposed to be distributed to equity shareholders (Rs 2 per share ,previous year Nil per share)	200.00	-
Add Excess DDT Provision Reversed	-	0.12
Tax on Dividend	41.85	-
Balance In Statement of Profit & Loss	11,617.28	9,306.32
Total (A)+(B)+(C)	12,739.95	9,449.75



2.4 NON CURRENT LIABILITIES

2.4.1 LONG TERM BORROWINGS

(Rs. In Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Term Loans from Banks		
Punjab National Bank	4,442.48	5,583.37
Central Bank of India	2,895.89	3,260.07
Indian Overseas Bank	441.74	624.53
Andhra Bank	743.00	793.68
Vehicle Loans	239.41	268.42
Total	8,762.52	10,530.07

Note 1 : The loans due to PNB, CBI AND IOB are secured by the first charge by way of equitable mortgage of company's immovable properties, present and future, hypothecation of company's movable assets, present and future in their favour on parripassu basis and further personally guaranteed by the Managing Director and a director of the company.

Note 2 : The loans of PNB are further secured by

pledge of 24 lacs equity shares held by the promoters

Note 3 : Vehicle loans are secured by hypothecation of specific assets only.

Note 4 : Installment for repayment of term loans due to be paid in the next year amounting ₹ 3464.78 lacs (PY ₹ 3102.09 lacs) has been treated as current liability and are not included as long term liability.

2.4.2 DEFERRED TAXES

(Rs. In Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Deferred Tax Liabilities	1,278.96	1,147.90
Related to the Fixed Assets	-	-
Deferred Tax Assets	947.86	954.03
Related to the disallowances under section 43B of the Income Tax Act, 1961		
Total	331.10	193.87

2.4.3 OTHER LONG -TERM LIABILITIES

(Rs. In Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Security Deposits	8,381.51	7,664.06
From Banks	754.55	896.06
From Body Corporate	-	-
From Other than Body Corporate	-	-
From Directors	1.25	1.25
Deferred Creditors	-	-
TOTAL	9,137.31	8,561.36



Installments for repayment of unsecured loans from banks due to be paid in the next year amounting to Rs 329.29 Lacs has been considered as current liability by the company and are not included as long term liability.

2.4.4 LONG-TERM PROVISIONS**(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Provision for Employee Benefits		
Leave Encashment	240.07	355.61
Gratuity Obligation	406.95	353.53
TOTAL	647.02	709.14

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

2.5 CURRENT LIABILITIES**2.5.1 SHORT TERM BORROWINGS****(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Working Capital Loans: Banks (Rupees Loan)		
Punjab National Bank	7,046.69	7,222.32
Central Bank of India	394.47	1,262.46
TOTAL	7,441.16	8,484.79

Working capital Borrowings' are secured by hypothecation of all stocks of raw material, stores, work in progress finished stock and book debts in addition to personal guarantee by M.D & a Director of the company. In addition to this the working capital limits are further secured by way of second parri passu charge on all the fixed assets of the company.

2.5.2 TRADE PAYABLES**(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Sundry Creditors:		
Micro, Small & Medium Enterprises	27.95	36.33
Others	651.67	965.09
Acceptances Against LC (DA) not due for Payments	2,279.14	1,844.25
TOTAL	2,958.76	2,845.66

**2.5.3 OTHER CURRENT LIABILITIES****(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Proposed Dividends	200.00	-
Statutory Liabilities	369.60	136.93
Advance from Customers	156.78	117.30
Interest Accrued But not Due	29.46	30.02
Other Liabilities	731.96	335.97
Term Loan		
Due within a year	3,794.07	3,460.27
TOTAL	5,281.87	4,080.50

2.5.4 SHORT-TERM PROVISIONS**(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Dividend Distribution Tax	41.85	0.00
Income-Tax (Net)	0.00	175.88
TOTAL	41.85	175.88

2.6 NON CURRENT ASSETS**2.6.1 FIXED ASSETS****(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Gross Block	51,792.59	43,754.37
Less : Depreciation	(22,707.03)	(18,744.19)
Net Block	29,085.56	25,010.19

Note : A detail chart depicting of fixed assets of the company and depreciation thereof has been attached as per Annexure-A

Intangible Assets

There are no intangible assets.

2.6.1A CAPITAL WORK IN PROGRESS**(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Building under Construction	8.93	506.49
Plant and Machinery under Erection	979.00	1,829.13
Others	-	-
TOTAL	987.93	2,335.62

Intangible Assets under development

There are no intangible assets under development.

**2.6.2 NON CURRENT INVESTMENTS****(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Non-current Investment - at cost		
Trade Investment (Unquoted)		
a) 35,50,000 Equity Shares of Bhandari Export Industries Ltd of Rs. 10 Each at par (3,450,000)	355.00	345.00
b) 0 Equity Shares of T.C Spinners(P) Ltd of Rs. 10 each at par (37,20,000)	-	372.00
TOTAL	355.00	717.00

2.7 CURRENT ASSETS**2.7.1 CURRENT INVESTMENTS****(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
	0.00	0
TOTAL	-	-

2.7.2 Inventories**(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Raw Materials, Chemicals & Fuels	811.28	2,223.00
Stock in Process	136.43	120.18
Semi Finished Stock	229.97	492.22
Finished Stocks	274.91	671.51
Consumable Stores, Spares and Packing Material	1,321.60	1,909.35
Scrap	8.83	8.83
Agriculture Development Expenses (Plantation)	111.96	99.34
Stock of Cotton	-	43.77
Stock of Equity Shares held for Trading	-	169.58
Stock of Yarn	-	208.85
TOTAL	2,894.98	5,946.62

**2.7.3 TRADE RECEIVABLES****(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Over Six Months	110.18	13.94
Other Debts	10,378.19	9,756.91
	10,488.37	9,770.85
Less: Provision for Doubtful Debts	-	-
TOTAL (Unsecured, considered good unless otherwise stated)	10,488.37	9,770.85

2.7.4 CASH AND CASH EQUIVALENTS**(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Cash in hand	1.67	2.46
Balance with Banks	28.20	6.84
Fixed Deposit with Banks against Margin Money	738.45	496.02
TOTAL	768.32	505.32

2.7.5 SHORT TERM LOANS AND ADVANCES**(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
(Unsecured, considered good unless otherwise stated)		
Loans & Advances	467.50	16.28
Excise Duty & Service Tax Deposited (Including Balance Under Cenvat Against Input, Input Service & Capital Goods)	520.81	377.46
DEPB Pending For Utilization	3.80	0.16
Insurance Claims Recoverable	6.76	-
Insurance Prepaid	26.08	23.34
Prepaid Expenses	12.35	12.35
Rent Advance	0.30	0.30
Misc. Recoverable	42.28	42.28
Advance Lease Rent A/C	42.04	10.62
Income Tax Recoverable	189.99	-
TOTAL	1,311.91	482.80

**2.7.6 OTHER CURRENT ASSETS**

(Rs. In Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Security/Tender deposits	259.24	200.83
MAT Credit Entitlement	741.30	231.77
Interest Receivable	22.55	18.75
Advance to Suppliers	1,426.38	811.29
TOTAL	2,449.47	1,262.64

2.7.7 SBN DISCLOSURE**2.11.2 SPECIFIC DISCLOSURE AS PER NOTIFICATION NO. G.S.R 308(E) DATED 30TH MARCH, 2017****RELATING TO SBN'S**

Particulars	Specific Bank Notes	Other Denomination Notes	Total
Closing Cash in hand as on 08.11.2016	230000	1667643	1,897,643.00
(+) Permitted receipts	0	1884635	1,884,635.00
(-) Permitted Payments	0	3132815	3,132,815.00
(-) Amount deposited in banks	230000	0	230,000.00
Closing Cash in hand as on 30.12.2016	0	419463	419,463.00

2.8 REVENUE FROM OPERATION

(Rs. In Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Gross Sales*	61,026.16	51,898.06
Less: Excise Duty	2,867.24	2,439.10
Less Inter Divisional Sale of Power & Steam	6,472.22	6,098.29
Net Sales	51,686.70	43,360.67

2.8.1 PARTICULARS OF SALE OF PRODUCTS

(Rs. In Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
I PAPER DIVISION		
MANUFACTURED GOODS		
Writing & Printing Paper (Including Excise Duty)	52,885.54	43,371.50
Sale Of Scrap	171.98	21.95
SUB TOTAL	53,057.52	43,393.45
TRADED GOODS		
Sale Of Wood Pulp	219.53	20.57



(Rs. In Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Sale of Yarn	164.55	1,635.37
Sale of Cotton	-	29.80
Sale Of Waste Paper	18.61	44.91
SUB TOTAL	402.69	1,730.65
Gross Sales	53,460.21	45,124.10
Less: Goods Return	-	-
Sales Less Returns (A)	53,460.21	45,124.10
II COTTON & YARN DIVISION (TRADED)		
Sale (Cotton)	320.29	240.54
Sale (Yarn)	177.43	67.69
SUB TOTAL (B)	497.72	308.51
III CO-GENERATION DIVISION		
Sale Of Electricity	4,360.96	3,652.54
Sale Of Steam	2,111.26	2,445.75
SUB TOTAL (C)	6,472.22	6,098.29
IV Sale of Shares held for Trading (D)	169.58	109.27
V AGRICULTURAL DIVISION (E)	426.43	257.89
TOTAL (A)+(B)+(C)+(D)+(E)	61,026.16	51,898.06

2.9 OTHER INCOME

(Rs. In Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Interest Income	64.98	58.29
Insurance Claims	42.16	45.08
Misc Income	68.97	76.69
Exchange Rate Variation	6.71	-
Income from Investment Trading	-	852.73
Discount Earned on DEPB & SHIS Purchase	4.99	6.51
Export Incentive	28.43	0.68
Income from Renewable Energy Certificate	-	595.10
Profit on Sale of Asset	3.51	0.05
Freight & Handling Outward	71.18	-
Sale of CER/VER	-	12.97
TOTAL	290.93	1,648.10



2.10 COST OF MATERIAL CONSUMED

(Rs. In Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Raw Materials	14,412.97	12,951.03
Chemicals	7,906.17	6,005.94
TOTAL	22,319.14	18,956.97

2.11 COST OF PURCHASE OF STOCK IN TRADE

(Rs. In Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Cotton	314.18	270.93
Yarn	402.41	1,693.29
Cost of Sales of Shares held for Trading	-	1,402.73
Waste Paper Indian	-	-
TOTAL	716.59	3,366.95

2.12 CHANGE IN INVENTORIES

(Rs. In Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Opening Stock :		
Finished Goods	671.51	881.34
Stock in process	120.18	122.66
Semi Finished	492.22	78.53
Scrap	8.83	4.88
Stock of Equity Shares	169.58	-
(A)	1,462.32	1,087.41
Closing Stock :		
Finished goods	274.91	671.51
Stock in process	136.43	120.18
Semi Finished	229.97	492.22
Scrap	8.83	8.83
Stock of Equity Shares	-	169.58
(B)	650.14	1,462.32
INCREASE(+)/DECREASE(-) IN STOCKS (A)-(B)	812.18	(374.91)

**2.13 EMPLOYEE BENEFITS EXPENSE****(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
a) Salaries, Wages and Bonus	2,247.22	1,832.40
b) Welfare Expenses	1,143.90	758.33
c) Contribution to Provident and Other Funds.	177.76	160.67
TOTAL	3,568.88	2,751.41

2.14 FINANCE COST**(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
a) Interest on Term Loans	1,186.62	1,269.49
b) Interest on Working Capital	1,115.81	1,137.87
c) Bank & Other Charges	130.52	102.69
TOTAL	2,432.95	2,510.05

2.15 DEPRECIATION AND AMORTISATION CHARGE**(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Depreciation	3,992.17	3,324.81
TOTAL	3,992.17	3,324.81

2.16 OTHER EXPENSES**(Rs. In Lacs)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
a) Utilities:		
i) Power Consumed	5,354.18	
Less : Inter Divisional Purchase	(4,360.96)	993.22
ii) Steam Consumed	2,111.26	844.15
Less : Inter Divisional Purchase	(2,111.26)	-
iii) Fuel	4,506.91	6,701.34
iv) Water Supply Charges	84.28	78.81
v) Effluent Treatment Expenses	-	0.15
b) Stores and Spare Parts Consumed	3,305.60	2,547.28
c) Repair & Maintenance :		
i) Building	246.65	108.13
ii) Machinery	374.70	223.28
iii) Others	74.10	82.11



(Rs. In Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
d) Packing Material & Exp.	1605.61	1,149.75
e) Handling and Shifting :		
i) Raw Material and Chemicals	364.39	312.60
ii) Fuel	-	0.87
f) Reversal of Cenvat Credit of Excise Duty	0.49	0.37
g) Selling, Administrative And Other Expenses		
i) Printing and Stationary	6.64	7.66
ii) Postage, Telegram & Telephone	18.29	16.54
iii) Sales Tax	-	13.05
iv) Travelling & Conveyance	175.65	124.53
v) Disposal and Cartage	191.53	197.26
vi) Vehicle Running and Maintenance	54.40	36.52
vii) Rent	55.15	47.01
viii) Loss of Assets	-	-
ix) Legal & Professional Charges	58.15	44.75
x) Fee & Subscription	52.99	33.34
xi) Board Meeting Expenses	3.48	3.16
xiii) General Expenses	242.70	102.36
xiv) Auditors Remuneration and Expenses	3.10	3.04
xv) Electricity and Water Charges	9.44	11.15
xvi) Charity and Donation	37.62	8.83
xvii) Freight & Handling outward/Export Exp.	0.19	2.84
xviii) Commission	2,591.95	429.24
xix) Discounts & Rebate	217.90	44.38
xx) Exchange Rate Variation	-	76.18
xxi) Advertisement	4.33	4.74
xxii) Corporate Social Responsibility Expenses	30.99	23.45
xxiii) Agricultural Expenses	11.17	7.42
xiv) Computer Expense	18.09	21.41
TOTAL	15,339.71	13,307.70

2.17 Exceptional Items

There were no exceptional Items during the year.

2.18 Extraordinary Items

It includes Prior Period expenses.



2.19 TAX EXPENSES

(Rs. In Lacs)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Current Tax		
Provision for Tax	509.52	194.01
Less : MAT Credit Entitlement	509.52	194.01
Net Current Tax	-	-
Deferred Tax	137.23	(303.76)
TOTAL	137.23	(303.76)



Annexure - A

Details of Fixed Assets and Depreciation as on 31.03.2017

(Rs. in Lacs)

S. NO.	Assets Description	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		Gross Block As On 01.04.2016	Addition up to 31.03.2017	Sale Adjustment	Gross Block As On 31.03.2017	Description As On 01.04.2016	Description for the period	Description written back	Description As On 31.03.2017	Net Block As On 31.03.2017	Net Block As On 31.03.2016
1	Land	117.94	96.89	-	214.83	-	-	-	-	214.83	117.94
2	Plant & Machinery	32,439.62	4,017.26	-	36,456.88	14,551.88	3,326.34	-	17,878.22	18,578.66	17,887.74
3	Turbine	5,332.80	2,577.29	-	7,910.09	1,063.48	238.82	-	1,302.30	6,607.79	4,269.32
4	Building	3,964.18	966.47	-	4,930.65	1,749.81	262.06	-	2,011.87	2,918.78	2,214.37
5	Roads	-	32.67	-	32.67	-	9.60	-	9.60	23.07	-
6	Electrical Installation	680.83	-	-	680.83	549.79	12.99	-	562.78	118.05	131.04
7	Office Equipment	80.32	13.68	-	94.00	58.38	8.97	-	67.35	26.65	21.93
8	Furniture & Fitting	68.43	10.80	-	79.23	50.66	3.26	-	53.92	25.31	17.77
9	Vehicle	834.42	335.88	50.15	1,120.13	541.52	99.88	29.32	612.08	508.05	292.89
10	Computer	157.94	29.49	-	187.43	129.25	18.72	-	147.97	39.46	28.69
11	AC, Fan and Cooler	77.91	7.96	-	85.87	49.41	11.53	-	60.94	24.93	28.50
12	Total	43,754.39	8,088.37	50.15	51,792.61	18,744.19	3,992.17	29.32	22,707.03	29,085.58	25,010.19
13	Previous Year	35,838.09	7,916.85	0.57	43,754.40	15,419.76	3,324.81	0.40	18,744.18	25,010.19	20,418.35

**2.20 Contingent Liabilities and Commitments to the extent not provided for)**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
i) Bank Guarantee	1380.98	2123.61
ii) Excise & Custom Duty demand in dispute	5.57	3.83
iii) Customs Duty in respect of Export Obligation	30.96	1.88
iv) Corporate Guarantee in favour of Uco Bank on behalf of T.C Spinners Pvt.Ltd (Outstanding balance NIL PY Rs.536.00 Lacs)	0.00	536.00

2.21 DISCLOSURE REQUIREMENT AS PER AS-18, ON RELATED PARTY DISCLOSURE.

Nature of Relationship	Name of Related Party
i) Individual Owning directly or indirectly substantial interest in the voting power of the company.	T.C. Spinners Pvt. Ltd. Satia Paper Mills Private Ltd Bhandari Export Industries Ltd
ii) Associates	_____
iii) Key Management Personnels	Dr. Ajay Satia Mr. R.K. Bhandari Mr. Janak Raj Sharma Mr. Chirag Satia Mrs Bindu Satia
iv) Relatives of key Management Personnel	Mr. Anil Satia (Brother of Dr. Ajay Satia) Smt.Krishna Satia (Mother of Dr. Ajay Satia) Mrs. Renu Pahwa (Sister of Dr. Ajay Satia) Mr. Rajat Mehta (son in law of Dr.Ajay Satia) Ms. Yachna Satia (Daughter of Dr. Ajay Satia) Mrs. Archana Saluja (Sister of Dr. Ajay Satia) Mrs.Pushpa Bhandari (Mother of Mr. R.K. Bhandari) Mrs. Kiran Bhandari (Wife of Mr. R.K. Bhandari) Ms.Vasudha Bhandari (Daughter of Mr. R.K. Bhandari) Mr. Ankit Dani (son in law of Mr. R.K Bhandari) Mr. Amit Sharma (Son of Mr. Janak Raj. Sharma) Mr. Dhruv Satia (Son of Dr Ajay Satia) Satia Papers Mills (Enterprises of Mr. Dhruv Satia) Mrs. Priyanka Satia (Daughter in Law of Dr Ajay Satia) Mr. Vineet Bhandari (Son of R. K. Bhandari)



Transaction with parties as listed above during the period under consideration:

(In lakh except as otherwise stated)

SR No	Nature of Transaction	Individual owing directly or indirectly a Substantial interest in the voting power of the company	Key Management Personal	Relatives of Key Management personal	Total
i)	Loan Receipt/ Advances	- (-)	-432.00 (-)	0.00 (-)	-432.00 (-)
ii)	Loan Repayment	- (-)	0.00 (-)	0.00 (-)	0 (-)
iii)	Rent	- (-)	12.03 (11.40)	10.73 (11.43)	22.76 (22.83)
iv)	Managerial Remuneration	- (-)	732.84 (182.07)	0.00 (-)	732.84 (182.07)
v)	Salary	- (-)	- (-)	8.02 (7.68)	8.02 (7.68)
vi)	Sales	284.50 (1111.13)	- (-)	1945.94 (1434.91)	2230.44 (2546.04)
vii)	Purchases	5.30 (872.88)	- (-)	- (-)	5.30 (872.88)
viii)	Investment (Purchase)	10.00 (-)	- (-)	- (-)	10.00 (-)
ix)	Sale of Investment	0.00 (-)	322 (-)	77.86 (32.38)	399.86 (32.38)

(Figure in brackets relates to previous year)

**Outstanding Balance as on 31.03.2017**

SR No	Nature of Transaction	Individual owing directly or indirectly a Substantial interest in the voting power of the company	Key Management Personal	Relatives of Key Management personal	Total
i)	Managerial Remuneration	- (-)	5.21 (6.25)	- (-)	5.21 (6.25)
ii)	Loan and Advances Credit	- (-)	1.25 (1.25)	0 0.00	1.25 (1.25)
iii)	Loan and Advances Debit	- (-)	432.00 (-)	- (-)	432.00 (-)
iv)	Corporate Guarantee	0.00 (536.00)	- (-)	- (-)	0.00 (536.00)
v)	Investment in Equity Shares	355.00 (372.00)	- (-)	- (-)	355.00 (372.00)
vi)	Rent	- (-)	0.63 (-)	0.80 (0.28)	1.43 (0.28)
vii)	Salary	- (-)	- (-)	0.34 (0.42)	0.34 (0.42)
viii)	Debtors	307.59 -414.43	0 0	1717.54 (1404.80)	2025.13 (1819.23)

(Figure in brackets relates to previous year)

2.22 IMPORT (VALUED ON THE COST, INSURANCE AND FREIGHT BASIS)

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Capital Goods	261.81	329.84
Raw Material	1104.52	3010.19
Stores & Spares	356.66	85.48
TOTAL	1722.99	3425.51

**2.23 ACTIVITY IN FOREIGN CURRENCY**

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Travel	17.43	12.91
Interest	17.26	13.89
Bank Charges	3.93	1.01
Legal & Technical Fees and Subscription	-	-
TOTAL	38.62	27.81

2.24 FOB VALUE OF EXPORTS OF GOODS

Particulars	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Writing & Printing Paper USD 975725.95 (USD 51699.48)	651.55	34.26
TOTAL	651.55	34.26

2.25 MSMED ACT2006

The company has been obtaining confirmation from suppliers who have registered themselves under the Micro, Small & Medium Enterprises Development Act, 2006 (MSMED ACT, 2006). Based on the information available with the company, balance due to Micro & Small Enterprises as defined under the MSMED ACT, 2006 is 'Rs 27.95 lacs (previous year 'Rs 36.33 lacs). Further no interest during the year has been paid under the terms of the MSMED Act, 2006.

2.26 EMPLOYEE BENEFITS**Gratuity**

The following table sets out the status of the gratuity scheme plan for valuation as at 31.03.2017 on actuarial basis.

i) Table Showing Changes in Present Value of Obligations:

Period	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Present value of the obligation at the beginning of the period	353.53	304.5
Interest cost	26.51	24.36
Current service cost	34.20	28.85
Benefits paid (if any)	(40.92)	(14.61)
Actuarial (gain)/loss	33.63	10.42
Present value of the obligation at the end of the period	406.95	353.52


ii) Key results (The amount to be recognized in the Balance Sheet)

Period	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Present value of the obligation at the end of the period	406.95	353.52
Fair value of plan assets at the end	-	-
Net Liability/(asset) recognised in Balance sheet and related analysis	406.95	353.52
Funded Status	(406.95)	(353.52)

iii) Expense recognized in the statement of Profit and Loss:

Period	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Interest cost	26.51	24.36
Current service cost	34.20	28.85
Expected Return on plan	-	-
Net Actuarial (gain)/loss recognized in the year	33.63	10.42
Expense recognized in the statement of Profit and Loss	94.35	63.64

iv) Experience Adjustment

Period	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Experience Adjustment (Gain)/loss for plan Liabilities	19.62	10.43
Experience Adjustment (Gain)/loss for plan Assets	-	-

v) Summary of membership data of valuation and statistics based thereon:

Period	Year Ended As At March 31st, 2017	Year Ended As At March 31st, 2016
Number of employees	1215.00	1168
Total monthly salary (In Lakhs)	117.12	95.7
Average Past Service(Years)	9.10	8.9
Average remaining working lives of employees(years)	22.40	22.5
Average Age(Years)	37.60	37.5



vi) The assumptions employed for the calculations are tabulated:

Period	Year Ended As On March 31st, 2017	Year Ended As On March 31st, 2016
Discount Rate (Per annum)	7.50%	8.00%
Salary Growth Rate (Per annum)	4.00%	4.00%
Mortality	IALM 2006-08 Ultimate	IALM 2006-08 Ultimate
Expected Rate of Return	0	0
Withdrawal Rate(Per Annum)	5.00%	5.00%

vii) Benefits valued:

Normal Retirement Age	60 Years	60 Years
Salary	Terminal Basic Salary (excluding) all other allowances and Perquisites)	Terminal Basic Salary (excluding) all other allowances and Perquisites)
Vesting Period	5 Years of Service	5 Years of Service
Benefits on Normal Retirement	15/26 *Salary* Number of Completed Years of Service	15/26 *Salary* Number of Completed Years of Service
Benefit on early exit due to Death and Disability	As above Except that no vesting conditions apply.	As above Except that no vesting conditions apply.
Limit (In Lakhs)	10	10

2.27 Calculation of Deferred Tax Liability

Particulars	Year Ended As On March 31st, 2017	Year Ended As On March 31st, 2016
Written Down Value of Fixed Assets as per Books	22264.40	20889.26
Written Down Value of Fixed Assets as per Income Tax	18568.84	17572.41
(A) Deferred Liability	3695.56	3316.85
Expenses disallowed u/s 43B	767.45	785.26
Unabsorbed Depreciation & Losses	1971.40	1971.40
(B) Deferred Assets	2738.85	2756.66
Net Deferred (Assets)/Liability (A-B)	956.72	560.19
As on date	331.10	193.87
Net Deferred Tax (Assets)/Liability for the year	137.23	-303.76

Note: The deferred tax in respect of the Co-Gen Segment pertaining to the timing differences which will reverse during the tax holiday period on account of deduction under section 80IA of the Income Tax Act 1961 has not been recognised .



2.28 Director's Remuneration

Particulars	Year Ended As On March 31st, 2017	Year Ended As On March 31st, 2016
(a) Managing Director		
(i) Salary	144.00	126.00
(ii) Earned Leave	359.20	0.00
(iii) Perquisites	8.29	2.13
(b) Whole Time Directors		
(i) Salary	217.25	56.07
(ii) Contribution to Provident Fund	0.43	0.32
(iii) Perquisites	1.12	1.39
(c) Directors Sitting Fee	2.15	3.15

2.29 In the opinion of Board of Directors and to the best of their knowledge and belief, the value on realization of Current Assets, Loans and Advances in the ordinary course of business would not be less than the amount at which they are stated in Balance Sheet. The provision for all known liabilities are adequate and neither excess nor short of the amount reasonably necessary.

2.30 The liability of Excise Duty on finished goods remaining uncleared in the factory premises and lying in stock at the end of the year estimated at Rs. 19.66 lacs (Previous year Rs. 26.69 lacs) are not included in the valuation of inventory of such goods. However the said liability if provided in accounts would have no effect on the profits for the period.

2.31 Auditor's Remuneration:

Particulars	Year Ended As On March 31st, 2017	Year Ended As On March 31st, 2016
(a) Statutory Auditor's Remuneration:		
For Audit Fee including Service-tax	2.00	2.00
For Other Services	0.60	0.60
For out of Pocket Expenses	0.04	-
	2.64	2.60
(b) Cost Audit Fee including Service Tax	1.00	1.00
For out of pocket Expenses	0.07	0.03
	1.07	1.03
TOTAL	3.71	3.63

**2.32 Derivative Instruments and Unhedged Foreign Currency Exposure.**

Unhedged Foreign Currency Exposure

Particulars	31st March,2017 Amount in Lacs (Foreign currency)	31st March,2016 Amount in Lacs (Foreign currency)
Import Creditors/ Buyers credits/ Export FLG	888.98(USD 13.70) 131.56 (EURO 1.90)	1105.49 (USD 16.66) 142.94 (EURO 1.90)

2.33 Earning Per Share (EPS) computed in accordance with AS-20 'Earning Per Share'

Particulars	Year Ended As On March 31st, 2017	Year Ended As On March 31st, 2016
a) Net Profit/ (Loss) after tax & before Extra ordinary Items (' In lacs)	2,658.79	1,469.57
b) Net Profit/ (Loss) after tax & after Extra ordinary Items (' In lacs)	2,552.81	1,311.62
c) Weighted Average No. of Shares	10,000,000 (Nos.)	10,000,000 (Nos.)
d) Diluted potential equity shares	10,000,000 (Nos.)	10,000,000 (Nos.)

Earning Per Share (EPS)

Basic	25.53	13.12
Diluted	25.53	13.12

Diluted EPS is calculated after taking into consideration of potential equity share capital.

2.3 During the period the company has made provision for Tax amounting to Rs Nil.

2.35 The management of the company has not recognised any loss for impairment of any of the fixed assets of the company

2.36 Segment Reporting**A. Business Segments:**

Based on the guiding principles given in AS-17 "Segment Reporting" issued by the Institute of Chartered Accountants of India, the Groups

business segment include: Writing & Printing Paper, Power Generation, Yarn Division & Agriculture Division

B. Geographical Segments:

Since the Group activities/operations are primarily within the country and considering the nature of products it deals in, the risks and returns are same and as such there is only one geographical segment

**C. Segment Accounting Policies:**

In addition to the significant accounting policies applicable to the business segments as set out in note no.1 of "Notes to the accounts", the accounting policies in relation to segment reporting are as under:

a) Segment Revenue and Expenses:

Segment revenue and expenses are directly attributable to the segments.

b) Segment assets and liabilities

Segment assets include all operating assets used by a segment and consist principally of operating cash, debtors, inventories and fixed assets, net of allowances and provisions which are reported as direct offsets in the balance sheet. Segment liabilities include all operating liabilities and consist principally of creditors and accrued liabilities.

c) Inter segment revenue:

Inter segment revenue between operating segments are accounted for at market

price. These transactions are eliminated in consolidation.

d) Information about business segments:

The detailed reporting is as per annexure. In agriculture operations of plantation, the cost incurred in this segment has been treated as part of the inventory which will be set off against the future income under the segment.

2.37 Current Assets including advances are considered good and in view of the management of the company to be realizable within 12 months from the date of Balance Sheet.

2.38 Outstanding balances in sundry debtors, creditors & security deposits are subject to confirmation.

2.39 Figures in brackets represent figures of previous year.

2.40 Previous Year's figures have been regrouped and/or re-arranged wherever considered necessary.

For RAKESH BANSAL & Co.
Chartered Accountants

(Rakesh Bansal)
Proprietor
Membership No. 090278
FRN 011474N

(Dr. Ajay Satia)
Chairman - cum - Managing Director

Place : New Delhi
Date : 29.08.2017

(A.K.Khurana)
Vice President (Finance)

For and on behalf of Board of Directors

(R.K. Bhandari)
Joint Managing Director

(Rakesh Kumar Dhuria)
Company Secretary



Disclosure Format of Primary Segments

	Paper		Yarn		Co-Generation		Agriculture		Elimination		Total	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
REVENUE												
External Sale	50,762.55	41129.40	497.72	1,973.39	0	0.00	426.43	257.89	0	0.00	51686.70	43360.67
Inter-segment Sale	0	0			6,472.22	6,098.29	0.00	0.00	6472.22	6098.29	0.00	0.00
Total Revenue	50762.55	41129.40	497.72	1973.39	6472.22	6098.29	426.43	257.89	6472.22	6098.29	51686.70	43360.67
RESULT												
Segment Result	-163.92	-853.25	-54.51	6.38	2574.67	1662.04	333.80	192.69	0.00	0.00	2,690.04	1007.86
Unallocated corporate exp.	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Operating Profit	2375.00	1814.72	-54.51	6.38	2574.67	1662.04	333.80	192.69	0	0.00	5228.96	3675.83
Interest Expense											2,432.95	2510.05
Tax Expense											137.23	-303.76
Profit from ordinary activities											2658.79	1469.54
Extraordinary											105.98	157.92
loss : uninsured earthquake damage to factory											0.00	0.00
Net Profit											2552.81	1311.62

For RAKESH BANSAL & Co.
Chartered Accountants

For and on behalf of Board of Directors

(Rakesh Bansal)

Proprietor

Membership No. 090278

FRN 011474N

(Dr. Ajay Satia)

Chairman - cum - Managing Director

(R.K. Bhandari)

Joint Managing Director

Place : New Delhi

Date : 29.08.2017

(A.K.Khurana)

Vice President (Finance)

(Rakesh Kumar Dhuria)

Company Secretary



Cash Flow Statement for the Period 01.04.2016 to 31.03.2017

A CASH FLOW FROM OPERATING ACTIVITIES

Particulars		Amount in lacs
Net Profit Before Tax		2,796.02
Adjustments for:		
Depreciation	3,992.17	
Provisions For Gratuity & Leave Encashment	(62.12)	
Interest Received	(64.98)	
(Profit)/loss on sale of Assets	(3.51)	
Interest & Finance Charges	2,432.95	
	-	6,294.51
Operating Profit before Working Capital Changes		9,090.53
Adjustments for:		
Decrease/(Increase) in Other Current Assets	(2,015.95)	
Increase/(Decrease) in other Current Liabilities	491.69	
Decrease/(Increase) in Receivables	(717.52)	
Decrease/(Increase) in Inventories	3,051.65	
Increase/(Decrease) in Payables	113.10	922.97
Cash generated from operations		10,013.50
Prior Period Income/(Expense)	(99.30)	
Income Tax paid	(6.68)	-
Net Cash flow from Operating activities		9,907.52

B CASH FLOW FROM INVESTING ACTIVITIES

Purchase of Fixed Assets	(8,088.37)	
Purchase of Investment	(10.00)	
Sale of Fixed Assets	24.34	
Sale of Investment	372.00	
Interest Received	64.98	
Increase in Advances & others	1,347.67	
	-	
Net Cash used in Investing activities		(6,289.38)

C CASH FLOW FROM FINANCING ACTIVITIES

Share Application repayment	-	
Capital Receipt	979.24	
Repayment Of Other Loans & Security Deposits	(400.58)	
Repayment of Term Loan & Vehicle Loan	(3,444.31)	
Proceeds From Working Capital Borrowings	(1,043.63)	
Proceeds from Long term Borrowings	2,987.08	
Interest paid	(2,432.95)	
Dividend Paid	-	
Dividend Distribution Tax Paid	-	
Net Cash used in financing activities		(3,355.14)
Net increase in cash & Cash Equivalents	-	263.00
Cash and Cash equivalents as at 01.04.2016		505.32
Cash and Cash equivalents as at 31.03.2017		768.32

As on

Cash & Cash Equivalents	31.03.2017	31.03.2016
Cash in Hand	1.67	2.46
Cash at Bank	766.65	502.86
Cash & Cash equivalents as stated	768.32	505.32

For RAKESH BANSAL & Co.

Chartered Accountants

(Rakesh Bansal)

Proprietor

Membership No. 090278

FRN 011474N

Place : New Delhi

Date : 29.08.2017

(Dr. Ajay Satia)

Chairman - cum - Managing Director

(A.K.Khurana)

Vice President (Finance)

For and on behalf of Board of Directors

(R.K. Bhandari)

Joint Managing Director

(Rakesh Kumar Dhuria)

Company Secretary

SATIA INDUSTRIES LTD

Regd. Office: Village Rupana, Malout-Muktsar Road, Dist: Muktsar
Tel.No.01633-262215,262001, CIN: L21012PB1980PLC004329
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

E-mail id

Folio No/Client id: DP ID:

I/We being the member(s)of..... Shares of Satia Industries Ltd, 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 attend and vote(on a poll)for me/us and on my/our behalf at the 36th Annual General Meeting of the Company, to be held on Friday, the 29th day of September, 2017 at 10.00 AM at the registered office of the Company at Village Rupana, Malout - Muktsar Road , Distt: Muktsar-152032 and at any adjournment thereof in respect of such resolution as are indicated below"

1..... 2..... 3..... 4..... 5.....
6..... 7..... 8..... 9..... 10..... 11..... 12.....

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.

SATIA INDUSTRIES LTD ATTENDANCE SLIP

I hereby record my presence at the 36th ANNUAL GENERAL MEETING of the Company to be held on Friday 29th September, 2017 at 10.00 AM at the Registered Office of the Company at Village Rupana, Malout-Muktsar Road, Distt: Muktsar-152032 Punjab.

Signature

Client ID.....

D.P.ID.....

.....
Full Name of the Shareholder

(IN BLOCK LETTERS)

Folio No.....

Full Name of Proxy.....

(IN BLOCK LETTER)

- NOTE: 1. The Proxy Form duly completed must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the meeting.
2. A proxy need not be a member.

BOOK - POST

If undelivered please return to:

**SATIA INDUSTRIES LTD.
MALOUT - MUKTSAR ROAD
VILLAGE RUPANA
DISTT. MUKTSAR
PUNJAB - 152032**