

**39TH  
ANNUAL REPORT  
2015-2016**



**STEEL STRIPS LIMITED**

**COMPANY CIN : L45202PB1975PLC003610**

**BOARD OF DIRECTORS**

Sh. R. K. Garg	Chairman
Rear Adm. M. M. Chopra, AVSM (Retd.)	Director
Prof. (Dr.) B. B. Tandon	Director
Sh. S. S. Viridi	Director
Sh. H. K. Singhal	Director
Smt. Manju Lakhanpal	Director
Sh. Sanjay Garg	Executive Director

**AUDITORS**

S. C. Dewan & Co.  
Charatered Accountants,  
SCO 90, 1st Floor, Swastik Vihar,  
Panchkula

**BANKERS**

HDFC Bank Limited

**REGD. OFFICE**

Village Harkishanpura,  
Bhawanigarh Tehsil,  
Distt. Sangur (Pb) -148026  
[Email:ssl\\_ssg@glide.net.in](mailto:ssl_ssg@glide.net.in)

**CORPORATE OFFICE**

SCO 49-50,  
Sector 26, Madhya Marg,  
Chandigarh - 160 019

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**NOTE: The Shares of the Company are being processed in physical form only and are not available in dematerialisation.**

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# STEEL STRIPS LIMITED

**STEEL STRIPS LIMITED**  
(CIN:L45202PB1975PLC003610)  
Regd. Office : Village Harkishanpura, Bhawanigarh Tehsil,  
Distt. Sangrur (Pb.) -148026.  
Email: ssl\_ssg@glide.net.in, Website: www.sslindia.net  
Phone: +91- 172-2793112., Fax: +91-172-2794834

## NOTICE

NOTICE is hereby given that the 39th Annual General Meeting of the Shareholders of the Company shall be held as scheduled below:

**Day & Date** : **Thursday, 29th day of September, 2016**  
**Time** : **12.30 P. M.**  
**Venue** : **Company's Regd. Office at  
Village Harkishanpura, Bhawanigarh Tehsil,  
District Sangrur (Punjab) - 148026**

to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2016 and the Reports of Directors' and Auditors' thereon.
2. To appoint a Director in place of Shri Rajinder Kumar Garg (DIN 00034827), who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of Auditors and in this regard to consider and if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 139(1) of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time, the company hereby ratifies the appointment of M/s S. C. Dewan & Co., Chartered Accountants (Firm's Registration No. 000934N), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Annual General Meeting of the Company to be held in the year 2017, at such remuneration plus service tax, out of pocket expenses, travelling expenses, etc; as may be mutually agreed between the Board of Directors of the Company and the Auditors."

### SPECIAL BUSINESS

4. To consider, and, if thought fit, to pass, with or without modification(s), if any, the following Resolution as an **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 200 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedules V of the said Act and subject to the approval of shareholders in General Meeting and such other approvals/ sanctions as may be required, Shri Sanjay Garg be and is hereby re-appointed as the Executive Director of the Company for a further period of five years i.e. from 12.08.2016 to 11.08.2021, without remuneration.

RESOLVED FURTHER THAT Board of Directors of the Company, be and is hereby authorised to file the necessary Forms in this regard with the Registrar of Companies and to take all steps as may be considered necessary, proper and expedient to give effect to the aforesaid resolution.

5. To consider, and, if thought fit, to pass, with or without modification(s), if any, the following Resolution as an **Special Resolution**

"RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendments thereto or re-enactment thereof, for the time being in force) read with Companies (Meetings of Board and its Power) Rules, 2014 and in accordance with provisions of Articles of Association of the Company and subject to the necessary approvals, consents, sanctions and permissions of appropriate authorities, departments or bodies as may be necessary, the consent of the

Members of the Company be and is hereby accorded to make loan(s), deposit(s) and/ or to give guarantee(s)/ to provide any security(ies) in connection with loan(s) and/or to make investment by acquisition, subscription, purchase, sale, transfer or otherwise the securities of any other body corporate(s) as determined from time to time upto a limit of Rs.10.00 Crores, notwithstanding that the aggregate of all loans and investments thus far made along with the investments, loans, guarantees or securities so to be made or given by the Board of Directors, exceeds the limits prescribed under the provisions of the Section 186 of the Companies Act, 2013

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorised to take from time to time all decisions and steps necessary, expedient or proper, in respect of the above mentioned transaction including the timing, the amount and other terms and conditions of such transaction as it may, in its absolute discretion, deem appropriate on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

BY Order of the Board of Directors

Place: Chandigarh

Date: 12.08.2016

SANJAY GARG  
EXECUTIVE DIRECTOR  
DIN-00030956

## NOTES:

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 and rules made thereunder, relating to the Special business to be transacted at the Meeting is annexed hereto. The relevant details of Directors seeking appointment/re-appointment at this Annual General Meeting of the company are also annexed.
2. **A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/ herself and the proxy so appointed need not be a member of the Company. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith.**

A person can act as a proxy on behalf of the 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.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company
3. Corporate Members intending to send their authorized representative 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. The members are requested to bring duly filled attendance slip alongwith their copy of Annual Report at the Meeting.
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of the names will be entitled to vote.
6. The Register of Members and Share Transfer Books of the Company will remain closed from **22.09.2016 to 29.09.2016** (both days inclusive).
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the company or Registrar and Share Transfer Agent.
8. Electronic copy of the Annual Report for 2015-16 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes. For members who have not registered their email address, physical copies of the Annual Report for 2015-16 are being sent by the permitted mode.
9. **Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses with Registrar and Share Transfer Agents of the Company/ Depository Participant(s), for receiving all communication including Annual Report, Notices, Circulars, etc from the Company electronically.**
10. Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2015-16 will also be available on the Company's website for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days.
11. The Company is maintaining the "INVESTORS SERVICE CELL" at its Head Office at SCO 49-50, Sector 26, Madhya Marg, Chandigarh 160019.

12. Members having any queries relating to Annual Report are requested to send their queries at least seven days before the date of the Meeting.

**13. Voting through electronic means**

A. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository (Services) India Limited (CDSL).

B. Central Depository Services (India) Limited [CDSL] has launched '**m-Voting**', a **mobile app for e-Voting** which enables smart phone users to cast their vote on company resolutions by using their mobile phones. The **m-Voting** can also be used for voting at the AGM/ EGM venue. The **m-Voting** app can be downloaded from **Google Play** Store for Android based phones, while the app for iPhone and Windows Phone can be downloaded from the IOS App Store and Windows Phone Store, respectively.

**Steps for e-voting**

- (i) **The voting period begins on September 25, 2016 at 9.00 a.m. and will end on September 28, 2016 at 5.00 p.m.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on **22nd September, 2016 (cut-off date)**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The members are requested to note that once vote on a resolution is cast electronically, he shall not be allowed to change it subsequently.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iv) Click on shareholders
- (v) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any Company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
<b>PAN*</b>	Enter your 10 digit alpha -numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>● Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the Sequence number Sequence number which is printed on attendance slip in the PAN Field</li> <li>● In case the Sequence number is less than 8 digit enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. For example, if your name is Ramesh Kumar with Sequence number 1 then enter RA00000001 in the PAN field</li> </ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	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.. <ul style="list-style-type: none"> <li>● If both the details are not recorded with the depository or company please enter the member id/ folio number in the Dividend Bank details field. as mentioned in instruction (v).</li> </ul>

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then reach directly 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 relevant company name on which you choose to vote i.e. Steel Strips Limited".
- (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 Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.  
A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).  
After receiving the login details they have to create a compliance user using admin login and password. The compliance user would be able to link the account(s) which they wish to vote on.  
The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.  
A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.  
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. 22nd September 2016 may follow the same instructions as mentioned above for e-Voting.  
In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- (xx) The Board of Directors has appointed Mr. S.K.Sikka, Practicing Company Secretary (ICSI Membership No. FCS- 4241 and CP No.3582) to scrutinize the e-voting process in a fair and transparent manner.
- (xxi) The Scrutinizer shall within a period not exceeding two (2) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- (xxii) The Results shall be declared on or after the AGM of the Company within two days. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the Bombay Stock Exchange.
14. Relevant documents referred to in the notice and the explanatory Statement are open for inspection by members at the registered office of the company on all working days during Normal business hours (09:30 am to 5.30 pm) upto and including the date of meeting.

By Order of the Board of Directors

Place: Chandigarh  
Date: 12.08.2016

SANJAY GARG  
EXECUTIVE DIRECTOR  
DIN-00030956

# STEEL STRIPS LIMITED

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### ITEM NO. 4

Shri Sanjay Garg was reappointed as the Executive Director of the Company for a period of five years w.e.f. 27.06.2011. Shri Sanjay Garg was not drawing any remuneration in the Company as he is drawing remuneration as Executive Director in Steel Strips Infrastructures Limited.

It was therefore proposed to re-appoint Shri Sanjay Garg as Executive Director of the Company for a further period of 5 years from 12.08.2016 to 11.08.2021, without remuneration.

The Board of Directors of your Company accordingly recommends the Resolution as set out in Item No. 4 of the accompanying Notice for the approval of members of the Company as Special Resolution.

None of the Directors, key managerial personnel of the Company or their relatives are in any way, concerned or interested financially or otherwise in the resolution except Shri Sanjay Garg is interested in the proposed special resolution.

### ITEM NO. 5

The Company is constantly reviewing opportunities for expansion of its business operations and in order to support its business activities, the Company required to make investment or acquire by way of purchase of the securities of any other body corporate in excess of the limits prescribed under the Companies Act, 2013 and rules made thereunder.

It is therefore necessary to obtain approval of the shareholders by means of a Special Resolution, authorizing the Board to exercise aforesaid powers, up to maximum amount of Rs. 10.00 Crore (Rupees Ten Crores only) outstanding at any point of time notwithstanding that the aggregate amount of all the loans/ guarantees/ securities/ investments so far made together with the proposed investments to be made, exceeds the prescribed limits under the Companies Act, 2013.

The Board of Directors of your Company accordingly recommends the Resolution as set out in Item No. 5 of the accompanying Notice for the approval of members of the Company as Special Resolution.

None of the Directors, key managerial personnel of the Company or their relatives are in any way, concerned or interested financially or otherwise in the resolution except to the extent of their shareholding, if any.

## DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT IN ANNUAL GENERAL MEETING

Name of Director (DIN)	Shri R K Garg (DIN-00034827)	Shri Sanjay Garg (DIN-00030956)
Date of Birth	18/08/1943	09/09/1968
Date of first Appointment	01/08/1985	28/11/1994
Qualification Experience in Specific functional areas	Shri. R.K Garg is F.I.E and has vast experience of 50 years .He is the promoter director and is with the Company since inception.	Shri Sanjay Garg, a qualified Cost and Works Accountant and a Bachelor of Laws, is a well qualified and experienced professional and is associated with the Group since 1989 in various managerial and advisory positions.
List of companies in which outside Directorships held (excluding Private Ltd./Foreign Companies )	- Steel Strips Wheels Ltd. - SAB Industries Ltd. - Steel Strips Infrastructures Ltd. - Indian Acrylics Ltd. - Indlon Chemicals Ltd.	- SAB Industries Ltd. - Steel Strips Infrastructures Limited
Chairman/ Member of the Committee of Board of Directors of the Company includes only Audit Committee and Stakeholders Relationship Committee	Nil	Stakeholder's Relationship Committee of the Company.
Chairman/ Member of the Committee of Directors of other Companies in which he is a Director includes only Audit Committee and Stakeholders Relationship Committee	Nil	- Stakeholder's Relationship Committee of SAB Industries Ltd.
No. of shares held in the Company	451300	200

## DIRECTORS' REPORT

To The Members,

Your Directors are pleased to present the 39th Annual Report together with the audited accounts of the Company for the year ended March 31, 2016

## FINANCIAL HIGHLIGHTS

PARTICULARS	₹ in lacs)	
	2015-16	2014-15
Operating and other Income	43.96	3.49
Gross Profit before Interest & depreciation	13.41	(11.61)
Interest & other Financial Charges	-	-
Depreciation	-	-
Profit before tax for the year	-	-
Income tax of earlier years paid/ Adjusted	-	-
Profit/(Loss) after tax for the year	13.41	(11.61)
Accumulated Losses brought forward from previous year	2755.71	2744.09
Balance Accumulated Losses carried forward to Balance Sheet	2742.30	2755.71

During the year under review, the operations continued to be inoperative. The Company earned other income of ₹43.96 lacs on account of rent and settlement of claims with debtors. After accounting for expenses, the Company earned a net profit of ₹13.41 lacs during the year under review as against a net loss of ₹11.61 lacs during the previous year.

## FINANCIAL STATUS

There is no change in the issued and subscribed capital of ₹828.31 lacs. There are no equity shares with differential rights or sweat equity or ESOP or scheme of purchase of Company shares by employees or their trustees.

## DIVIDEND

As Company does not have any distributable profits computed under provisions of Companies Act, 2013, no dividend is being recommended.

## FIXED DEPOSITS

The Company has not accepted any fixed deposits during the year under review.

## OPERATIONS

The Company did not have any manufacturing activity.

Your Directors have to state that the Company has filed suits for recovery against certain debtors, suppliers and others, who have also filed counter claims against the Company. The claims against the Company, which amount to ₹ 376.75 lacs (Previous year ₹376.75 lacs), have been stayed in the courts U/S 22 of Sick Industrial Companies (Special Provisions) Act, 1985 or under Section 10 of Code of Civil Procedure Act. Your Directors

are confident that no liability will arise on the Company on this account. Accordingly, no provision for the same has been made in the books of accounts.

## MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no significant and material changes occurred subsequent to the close of the financial year to which the Financial Statements relate and upto the date of report that would impact the going concern status of the Company and its future operations.

## CORPORATE SOCIAL RESPONSIBILITY AND GOVERNANCE COMMITTEE

Since the Company does not have net profits in any financial year in accordance with Section 135 of the Companies Act, 2013, the Company is not required to undertake any activity under CSR Rules.

## SUBSIDIARY COMPANY

There is no subsidiary Company reportable under Section 129(3) of the Companies Act, 2013.

## CORPORATE GOVERNANCE REPORT- DISCLOSURE REQUIREMENTS

The Company is continuously taking steps to maintain transparency, accountability and equity in order to improve its dealings with all concerned. The Company not only complies with the regulatory requirements but is also responsive to the stakeholders' as well as associates' needs. The Company already has an Audit Committee, a Stakeholder Relationship Committee and Nomination and Remuneration Committee duly constituted by the Board to look after various activities. The Corporate Governance practices followed by the Company are enclosed as Annexure to this report. **(Annexure-4)**

## MANAGEMENT DISCUSSION AND ANALYSIS

The Company is not having any manufacturing activity for any article covered by Schedule-1 of the IDR Act. Reference with BIFR is not applicable as the strength of the workers is less than 50, as required under the IDR Act for filing reference with BIFR.

## EXTRACT OF THE ANNUAL RETURN

The extract of the annual return as provided under Section 92(3) of the Act, in Form MGT-9, is attached and forms part of this report. **(Annexure-1)**

## DIRECTORS' RESPONSIBILITY STATEMENT

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

- in preparation of the annual accounts for the year ending 31st March, 2016, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any.
- the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;



- c. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the Directors had prepared the annual accounts on a going concern basis; and
- e. the Directors had laid down internal financial control to be followed by the Company and that such internal financial controls were 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 systems were adequate and operating effectively.

#### **INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The internal control systems and processes of the Company cover operational efficiency, accuracy and promptness in financial reporting, compliance with laws and regulations and development of mature, disciplined and effective processes. The processes are also designed to meet the goals of cost, schedule, functionality and quality, thus resulting in higher levels of customer satisfaction.

An independent Audit Committee of the Board reviews the adequacy of internal controls.

#### **DIRECTORS**

##### **A) Changes in Directors and Key Managerial Personnel**

Since the last Annual General Meeting, there is following change in the Board of Directors and Key Managerial Personnels.

- Mr. Chetan Malik, Company Secretary resigned w.e.f. 30.06.2015.
- Ms. Dimple Bansal appointed as Company Secretary w.e.f. 01.01.2016.

As per the provisions of Companies Act, 2013, Shri Rajinder Kumar Garg, Director, retires by rotation at the forthcoming Annual General Meeting and, being eligible, offers himself for re-appointment.

##### **B) Declaration by an Independent Director(s) and re-appointment, if any**

A declaration by Independent Directors stating that he/they meet the criteria of independence as provided in Sub-section (6) of Section 149 of the Companies Act, 2013 has been taken at the time of their appointment.

##### **C) Formal Annual Evaluation**

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India ("SEBI") under LODR Regulations, 2015.

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

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

The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issue to be discussed, meaningful and constructive contribution and inputs in meetings etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of Independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors, The same was discussed in the Board meeting, at which the performance of the Board, its committees and individual directors was also discussed.

#### **NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS**

During the year under review, 4 Board Meetings were held, one each on 30th May 2015, 13th August 2015, 14th November 2015 and 12th February 2016.

#### **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS**

The Company's policy on Directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the corporate governance report, which forms part of the Directors' Report.

#### **AUDIT COMMITTEE**

The Audit & Compliance Committee comprises of three non-executive Independent Directors viz. Shri S S Virdi, Shri M M Chopra and Smt. Manju Lakhnupal and one Non-executive Director, Shri H K Singhal. During the year, the committee held four meetings. Other details of the Audit Committee are included in the Corporate Governance Report which forms part of this report.

The Board had accepted all recommendation of the Audit Committee.

#### **DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM/ WHISTLE BLOWER POLICY FOR DIRECTORS AND EMPLOYEES**

The Company has formulated and published a Whistle Blower Policy to provide vigil mechanism for employees including Directors of the Company to report genuine concerns. The provisions of this Policy are in line with the provisions of Section 177(9) of the Act and Regulation 22 of SEBI (LODR) Regulations, 2015.

There are no cases reported during the year.

## **NOMINATION AND REMUNERATION COMMITTEE**

The committee has been constituted to review and recommend compensation payable to the whole-time directors including Chairman and senior management of the Company. The committee reviews the overall compensation structure and policies of the Company with a view to attract, retain and motivate employees, reviewing compensation levels of the Company vis-à-vis other Companies and industry in general.

## **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186**

There were no Loans/ Guarantee given or Investments made by the Company during the year exceeding the limits prescribed under section 186 of Companies Act, 2013.

## **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

All contracts /arrangements/transactions entered by the company during the financial year with related parties were in the ordinary course of business and on an arm's length basis, During the year, the Company had not entered into any contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions.

The policy on materiality of Related Party Transactions and dealing with related party transactions as approved by the Board is uploaded on the Website of the Company.

Disclosures as required under Accounting Standards (AS-18) have been made in the financial statements of the company, enclosed with this report.

## **BUSINESS RISK MANAGEMENT**

The Company has policy to regularly review the payments of Creditors and statutory dues etc. and manage its cash flow activity from time to time. As such the Company suffers no risk, if any, which may threaten the existence of the Company.

## **AUDITORS**

As per the Provisions of Section 139 of Companies Act, 2013, M/s S.C. Dewan & Co., Chartered Accountants, were appointed as Statutory Auditors of the Company to hold office till the conclusion of Annual General Meeting to be held in the calendar year 2017(subject to ratification of their appointment at every AGM). The Company has received a certificate from them pursuant to Companies (Audit & Auditors) Rules 2014 read with Section 139 & 141 of the Companies Act, 2013, confirming their eligibility for reappointment, and that they were not disqualified for reappointment.

## **AUDITORS' REPORT AND SECRETARIAL AUDITORS' REPORT**

The Auditors' Report and Secretarial Auditors' Report do not contain any qualifications, reservations or adverse remarks. Report of Secretarial Auditor is attached as an annexure which forms part of this report. **(Annexure-2)**

## **LISTING OF SHARES**

Equity shares of the Company are listed on Mumbai Stock

Exchange. The Company has filed an application to BSE for revocation of suspension of trading in its Equity Shares.

## **INSURANCE**

All the assets of the Company have been adequately insured.

## **PARTICULARS OF EMPLOYEES**

Relations with the employees during the period under review continued to be peaceful and harmonious.

## **PERSONNEL AND RELATED DISCLOSURES**

The information required under Section 197 of the Act read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 is enclosed with this report. **(Annexure-3)**

The Board expresses deep appreciation of employees for their support.

## **HEALTH, SAFETY AND ENVIRONMENT PROTECTION**

Our Company has complied with all the applicable health & Safety standards, environment laws and labour laws and has been taking all necessary measures to protect the environment and provide workers a safe work environment. Our Company is committed for continual improvement in Health & Safety as well as Environmental performance by involving all the employees to provide a Safe & healthy work environment to all its employees

## **DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has adopted a policy against sexual harassment in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder.

During the financial year 2015-16, the Company has not received any complaint on sexual harassment and hence no complaints remain pending as on 31st March, 2016.

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

Information in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 regarding Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo is not applicable as the Company did not have any manufacturing facility during the period under consideration. There were no foreign exchange earnings/ outgo during the period.

## **ACKNOWLEDGEMENT**

Your Directors acknowledge with gratitude the assistance, co-operation and support received by the Company from Statutory/ Govt. Bodies, Customers and Shareholders of the Company.

**For and on behalf of Board**

Place: Chandigarh      H.K.SINGHAL      SANJAY GARG  
Dated : 14th May 2016.      Director      Executive Director

# STEEL STRIPS LIMITED

Annexure 1

FORM NO. MGT 9

## EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2016

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

### I. REGISTRATION & OTHER DETAILS:

i. CIN	L45202PB1975PLC003610
ii. Registration Date	23/12/1975
iii. Name of the Company	STEEL STRIPS LIMITED
iv. Category/Sub-category of the Company	PUBLIC LIMITED
v. Address of the Registered office & contact details	VILLAGE HARKISHANPURA, BHAWANIGARH TEHSIL, DISTT. SANGRUR (PB) 148026. TEL:+91-01672-278106, 278104 FAX: +91-01672-278110
vi. Whether listed company	LISTED COMPANY
vii. Name, Address & contact details of the Registrar & Transfer Agent, if any.	In House

### 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)  
The Company did not have any manufacturing activity.

### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

The company has no holding, subsidiary or associate company holding at least twenty percent of total share capital of the company.

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

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/ HUF	-	500660	500660	6.04	-	505285	505285	6.10	0.06
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)									
d) Bodies Corp.	-	1854490	1854490	22.39	-	2263490	2263490	27.33	4.94
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Total shareholding of Promoter (A)</b>	-	2355150	2355150	28.43	-	2768775	2768775	33.43	5.00
<b>B. Public Shareholding</b>									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	4570	4570	0.05	-	4570	4570	0.05	-
b) Banks / FI	-	900	900	0.01	-	900	900	0.01	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies		438701	438701	5.30	-	438701	438701	5.30	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>		444171	444171	5.36	-	444171	444171	5.36	-

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>2. Non-Institutions</b>									
a) Bodies Corp.	-	3122050	3122050	37.69	-	2712675	2712675	32.75	(4.94)
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i. Individual Shareholders Holding nominal share capital upto ₹ 2 lakh	-	2320157	2320157	28.01	-	2357482	2357482	28.46	0.45
ii) Individual shareholders holding nominal share capital in excess of ₹2 lakh	-	41200	41200	0.50	-	-	-	-	(0.50)
c) Others (specify)									
Non Resident Indians	-	375	375	0.00	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2):-</b>	-	5483782	5483782	66.20	-	5070157	5070157	61.21	(5.00)
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	5927953	5927953	71.57	-	5514328	5514328	66.57	-
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>									
<b>Grand Total (A+B+C)</b>	-	8283103	8283103	100.00	-	823103	823103	100	0.01

# STEEL STRIPS LIMITED

## ii) Shareholding of Promoter

S.No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Shri R K Garg	451300	5.45	-	451300	5.45	-	-
2	Shri R K Garg & Sons (HUF)	250	0.00	-	250	0.00	-	-
3	Smt. Sunena Garg	4690	0.06	-	4690	0.06	-	-
4	Shri Dheeraj Garg	26550	0.32	-	31175	0.38	-	0.06
5	Ms. Priya Garg	17870	0.22	-	17870	0.22	-	-
6	Sab Industries Ltd.	685934	8.28	-	685934	8.28	-	-
7	Sab Udyog Ltd.	953395	11.51	-	953395	11.51	-	-
8	Steel Strips Mercantile Pvt. Ltd.	11625	0.14	-	11625	0.14	-	-
9	Steel Strips Financiers Pvt. Ltd.	6075	0.07	-	6075	0.07	-	-
10	Munak International Pvt. Ltd.	97600	1.18	-	97600	1.18	-	-
11	S S Credits Pvt. Ltd.	150	0.00	-	150	0.00	-	-
12	S J Mercantile Pvt. Ltd.	1165	0.01	-	1165	0.01	-	-
13	Malwa Holding Pvt. Ltd.	1563	0.02	-	1563	0.02	-	-
14	Steel Strips Holding Pvt. Ltd.	8033	0.10	-	8033	0.10	-	-
15	Steel Strips Industries Ltd.	83325	1.01	-	83325	1.01	-	-
16	Munak Financiers Pvt. Ltd.	5625	0.07	-	5625	0.07	-	-
17	Steel Strips Infrastructures Ltd	-	-	-	409000	4.94	-	4.94
		2355150	28.43	-	2768775	33.43	-	5.00

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

S.No.	Particulars	Shareholding at the beginning of the year			Cumulative Shareholding at the end of 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	2355150	28.43			
	Date wise Increase/ Decrease	Date	No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
		05.02.2016	4625	0.06	2359775	28.49
		25.03.2016	409000	4.94	2768775	33.43
	At the end of the year		2768775	33.43	2768775	33.43

## STEEL STRIPS LIMITED

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

S. No	Top 10 Shareholders*	Shareholding at the beginning of the year		Cumulative Shareholding end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Steel Strips Wheels Invt. Ltd.	413000	4.99	413000	4.99
2.	3a Capital Services Ltd.	752901	9.09	752901	9.09
3.	Life Insurance Corpn. of India	424701	5.13	424701	5.13
4.	Priya Tools Pvt. Ltd	825000	9.96	825000	9.96
5.	Bloomen Flora Ltd.	826000	9.97	417000	5.03
6.	APS Investments Pvt. Ltd.	264400	3.19	264400	3.19
7.	Jagman Singh	15100	0.18	15100	0.18
8.	Narendra C Malia	15000	0.18	15000	0.18
9.	Gen. Insurance Corpn. of India	11409	0.14	11409	0.14
10.	Umesh Mehta	11100	0.13	11100	0.13

The shares of the Company are not/infrequently traded on a daily basis and hence the date wise increase/decrease in shareholding is not indicated.

**(v) Shareholding of Directors and Key Managerial Personnel:**

S. no.	Folio/Beneficiary Account No.	Name of the Share Holder	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
					No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	19093	Sh. R K Garg	01.04.2015	At the beginning of the year	451300	5.45	451300	5.45
			31.03.2016	At the end of the year.	451300	5.45	-do-	-do-
2.	44221	Sh. Sanjay Garg	01.04.2015	At the beginning of the year	200	0.00	200	0.00
			31.03.2016	At the end of the year	200	0.00	-do-	-do-
3.	11984	Sh. H K Singhal	01.04.2015	At the beginning of the year	1250	0.01	1250	0.01
			31.03.2016	At the end of the year	1250	0.01	-do-	-do-

## STEEL STRIPS LIMITED

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

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

Shri Sanjay Garg, Executive Director has been appointed on 27/06/2011 for five years without any remuneration

**B. Remuneration to other directors:**

S.No	Particulars of Remuneration	Name of Directors				Total Amount
		Sh. M M Chopra	Sh. B B Tandon	Sh. S.S. Virdi	Mrs Manju Lakhanpal	
1	<b>Independent Directors</b>					
	Fee for attending board committee meetings	1000	50500	76000	70500	198000
	Commission	-	-	-	-	
	Others, please specify					
	Total (1)	1000	50500	76000	70500	198000
2	<b>Other Non-Executive Directors</b>	Sh. R K Garg	Sh. H K Singhal			
	Fee for attending board committee meetings	40500	61000			
	Commission	-	-			
	Others, please specify					
	Total (2)	40500	61000			101500
	Total (B)=(1+2)					299500
	Total Managerial Remuneration					299500
	Overall Ceiling	₹ 30 Lakhs as per Schedule -V of Companies Act, 2013.				

**C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD**

S.NO.	Particulars of Remuneration	Key Managerial Personnel
		CS (Ms. Dimple Bansal)
1	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	59550.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-
2	Stock Option	-
3	Sweat Equity	-
4	Commission	-
	- as % of profit	-
	Others, specify...	-
5	Others, please specify	-
	Total	59550.00

Ms Dimple Bansal was appointed as Company Secretary of the Company w.e.f. 01/01/2016.

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

There were no penalties, punishment or compounding of offences during the year ended March 31, 2016.

**FORM NO. MR-3  
SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016**

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

To,  
The Members,  
Steel Strips Limited

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

Based on my verification of Steel Strips Limited's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended 31 March, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31 March, 2016 according to the provisions of:

- (1) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (3) The Depositories Act, 1996 and the Regulations and bye-laws framed thereunder;
- (4) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (5) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (d) 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;
- (6) Apprentices Act, 1961
- (7) Employment Exchange (Compulsory Notification of Vacancies Act, 1959)
- (8) Industrial Employment (Standing Orders) Act, 1956
- (9) Minimum Wages Act, 1948
- (10) Payment of Bonus Act, 1965
- (11) Payment of Wages Act, 1936
- (12) Motor Vehicle Act, 1988
- (13) The Water (Prevention & Control of Pollution) Act, 1974
- (14) The Water (Prevention & Control of Pollution) Cess Act, 1977
- (15) The Central Excise Act, 1944
- (16) Employees' State Insurance Act, 1948
- (17) Employees' Provident Fund & Misc. Provisions Act, 1952
- (18) Central Sales Tax Act, 1956 & Punjab VAT Act, 2005
- (19) Air (Prevention & Control of Pollution) Act, 1981
- (20) Payment of Gratuity Act, 1972
- (21) Indian Electricity Act, 1910 & Rules 1956



- (22) Hazardous Waste (Management & Handling) Rules 1989 under EP Act, 1986
- (23) Industrial Development & Regulation Act, 1951
- (24) Contract Labour Regulation & Abolition Act, 1971

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There is no changes in the composition of the Board of Directors took place during the period under review.

Adequate notice is given to all the 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.

Decisions at the Board meetings, as represented by management, were taken unanimously.

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

I further report that during the audit period, there were no instances of:

- (i) Public / Rights / Preferential issue of shares / debentures / sweat equity.
- (ii) Redemption / buy-back of securities.
- (iii) Merger / amalgamation / reconstruction etc.
- (iv) Foreign technical collaborations.

Place: Chandigarh  
Date: 14.05.2016

Sushil K Sikka  
Company Secretary  
FCS 4241  
CP 3582

To,  
The Members  
Steel Strips Limited

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

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

Place: Chandigarh  
Date: 14.05.2016

Sushil K Sikka  
Company Secretary  
FCS 4241  
CP 3582

### DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(2) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES 2014

- i) **The Ratio of the remuneration of each Director to the Median remuneration of the employees of the Company for the year 2015-16:**  
There were no employees in the Company other than Whole Time Director, CFO and CS.
- ii) **The percentage increase in remuneration of each Director, CFO, CEO, CS or Manager in the financial year:**  
There was no increase in the remuneration of any of the Director, CS & CFO of the Company during the financial year except increase in sitting fee of Directors of the Company.
- iii) **The percentage increase in the median remuneration of employees in the financial year:**  
Not Applicable..
- iv) **The number of permanent employees on the rolls of Company:**  
Three employees were there on the rolls of the Company.
- v) **The explanation on the relationship between average increase in remuneration and Company Performance:**  
The Company is not into operations. It has recorded huge losses and also maintaining the bare minimum staff required to keep the Company going. The management decided to make an increase in the remuneration of the Directors by way of sitting fee as per remuneration policy of the Company.
- vi) **Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company:**  
The remuneration of Key Managerial Personnel is in line with performance and industry standards
- vii) **Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase or decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer:**  
Share Capital of the Company is ₹ 8,28,31,030.00 divided into 8283103 Equity Shares of ₹10/- each fully paid up. Equity shares of the Company are listed on Mumbai Stock Exchange but presently suspended and no trading took place. However, Company has filed an application with BSE for revocation of suspension of trading of its equity shares.
- viii) **Average percentile increase already made in the salaries of employees other than managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**  
There has been no increase in the remuneration of employees as well as in managerial remuneration.
- ix) **Comparison of remuneration of each Key Managerial personnel against the performance of the Company:**  
Since the Company remained inoperative during the year, no such comparison against the performance of the Company is possible.
- x) **The key parameters for any variable component of remuneration availed by the Directors:**  
None of the Director is in receipt of any commission or variables from the Company.
- xi) **The ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess of the highest paid Director during the year:**  
There is no employee in the Company who is paid higher than highest paid Director.
- (xii) **Affirmation that the remuneration is as per the remuneration policy of the Company.**  
It is confirmed that the remuneration is paid as per the remuneration policy of the Company

### CORPORATE GOVERNANCE

#### REPORT ON CORPORATE GOVERNANCE

The Company is in Compliance with the requirements stipulated under Schedule V of SEBI (LODR) Regulations, 2015, and with the Listing Regulations entered into with the Stock Exchanges, with regard to corporate governance.

#### BOARD OF DIRECTORS

- i. As on March 31, 2016, the Company had seven Directors including a Non-Executive Chairman. Of the Seven Directors, five are Non-executive Directors, of which, four are Independent Directors. The composition of the Board is in conformity with Regulation 17(1) of SEBI (LODR) Regulations, 2015.
- ii. During the year under review, 4 Board Meetings were held, one each on 30th May 2015, 13th August 2015, 14th November 2015 and 12th February 2016 and the gap between two meetings did not exceed one hundred twenty days. The necessary quorum was present for all the meetings.
- iii. None of the Directors on the Board held Directorships in more than ten Public Companies. Further, none of them is a member of more than ten Committees or Chairman of more than five Committees across all the Public Companies in which he was a Director. Necessary disclosures regarding Committee positions in other Public Companies as on March 31, 2016 have been made by the Directors.
- iv. Independent Directors are Non-executive Directors as defined under Regulation 16 (1) (b) SEBI (LODR) Regulations, 2015. The maximum tenure of the Independent Directors is in compliance with the Companies Act, 2013 ("Act"). All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16 of SEBI (LODR) Regulations, 2015 and Section 149 of the Act.
- v. 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, 2016 are given below. Other Directorships do not include Directorships of Private Limited Companies, Section 8 Companies and of Companies incorporated outside India. Chairmanships/ Memberships of Board Committees include only Audit Committee and Stakeholders' Relationship Committee.

#### The detail of Board Meetings, number of Directorships and Committee Memberships held by Directors

Name of Director and Designation	Category	No. of Board meetings held during the year 2015-16		Whether attended last AGM held on 29 <sup>th</sup> September, 2015	No. of Directorships in other Public companies		No. of Committee positions held in other public companies	
		Held	Attended		Chairman	Member	Chairman	Member
Sh. R.K.Garg, Chairman DIN 00034827	Promoter Non-Executive Director	4	3	No	3	2	-	-
Sh. S S Virdi DIN 00035408	Non Executive Independent Director	4	4	No	Nil	2	3	4
Sh. Sanjay Garg DIN 00030956	Non Executive Director	4	4	Yes	Nil	2	Nil	1
Prof.(Dr.) B B Tandon DIN 00035266	Non Executive Independent Director	4	4	No	-	2	3	4
Sh. M M Chopra DIN 00036367	Non Executive Independent Director	4	1	No	-	2	1	1
Sh. H. K. Singhal DIN 00044328	Non Executive Director	4	3	Yes	Nil	6	Nil	7
Smt. Manju Lakhanpal DIN 07130592	Non Executive Independent Director	4	4	-	-	2	-	2

- vi. During the year, a separate meeting of the Independent Directors was held inter-alia to review the performance of non-independent Directors and the Board as a whole. The Company has adopted a familiarization programme for the Independent Directors, which has been displayed on the website of the Company.
- vii. The Board periodically reviews compliance reports of all laws applicable to the Company and steps are taken to rectify the instances of non-compliance, if any.

## COMMITTEES OF DIRECTORS

The Board has constituted committees of Directors to deal with matters, which need quick decisions and timely monitoring of the activities falling within their terms of reference. The Board Committees are as follows:

### AUDIT & COMPLIANCE COMMITTEE

- (i) The terms of reference of the Audit & Compliance Committee are as per relevant guidelines and legislation. The primary objective of the Audit Committee is to monitor and provide effective supervision of the Managements financial reporting process with the view to ensure accurate, timely and proper disclosures and transparency and to review the adequacy of internal control system and functions. During the year under review, four meetings of the Committee were held.
- (ii) The Composition of the Audit Committee and particulars of the meetings attended by the members of the Audit Committee are given below:

Name	Category	No. of Meeting held during the year 2015-16	
		Held	Attended
Shri S S Viridi- Chairman	Non-Executive Independent Director	4	4
Shri M M Chopra	Non-Executive Independent Director	4	1
Shri H K Singhal	Non-Executive Director	4	3
*Smt. Manju Lakhanpal	Non-Executive Independent Director	4	2

Smt Manju Lakhanpal has been appointed as member of Audit Committee w.e.f 14.11.2015.

### NOMINATION AND REMUNERATION COMMITTEE

The Company has a Nomination and Remuneration Committee of Directors. The Nomination and Remuneration Committee comprises of three non executive Directors viz Shri S S Viridi, and Prof.(Dr.) B B Tandon, and Shri H K Singhal. The committee has been constituted to review and recommend compensation payable to the Whole-time Directors and Senior Management of the Company. The committee reviews the overall compensation structure and policies of the Company with a view to attract, retain and motivate employees, reviewing compensation levels of the Company vis-à-vis other Companies and industry in general in line with Remuneration Policy.

### REMUNERATION POLICY

The Company's Remuneration Policy is driven by the success and performance of the individual employees and the Company. Through its compensation programme, the company endeavour to attract, retain, develop and motivate high performance workforce. The company pays remuneration by way of salary, benefits, perks, perquisite and allowances to its employees.

### REMUNERATION OF DIRECTORS

Shri Sanjay Garg was reappointed by the shareholders in their Annual General Meeting held on 29.09.2011 as Executive Director of the Company w.e.f. 27.06.2011 for a period of five years without remuneration.

The remuneration is in conformity with Schedule V of the Companies Act, 2013. Other non-executive Directors are paid sitting fee of ₹20,000/- for each Meeting of the Board, and ₹10,000/- for each Meeting of the Audit Committee attended by them. The Company also reimburses the out of pocket expenses incurred by the Directors for attending meetings.

### EMPOYEES STOCK OPTION (ESOP)

The company does not have any employee stock option scheme.

### DETAILS OF EQUITY SHARES OF THE COMPANY HELD BY THE DIRECTORS AS ON 31ST MARCH 2016

NAME	NO OF SHARES
SH. R K GARG	451300
SH. M M CHOPRA	0
SH. H K SINGHAL	1250
SH. SANJAY GARG	200

**SECRETARIAL COMMITTEE**

The Secretarial Committee approves and monitors transfers, transmission, splitting and consolidation of shares of the company. The Secretarial Committee is comprised of Shri Sanjay Garg, Executive Director, Shri H. K. Singhal, Director and Shri M L Goel. Authorised Signatory. The Secretarial Committee of the Company meets as often as required. The Committee met 10 times during the year.

**STAKEHOLDERS RELATIONSHIP COMMITTEE**

- The Company has a Secretarial Committee/ Investors Grievances Committee of Directors to look after redressal of complaints/ grievances of investors. The nomenclature of the said committee was changed to Stakeholders Relationship Committee in the light of provisions of the Act and Regulation 20 of SEBI (LODR) Regulations, 2015. The Composition of Stakeholders Relationship Committee, comprises of Shri S S Viridi as Chairman, Shri H K Singhal and Shri Sanjay Garg, as members. The Committee monitors redressal of complaints from shareholders relating to transfer of shares, non-receipt of balance sheet, dividends, dematerialization of shares etc. The Company attends to most of the investor's grievances/ correspondence within a period of 10 days from the date of receipt, except in cases constrained by disputes or legal impediment.

Details of Complaints received and redressed:

Opening Balance	Received during the year	Resolved during the year	Closing balance
Nil	Nil	Nil	Nil

**GENERAL BODY MEETINGS**

Venues & time of previous meetings of shareholders, including three Annual General Meetings:

Nature of Meetings	Day	Date	Time	Venue
AGM	Tuesday	29.09.2015	12.30 p.m	At Regd Office at Village Harkishanpura, Bhawanigarh Tehsil, Distt. Sangrur (PB).
AGM	Monday	29.09.2014	12.30 p.m.	Same as above
AGM	Saturday	28.09.2013	12.30 p.m.	Same as above

No special resolutions were put through Postal Ballot during last year, as there was no such item, which required to be passed through Postal Ballot.

**DISCLOSURES:**

- The transactions with the Companies, where the Directors of the Company were interested, were in the normal course of business and there were no materially significant related party transactions that might have had potential conflict with the interest of the Company at large. The Policy on dealing with Related Party Transactions as approved by the Board is posted on the website of the Company.
- The Company has framed a Whistle Blower Policy, details of which are available on the Company's website.
- Shri R K Garg is also the Chairman of Steel Strips Wheels Ltd., SAB Industries Ltd. Steel Strips Infrastructures Ltd., Managing Director of Indian Acrylics Ltd. and Director of Indlon Chemicals Ltd., SAB Developers Pvt. Ltd. The group, headed by Shri R K Garg & Family members, namely Shri R K Garg & Sons (HUF), Smt. Sunena Garg, Ms. Priya Garg and Shri Dheeraj Garg comprises of the following companies:  
Indian Acrylics Ltd., SAB Industries Ltd., Steel Strips Wheels Ltd., Steel Strips Ltd., Steel Strips Infrastructures Ltd., Steel Strips Industries Ltd., Indlon Chemicals Ltd., SAB Developers Pvt. Ltd., Malwa Chemtex Udyog Ltd., S.S. Credits Pvt. Ltd., S.J. Mercantile Pvt. Ltd., Indian Acrylics Investments Ltd., Malwa Holdings Pvt. Ltd., Steel Strips Mercantile Pvt. Ltd., Steel Strips Financiers Pvt. Ltd., Steel Strips Holdings Pvt. Ltd., Munak International Pvt. Ltd., Munak Financiers Pvt. Ltd., Munak Investments Pvt. Ltd., S.A.B. Udyog Ltd., Chandigarh Developers Pvt. Ltd. and DHG Marketing Pvt. Ltd.
- There were no penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to Capital Markets during the last three years.

**INSIDER TRADING**

Pursuant to the requirements of SEBI (Prohibition of Insider Trading) Regulations, as amended, the Company has adopted a "Code of Conduct for Prevention of Insider Trading". Sh. H K Singhal, Director of the Company had been appointed as the Compliance Officer for this purpose. The Code is applicable to all such employees of the Company who are expected to have access to unpublished price sensitive information relating to the Company as well as all Directors.

## MEANS OF COMMUNICATION

### Quarterly Results:

The quarterly financial results are regularly published in Financial Express/ Business Standard and Punjabi Tribune. All price sensitive information is made available at the earliest under intimation to Stock Exchanges.

## GENERAL SHAREHOLDER INFORMATION

Annual General Meeting: To be held on 29th September 2016  
at Regd. Office of the Company.

### FINANCIAL CALENDER (Tentative)

Results for quarter ending June 2016 -- Second week of Aug., 2016  
Results for quarter ending Sept. 2016 -- Second week of Nov., 2016  
Results for quarter ending Dec. 2016 -- Second week of Feb., 2017  
Results for quarter ending March 2017 -- Last week of May, 2017  
Date of Book Closure : 22.09.2016 to 29.09.2016  
Dividend Payment Date : Not Applicable  
Scrip Code on BSE : 504717

### LISTING ON STOCK EXCHANGES:

The shares of the Company are listed on Delhi and Mumbai Stock Exchanges. The shares of the Company have not been permitted to be in Demat. There is no change in the name of the Company. Also the trading in respect of Company's scrip on the BSE is presently suspended. (Scrip Code 504717)

### Distribution of shareholding as on 31st March, 2016

Share holding of		Shareholders		Share Amount	
Face Value (₹ 10)	Face Value (₹10)	Number	%age to Total	(In ₹)	%age to Total
1	To 500	23032	99.85	23504180	28.38
501	To 1000	09	0.04	581700	0.07
1001	To 2000	08	0.03	1041200	1.26
2001	To 3000	02	0.01	455500	0.55
3001	To 4000	0	0.00	0	0.00
4001	To 5000	0	0.00	0	0.00
5001	To 10000	3	0.01	2667650	3.22
10001	and Above	11	0.05	54580800	65.89
		23065	100.00	82831030	100.00

### Shareholding Pattern as on 31st March, 2016

S.NO.	PARTICULARS	NO. OF SHARES	(%)
1.	Promoter & Persons Acting in Concert	2768775	33.43
2.	Bodies Corporate	2712675	32.75
3.	Financial Institutions, Banks & Mutual Funds	444171	5.36
4.	NRI's	-	-
5.	General Public	2357482	28.46
	TOTAL SHAREHOLDING	8283103	100.00

### MARKET INFORMATION:

The Securities of the Company are not actively traded on the Stock Exchanges. As such, the market information on the company's Securities is not available.

**CORPORATE IDENTIFICATION NUMBER (CIN):** L45202PB1975PLC003610

# STEEL STRIPS LIMITED

**NAME, DESIGNATION, ADDRESS & E-MAIL  
OF COMPLIANCE OFFICER:**

Shri Humesh Kumar Singhal, Director & Compliance Officer  
STEEL STRIPS LIMITED, Corporate Office: S C O 49-50, Sector - 26,  
Madhya Marg, Chandigarh-160019 E-mail: hksinghal@glide.net.in

**REGISTERED OFFICE:**

Village Harkishanpura, Bhawanigarh Tehsil, Distt. Sangrur (Pb)-148026.

**ADDRESS FOR CORRESPONDENCE:**

SCO 49-50, Sector 26, Madhya Marg, Chandigarh - 160 019.  
Phone No. 0172-2793112, 2792385, 2790979,  
Fax No. 0172-2794834, 2790887 Designated E-Mail address for Investor  
Services: [ssl\\_ssg@glide.net.in](mailto:ssl_ssg@glide.net.in) Website : [www.sslindia.net](http://www.sslindia.net)

On behalf of Board of Directors

Place: Chandigarh  
Date: 14th May 2016

H.K.SINGHAL  
DIRECTOR

SANJAY GARG  
EXECUTIVE DIRECTOR

## CERTIFICATE OF CORPORATE GOVERNANCE

We have examined the Company's compliance of conditions of Corporate Governance by Steel Strips Limited for the year ended on 31<sup>st</sup> March 2016 as stipulated in Schedule V of SEBI (LODR) Regulations, 2015

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of the Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

On the basis of our review of the relevant records and documents maintained by the Company and furnished to us for review and the information and explanations given to us by the Company, we certify that the Company complied with the conditions of Corporate Governance as stipulated in Regulation 27 of SEBI (LODR) Regulations, 2015

For S C DEWAN & CO.  
CHARTERED ACCOUNTANTS  
(Regn. No. 000934N)  
S C DEWAN  
Partner  
No. 15678

Place: Chandigarh  
Dated: 14<sup>th</sup> May 2016

## DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for Director & Senior Management of the Company, the Code of Conduct is available on the website.

I confirm that the Company has in respect of the financial year ended March 31, 2016 received from the senior Management Team of the Company and the Members of the Board, a declaration of compliance with the Code of conduct applicable to them.

For Steel Strips Limited

Place : Chandigarh  
Date : 14.05.2016

Sanjay Garg  
Executive Director

## CEO'S/CFO'S Certificate TO WHOMSOEVER IT MAY CONCERN

In Compliance to Regulation 17(8) of SEBI(LODR), Regulations, 2015, we certify that:

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

For Steel Strips Limited

Place : Chandigarh  
Date : 14.05.2016

Vishal Mishra  
CFO

Sanjay Garg  
Executive Director

## Independent Auditors' Report To the Members of STEEL STRIPS LIMITED

### Report on the Financial Statements

1. We have audited the accompanying financial statements of STEEL STRIPS LIMITED ("the Company"), which comprise the Balance Sheet as at 31 March 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

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

### Auditor's Responsibility

3. Our responsibility is to express an opinion on these financial statements based on our audit.
4. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.
5. 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.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

### Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2016, and its profit and its cash flows for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

9. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.
10. As required by Section 143(3) of the Act, we report that:
  - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b. in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c. the financial statements dealt with by this report are in agreement with the books of account;
  - d. in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended);
  - e. on the basis of the written representations received from the directors as on 31 March 2016 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 from being appointed as a director in terms of Section 164(2) of the Act;
  - f. with respect to the adequacy of the internal financial controls over financial reporting 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 does not have any pending litigations which would impact its financial position;
    - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
    - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S. C. Dewan & Co.  
Chartered Accountants  
Firm's Registration No.: 000934N  
S. C. Dewan  
Partner

Place : Chandigarh  
Date : 14 May 2016

Membership No.: 015678



## Annexure A to the Independent Auditor's Report of even date to the members of STEEL STRIPS LIMITED, on the financial statements for the year ended 31st March 2016

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

- (i) The Company does not have any fixed assets. Accordingly, the provisions of clause 3(i) of the Order are not applicable.
- (ii) The Company does not have any inventory. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, provisions of section 185 and 186 of the Companies Act 2013 in respect of loans to directors including entities in which they are interested and in respect of loans and advances given, investments made and, guarantees, and securities given have been complied with by the company.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the said Order are not applicable to the company.
- (vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products/services of the Company.
- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, customs duty, excise duty, value added tax, cess and other material statutory dues applicable to it.  
(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, , service tax, sales-tax, duty of custom, duty of excise, value added tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.  
(c) According to the information and explanations given to us, there are no dues of income tax, sales-tax, , service tax, customs duty, excise duty, value added tax and cess which have not been deposited on account of any dispute
- (viii) The Company has no dues payable to a financial institution or a bank or debenture-holders during the year. Accordingly, the provisions of clause 3(viii) of the Order are not applicable.
- (ix) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments) and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud /material fraud by the company or on the company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that the no managerial remuneration has been paid / provided and hence the provisions of section 197 read with Schedule V of the Act is not applicable to the company and hence reporting under clause 3(xi) are not applicable and hence not commented upon.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii)of the order are not applicable to the Company and hence not commented upon..
- (xiii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the company and, not commented upon. .
- (xv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S.C. Dewan & Co  
Chartered Accountants  
Firm's Registration No.: 000934N  
S.C.Dewan  
Partner  
Membership No.: 015678

Place : Chandigarh  
Date : 14 May 2016

## Annexure B to the independent Auditor's Report of even date on the financial statements of Steel Strips Limited

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

To the Members of STEEL STRIPS LIMITED

We have audited the internal financial controls over financial reporting of STEEL STRIPS LIMITED ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

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

### Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified 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 internal financial controls system over financial reporting.

### Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a

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

### Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

### Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, 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.

### Explanatory paragraph

We also have audited, in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act, the financial statements of STEEL STRIPS LIMITED, which comprise the Balance Sheet as at March 31, 2016, and the related Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information, and our report dated 14th May 2016 expressed an unqualified opinion.

For S.C. Dewan & Co  
Chartered Accountants  
Firm's Registration No.: 000934N

S.C.Dewan  
Partner  
Place : Chandigarh  
Date : 14 May 2016  
Membership No.:015678

# STEEL STRIPS LIMITED

## BALANCE SHEET AS AT 31 March 2016

Particulars	Note No.	As on 31.03.2016 (₹)	As on 31.03.2015 (₹)
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' Funds</b>			
(a) Share Capital	1	8,28,31,030	8,28,31,030
(b) Reserves & Surplus	2	(10,62,85,318)	(10,76,26,462)
<b>(2) Share application money pending allotment</b>			
		-	-
<b>(3) Non- Current Liabilities</b>			
(a) Long-Term borrowings		-	-
(b) Deferred Tax Liabilities (Net)			
(c) Other Long Term Liabilities	3	2,26,84,091	2,41,69,091
(d) Long Term Provisions	4	36,000	36,000
<b>(4) Current Liabilities</b>			
(a) Short-Term borrowings	5	6,50,000	6,75,000
(b) Trade payable		-	-
(c) Other Current Liabilities	6	6,39,492	3,42,753
(d) Short-Term Provisions		-	-
	<b>Total (₹)</b>	<b>5,55,295</b>	<b>4,27,412</b>
<b>II Assets</b>			
<b>(1) Non-Current Assets</b>			
(a) Fixed Assets			
Gross Block		-	-
Less: Depreciation		-	-
Net Block		-	-
Capital Work-in-Progress (including advances on capital account)		-	-
(b) Non-Current Investments			
(c) Deferred Tax Assets (Net)			
(d) Long Term Loans and Advances	7	1,02,907	1,02,907
(e) Other Non-Current assets			
<b>(2) Current Assets</b>			
(a) Current Investments			
(b) Inventories		-	-
(c) Trade Receivables		-	-
(d) Cash and Bank balances	8	36,025	70,542
(e) Short-Term Loans and Advances		-	-
(f) Other Current Assets	9	4,16,363	2,53,963
	<b>Total (₹)</b>	<b>5,55,295</b>	<b>4,27,412</b>

### AUDITORS' REPORT

Certified in terms of our separate report of even date annexed.

For S.C. Dewan & Co.  
Chartered Accountants  
(Registration No. :000934N)

S.C. Dewan  
Partner

Place : Chandigarh  
Date : 14.05.2016

Membership No. 015678

SANJAY GARG  
Executive Director

DIMPLE BANSAL  
Company Secretary

S. S. VIRDI  
B. B. TANDON  
H. K. SINGHAL  
MANJU LAKHANPAL  
Directors

# STEEL STRIPS LIMITED

## Profit & Loss Statement for the year ended 31st March, 2016

Particulars	Note No.	As on 31.03.2016 (₹)	As on 31.03.2015 (₹)
I. Revenue from Operations		-	-
II. Other Income	10	<u>43,95,916</u>	<u>3,49,410</u>
<b>III Total Revenue (I+II)</b>		<u><b>43,95,916</b></u>	<u><b>3,49,410</b></u>
IV. Expenses:			
Cost of Materials Consumed		-	-
Purchase of Stock-in-Trade		-	-
Change in Inventories of Finished Goods, work-in-Progress and Stock-in-Trade		-	-
Employee benefit Expense		-	-
Other Expenses	11	<b>30,32,142</b>	15,06,341
Financial Costs	12	<b>22,630</b>	4,362
Depreciation and amortization expense		-	-
<b>Total Expenses</b>		<u><b>30,54,772</b></u>	<u><b>15,10,703</b></u>
V. Profit / (Loss) before Tax (III-IV)		<u><b>13,41,144</b></u>	<u><b>(11,61,293)</b></u>
VI Income Tax paid for earlier years		(-)	(-)
VII Profit / (Loss) for the period from continuing operations (V-VI)		<u><b>(13,41,144)</b></u>	<u><b>(11,61,293)</b></u>
VIII Earning per Equity Share - Basic & Diluted		<b>(0.16)</b>	<b>(0.14)</b>

### AUDITORS' REPORT

Certified in terms of our separate report of even date annexed.

For S.C. Dewan & Co.  
Chartered Accountants  
(Registration No. :000934N)

S.C. Dewan  
Partner  
Membership No. 015678

Place : Chandigarh  
Date : 14.05.2016

SANJAY GARG  
Executive Director

DIMPLE BANSAL  
Company Secretary

S. S. VIRDI  
B. B. TANDON  
H. K. SINGHAL  
MANJU LAKHANPAL  
Directors

## CASH FLOW STATEMENT AS AT 31.03.2016

	AS AT 31.03.2016	AS AT 31.03.2015
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>	(₹)	(₹)
NET PROFIT/(LOSS) BEFORE TAX AND EXTRAORDINARY ITEMS:	<b>13,41,144</b>	(11,61,293)
ADJUSTMENT FOR:- LESS - PRIOR PERIOD ADJUSTMENT	-	-
-DEPRECIATION	-	-
-INTEREST AND OTHER FINANCIAL CHARGES	<b>22,631</b>	4,362
-EXCESS DEPRECIATIONS CLAIMED IN EARLIER YEAR	-	-
-LOSS ON SALES OF FIXED ASSETS	-	-
OPERATING PROFIT/(LOSS) BEFORE WORKING CAPITAL CHANGES	<b>13,63,775</b>	(11,56,931)
ADJUSTMENT FOR :-		
-TRADE AND OTHER RECEIVABLES	<b>(1,62,400)</b>	(34,800)
-TRADE AND CURRENT LIABILITIES PAYABLE	<b>2,96,739</b>	1,32,207
CASH GENERATED FROM OPERATIONS	<b>14,98,114</b>	(10,59,524)
-INTEREST AND OTHER FINANCIAL CHARGES PAID	<b>22,631</b>	4,362
CASH FLOW BEFORE EXTRAORDINARY ITEMS	<b>14,75,483</b>	(10,63,886)
-PRIOR PERIOD ADJUSTMENT	-	-
<b>NET CASH FROM OPERATING ACTIVITIES (A)</b>	<b>14,75,483</b>	(10,63,886)
<b>B CASH FLOW FROM FINANCING ACTIVITIES</b>		
-PROCEEDS FROM PROMOTERS & ASSOCIATES	<b>(25,000)</b>	(4,25,000)
-PROCEEDS FROM LONG TERM SECURITIES RECOVERED	<b>8,15,000</b>	15,50,000
-REPAYMENT OF LONG TERM SECURITY	<b>(23,00,000)</b>	-
<b>NET CASH USED IN FINANCING ACTIVITIES (B)</b>	<b>(15,10,000)</b>	11,25,000
NET INCREASE IN CASH AND CASH EQUIVALENTS : <b>(A+B)</b>	<b>(34,517)</b>	61,114
CASH AND CASH EQUIVALENTS AS AT THE BEGINNING OF THE YEAR ( OPENING BALANCE )	<b>70,542</b>	9,428
<b>CASH AND CASH EQUIVALENTS AS AT THE CLOSING OF THE YEAR ( CLOSING BALANCE )</b>	<b>36,025</b>	70,542

### AUDITORS' REPORT

We have verified the attached Cash Flow Statement of Steel Strips Limited derived from audited financial statements and the books and records maintained by the Company for the year ended 31st March, 2016 and found the same in agreement therewith.

### AUDITORS' REPORT

Certified in terms of our separate report of even date annexed.

For S.C. Dewan & Co.  
Chartered Accountants  
(Registration No. :000934N)

S.C. Dewan  
Partner  
Membership No. 015678

Place : Chandigarh  
Date : 14.05.2016

SANJAY GARG  
Executive Director

DIMPLE BANSAL  
Company Secretary

S. S. VIRDI  
B. B. TANDON  
H. K. SINGHAL  
MANJU LAKHANPAL  
Directors

# STEEL STRIPS LIMITED

## NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31.03.2016

PARTICULARS	AS AT 31.03.2016 (₹)	AS AT 31.03.2015 (₹)
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### NOTE '1' SHARE CAPITAL

#### AUTHORISED

9100000 Equity Share of ₹ 10/- each	9,10,00,000	9,10,00,000
90000 Cummulative Redeemable Preference share of ₹ 100/- Each	90,00,000	90,00,000
	<b>10,00,00,000</b>	<b>10,00,00,000</b>

#### ISSUED, SUBSCRIBED AND PAID UP

8283103 Equity Shares of ₹10/- each fully paid up.	8,28,31,030	8,28,31,030
--	-------------	-------------

#### Total

	<b>8,28,31,030</b>	<b>8,28,31,030</b>
--	--------------------	--------------------

#### Shareholders Holding 5% & above in the share capital of the company

Name of Shareholders	As on 31.03.2016			As on 31.03.2015	
	No. of Shares	% age	% age	No. of Shares	% age
SAB Industries Ltd.	6,85,934	8.28		6,85,934	8.28
SAB Udyog Ltd.	9,53,395	11.51		9,53,395	11.51
Priya Tools Pvt. Ltd.	8,25,000	9.96		8,25,000	9.96
Bloomen Flora Ltd.	4,17,000	5.03		8,26,000	9.97
3A Capital Services Ltd.	7,52,901	9.09		7,52,901	9.09
Life Insurance Corpn. of India	4,24,701	5.13		4,24,701	5.13
Steel Strips Wheels Invt. Ltd.	4,13,000	4.99		4,13,000	4.99
Sh R K Garg	4,51,300	5.45		4,51,300	5.45

### NOTE '2' RESERVES & SURPLUS

General Reserves	9,98,19,195	9,98,19,195
Securities Premium Reserve	6,81,25,075	6,81,25,075
-Profit & Loss Account		
Loss B/F from Previous Year - ₹(27,55,70,732)		
Add Profit During the year - ₹ 13,41,144	<b>(27,42,29,588)</b>	<b>(27,55,70,732)</b>
<b>Total</b>	<b>(10,62,85,318)</b>	<b>(10,76,26,462)</b>

### NOTE '3' -OTHER LONG TERM LIABILITIES

Excise Refund Received Agt. security	1,73,69,091	1,73,69,091
LESS: Amount paid as security for arranging above refund	<b>76,85,000</b>	<b>62,00,000</b>
	<b>96,84,091</b>	<b>1,11,69,091</b>
Recovered from Steel Authority of India Ltd against the security	90,00,000	90,00,000
Less: Amount paid as security for arranging above recovery	<b>50,00,000</b>	<b>50,00,000</b>
	<b>40,00,000</b>	<b>40,00,000</b>
Other Payable *	<b>90,00,000</b>	<b>90,00,000</b>
<b>Total</b>	<b>2,26,84,091</b>	<b>2,41,69,091</b>

\* Other payable represents the amount payable to preference shareholders as preference shares had matured for redemption.

## STEEL STRIPS LIMITED

PARTICULARS	AS ON 31.03.2016 (₹)	AS ON 31.03.2015 (₹)
<b>NOTE '4' -LONG TERM PROVISIONS</b>		
Provisions for Workers Settlement Compensation	36,000	36,000
<b>Total</b>	<u>36,000</u>	<u>36,000</u>
<b>NOTE '5' -SHORT TERM BORROWINGS</b>		
Loan & advances from related parties	6,50,000	6,75,000
<b>Total</b>	<u>6,50,000</u>	<u>6,75,000</u>
<b>NOTE '6' - OTHER CURRENT LIABILITIES</b>		
Audit Fee Payable	11,450	11,236
TDS Payable	37,300	3,004
Other Liabilities	5,90,742	3,28,513
<b>Total</b>	<u>6,39,492</u>	<u>3,42,753</u>
<b>NOTE '7' -OTHER NON CURRENT ASSETS</b>		
Advance /Recoverable from suppliers*	1,01,27,590	1,01,27,590
Less : Provision for Doubtful Advances	1,00,76,438	1,00,76,438
	51,152	51,152
Security Deposits	51,755	51,755
<b>Total</b>	<u>1,02,907</u>	<u>1,02,907</u>
*Includes amounts recoverable against which legal cases have been filed for recovery.		
<b>NOTE '8' -CASH AND BANK BALANCES</b>		
Cash-in-Hand	18,783	237
Balance with Bank	17,242	70,305
<b>Total</b>	<u>36,025</u>	<u>70,542</u>
<b>NOTE '9' -OTHER CURRENT ASSETS</b>		
Income Tax Refundable	2,53,963	2,19,163
Tax Deducted at Source	46,400	34,800
Advances Rent Paid	1,16,000	-
<b>Total</b>	<u>4,16,363</u>	<u>2,53,963</u>
<b>NOTE '10'-OTHER INCOME</b>		
MISCELLANEOUS INCOME	3,49,050	3,49,410
SELLTELMENT OF CLAIM WITH DEBTORS	40,00,000	-
INTEREST INCOME	46,866	-
<b>Total</b>	<u>43,95,916</u>	<u>3,49,410</u>

**NOTE '11' -OTHERS EXPENSES**

Printing & Stationery	1,01,901	74,040
Postage, Telegram & Telephone	2,67,915	2,02,717
Auditors Remuneration	11,450	11,236
Advertisements & Publicity	50,264	44,458
Rent, Rate & Taxes	4,49,288	3,55,305
Travelling Expenses	-	-
- Directors	-	19,605
- Others	20,786	3,435
Salary	94,825	-
Listing Fee	-	2,88,292
Legal & Professional Charges	14,53,600	2,41,250
Staff Welfare Expenses	1,150	-
Sitting Fee	2,99,500	15,000
Other Misc. Expenses	37,750	2,19,712
Service tax	2,43,713	31,291
<b>Total</b>	<b>30,32,142</b>	<b>15,06,341</b>

**NOTE '12' FINANCIAL COSTS**

Interest	19,972	3,045
Bank Charges	2,659	1,317
<b>Total</b>	<b>22,631</b>	<b>4,362</b>

**Note No - 13 : NOTES ON ACCOUNTS****1. SIGNIFICANT ACCOUNTING POLICIES****i) Convention**

The financial statements are prepared under the historical cost convention in accordance with the applicable accounting standards and relevant presentational requirements of the Companies Act, 2013.

**ii) Fixed Assets**

Fixed assets are stated at cost/revalued cost less depreciation. However, company has no fixed assets during the year.

**iii) Depreciation**

Since there are no fixed assets in the company, no depreciation has been provided for in the books of accounts.

**iv) Inventories**

The company does not have any inventory of stores & Spares in hand as at the close of the year.

**v) Foreign Currency Transaction**

There are no foreign currency transactions during the year.

**vi) Retiring Benefits**

Retiring Benefits are accounted for in the Books of Accounts on accrual basis. As there was only skeleton staff during the year, the provisions of AS-15 are not applicable.



vii) **Recognition of Income/Expenditure.**

All revenues and expenses are accounted for on accrual basis except for medical reimbursement payable and claims which are accounted for on cash basis.

2. Contingent Liabilities not provided for amount to ₹ Nil (Previous Year ₹ Nil).
3. Previous year's figures have been regrouped and rearranged wherever considered necessary to make them comparable with those of current year.
4. In the opinion of the board, the current assets, loans and advances are approximately of the value stated, if realised in the ordinary course of business except unless stated otherwise. The provision for all the known liabilities is adequate and not in excess of amount considered reasonably necessary.
5. Sales Tax liability has been provided for as per Sales Tax Returns filed. Additional liability, if any arising on assessment, shall be provided for on completion of assessment.
6. Notes No.1 to 13 forms an integral part of the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement of the Company.
7. The company has been reconciling the outstanding balances with Debtors and Creditors from time to time. However, some of the balances remain unreconciled as at the end of the year in absence of confirmation from the other parties.
8. The company has filed suits for recovery against certain debtors, suppliers and others, who have also filed counter claims/suits. The company has not accounted for these claims and counter claims in view of the policy of the company to account for the same on cash basis. The amount of claims/suits filed against the Company is ₹ 376.75 Lacs (Previous year ₹ 376.75 Lacs) and the same have been stayed in Court u/s 22 of S.I.C.A. or U/S 10 of code of civil Procedures Act.
9. There is no deferred tax liability or asset for the year.
10. The company is presently not in the business of manufacture and sale of any products.

11. **Related Party Disclosures:**

Detail of transaction entered into with related parties during the year as required by Accounting Standard-18 on "Related Party disclosures" issued by the Ministry of Corporate Affairs are as under:

Particulars	Current Year				Previous Year
	Relative of the key Management personnel (KMP)	Key Management personnel (KMP)	Enterprise over which KMP are able to exercise significant influence	Total (₹) in Lacs	Total (₹) in Lacs
1.(i)Rent Received	--	--	3.48	3.48	3.48
(ii)Advance Rent Received	--	--	1.16	1.16	0.00
2.(i) Advance Received during the year	--	0.00	0.00	0.00	0.00
(ii) Advance repaid during the year	--	0.25	--	0.25	4.25
(iii) Advances outstanding at the end of the year	--	6.50	0.00	6.50	6.75

a)	Key Management Personnel	R.K. Garg Chairman	H.K. Singhal Director	Sanjay Garg Executive Director
----	--------------------------	-----------------------	--------------------------	-----------------------------------

# STEEL STRIPS LIMITED

- b. Enterprises over which Key Management Personnel (KMP) are able to exercise significant control and with whom transactions have taken place during the year:

Indian Acrylics Limited

Relatives and associates of the key management personnel (with whom transactions have taken place):

1. M/s Indian Acrylics Ltd
2. Sh. R.K Garg himself is Chairman of the Company.

12. **Detail of Provision as per AS-29.**

<b>PARTICULARS</b>	(₹ in lacs)
Balance as at 01.04.2015	100.76
Provision made during the year	-
Provision Written off during the year	-
<b>Balance as at 31.03.2016</b>	<b>100.76</b>

13. **Earning Per Share (EPS)**

	<b>Current Year</b>	Previous Year
Profit /(Loss) as per profit and loss account	<b>13.41</b>	(11.61)
No. of equity shares	<b>8283103</b>	8283103
Basic & Diluted earning per share in Rupees (Face value of ₹ 10 per share)	<b>0.16</b>	(0.14)

14. Additional Information pursuant to the provisions of Paragraph 5(viii) of Part-II of Schedule III of the Companies Act, 2013.

**A. QUANTITATIVE DATA:**

Quantitative data relating to installed capacities, production, raw material consumed, opening & closing stocks of goods manufactured and sales are not applicable as there was no manufacturing activity during the year.

**B. EXPENDITURE ON EMPLOYEES**

There was no employee during the year (Previous Year nil ) who was drawing a remuneration of not less than ₹ 6000000/- per annum, if employed throughout the year, or not less than ₹ 500000/- per month, if employed for a part of the year.

**C. IMPORTS & EXPORTS:**

There were no imports or other expenditure in foreign Currency during the current or previous year, nor there were any exports.

**AUDITORS' REPORT**

Certified in terms of our separate report of even date annexed.

PLACE : CHANDIGARH	FOR S.C. DEWAN & CO. Chartered Accountants (Registration No.:000934N)	SANJAY GARG Executive Director	S. S. VIRDI B. B. TANDON H. K. SINGHAL
DATE :14.05.2016	<b>S.C.DEWAN</b> Partner Membership No.:015678	DIMPLE BANSAL Company Secretary	MANJU LAKHANPAL Directors

# STEEL STRIPS LIMITED

**STEEL STRIPS LIMITED**  
**(CIN:L45202PB1975PLC003610)**  
**Regd. Office : Village Harkishanpura, Bhawanigarh Tehsil,**  
**Distt. Sangrur (Pb.) -148026.**  
**Email: ssl\_ssg@glide.net.in, Website: www.sslindia.net**  
**Phone: +91-172-2793112., Fax: +91-172-2794834**

## 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 Member(s) :	
Registered Address :	
Email :	
Folio No/Client ID	
DP ID	
No. of Shares held	

I/We, being the member(s) of ..... shares of the above named company, hereby appoint :

(1) Name	Signature	
Email id: Signature		
or failing him;		
(2) Name:		
Address:	Signature	
Email id:		
or failing him;		
(3) Name:		
Address	Signature	
Email id:		

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **39th Annual General Meeting** of the company, to be held on **Thursday, the 29th day of September, 2016 at 12.30 p.m.** at VILLAGE HARKISHANPURA, TEHSIL BHAWANIGARH, DISTRICT SANGRUR (PB) and at any adjournment thereof.

### S.No. Resolution

#### Ordinary Business

1. Adoption of audited financial statements for the year ended March 31, 2016
2. Re-appointment of Sh. Rajinder Kumar Garg, as a Director
3. Appointment of Auditors M/s. S.C. Dewan & Co. Chartered Accountants

#### Special Business

4. Re-appointment of Sh. Sanjay Garg as Executive Director without remuneration
5. Approval of Investments exceeding the limits prescribed u/s 186 of Act

Signed this ..... day of September, 2016.

Signature of shareholder.....

Signature of proxyholder(s).....

**Note : Note: 1. 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.**

Please affix  
Revenue  
Stamp of  
appropriate  
value

**STEEL STRIPS LIMITED**  
**(CIN:L45202PB1975PLC003610)**  
 Regd. Office : Village Harkishanpura, Bhawanigarh Tehsil, Distt. Sangrur (Pb.) -148026.  
 Email: ssl\_ssg@glide.net.in, Website: [www.sslindia.net](http://www.sslindia.net) Phone: +91-172-2793112., Fax: +91-172-2794834

### ATTENDANCE SLIP

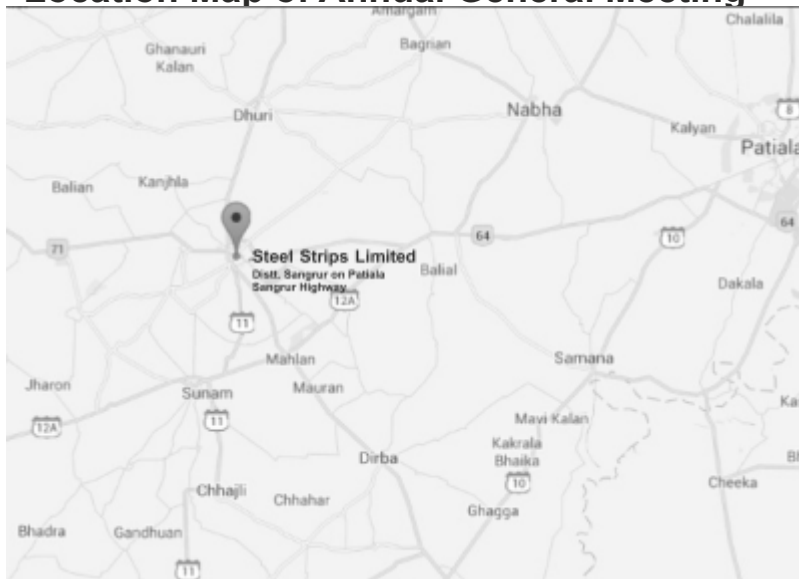
Name of the attending member (In block letters)	
Folio No.	
Client ID No.	
No. of shares held	
Name of proxy ( In Block letters)	

1. I hereby record my presence that the 39th Annual General Meeting of the Company held on Thursday, the 29 day of September, 2016 at 12.30 p.m. at Village Harkishanpura, Tehsil Bhawanigarh, District Sangrur, (Punjab)

Member's/proxy's signatures

**Courier/Regd. Post**  
(Printed Matter)

**Location Map of Annual General Meeting**



If undelivered, please return to .

***STEEL STRIPS LIMITED***

CIN: L45202PB1975PLC003610

SCO 49-50, Sector 26, Madhya Marg,

CHANDIGARH - 160 019