



OCL IRON AND STEEL LIMITED

11th ANNUAL REPORT
2015 - 2016



OCL IRON AND STEEL LIMITED

CIN: L27102OR2006PLC008594

ELEVENTH ANNUAL REPORT - 2015-2016

Board of Directors

Mr. Yogesh Kapur	<i>Chairman and Independent Director</i>
Mr. Birendra Jee	<i>Managing Director</i>
Mr. Sanjay Tiku	<i>Independent Director</i>
Mr. Vinod Kumar Uppal	<i>Non-Executive Director</i>
Ms. Ankita Wadhawan	<i>Independent Director</i>

Chief Financial Officer

Mr. T.K. Laskar

Company Secretary & Compliance Officer

Ms. Yugami Arora

Auditors

M/s A.C. Gupta & Associates,
Chartered Accountants,
New Delhi

Bankers

State Bank of India
UCO Bank
Andhra Bank

Company's Website

www.oclsteel.in

Registrar & Share Transfer Agent

CB Management Services Private Limited
P-22, Bondel Road, Kolkata - 700019
(West Bengal)
Tel No: +91 33 22806692-94/2280 2486
Fax No: +91 33 2287 0263
Email: rta@cbmsl.com
Website : www.cbmsl.com

Registered Office and Unit 1:

Vill. Lamloi, P.O. Garvana,
Rajgangpur - 770017
Distt: Sundargarh, Orissa

Unit 2:

A-285, Chopanki Industrial Area,
Chopanki, Bhiwadi, District - Alwar,
Rajasthan - 301019

Unit 3:

Plot No. SP-256, Industrial Area,
Kaharani, (Bhiwadi Extn.)
Rajasthan - 301019

Unit 4:

Begumpur Khatola,
District - Gurgaon, Haryana

Unit 5:

Village Gopalpur,
P.O. Badaposi Tehsil & P.S. Keonjhar
Sadar, District - Keonjhar, Orissa

Contents

Notice	3
Directors' Report	9
Corporate Governance Report	34
Management Discussion and Analysis Report	46
Independent Auditor's Report	58
Balance Sheet	66
Profit & Loss Statement	67
Cash Flow Statement	68
Notes on Financial Statements	69
Consolidated Financial Statements	88
Auditors' Report on Consolidated Financial Statements	91

NOTICE

NOTICE is hereby given that the 11th Annual General Meeting of the members of **OCL IRON AND STEEL LIMITED** will be held on Monday, 26th September, 2016 at 09.30 A.M. at the Registered Office of the Company at Vill. Lamloi, P.O. Garvana, Rajgangpur – 770017 (Dist. Sundargarh, Orissa) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors thereon; and
 - b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2016 and the Report of the Auditors thereon.
2. To appoint a Director in place of Mr. Vinod Kumar Uppal (DIN: 00897121) who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013 and the Rules made there under, as amended from time to time the Company hereby ratifies the appointment of M/s. A.C. GUPTA & ASSOCIATES, Chartered Accountants (Firm Registration No. 008079N), as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be determined by the Board of Directors.”

SPECIAL BUSINESS

4. To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2017 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), remuneration of Mr. Yash Pal Sardana (Membership No. 17996), the Cost Auditors of the Company as approved by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2017 be and is hereby ratified.”

BY ORDER OF THE BOARD
FOR OCL IRON AND STEEL LIMITED

Place : New Delhi
Dated : 06.08.2016

Sd/-
Yugami Arora
Company Secretary

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item No. 4 is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE (ON POLL ONLY) INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. AN INSTRUMENT APPOINTING PROXY, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.**

PURSUANT TO SECTION 105 OF THE COMPANIES ACT, 2013 AND RULES THEREUNDER, A PERSON CAN ACT AS A PROXY ON BEHALF OF THE MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN

TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

3. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
4. The Register of Members and Share Transfer books of the Company will remain closed from Tuesday, 20th September, 2016 to Monday, 26th September, 2016 (both days inclusive).
5. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company during working days except Sundays, between 11.00 a.m. to 1.00 p.m. up to the date of the Annual General Meeting.
6. M/s CB Management Services Private Limited having their office at P-22, Bondel Road, Kolkata - 700019 are the Registrar and Share Transfer Agent (RTA) of the Company and all transfers both in physical and electronic segments and other related matters are managed by them. Members are requested to address all their correspondence to the Registrar and Share Transfer Agent at the above address.
7. Members who hold shares in electronic mode are requested to quote their Client Id and DP Id number and those who hold shares in physical form are requested to write their Folio numbers in all correspondence with the Company/Registrar for facilitating quick disposal of the matters.
8. Members desirous of making a nomination in respect of their shareholding in the Company under the Companies Act, 2013, are requested to send their requests in requisite form, which can be obtained from Registrar and Share Transfer Agent of the Company. In case of shares held in dematerialized form, the nomination has to be lodged with the respective Depository Participants.
9. The Members/Proxies attending the Annual General Meeting are requested to bring the enclosed attendance slip and deliver the same after filling in their Folio number/ Client Id at the entrance of the meeting hall. Admission to the Annual General Meeting venue will be allowed only after verification of the signature in the attendance slip.
10. The Ministry of Corporate Affairs has undertaken a '**Green Initiative in Corporate Governance**' by allowing paperless compliances by the companies. In order to support the Green Initiative, members who have not registered their e-mail addresses so far, are requested to register the same with M/s CB Management Services Private Limited, the Registrar and Share Transfer Agent of the Company.
11. **Voting through electronic means**
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to the members a facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - II. The facility for voting through polling paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through polling paper.
 - III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 - IV. The remote e-voting period commences on September 23rd, 2016 (9:00 am) and ends on September 25th, 2016 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 19th, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be

disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

V. The process and manner for remote e-voting are as under:

A. IN CASE A MEMBER RECEIVES AN EMAIL FROM NSDL [FOR MEMBERS WHOSE EMAIL IDS ARE REGISTERED WITH THE COMPANY/DEPOSITORY PARTICIPANTS(S)]

- (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsd.com/>
- (iii) Click on Shareholder - Login
- (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (vii) Select "EVEN" of "OCL Iron and Steel Limited".
- (viii) Now you are ready for remote e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to cs.sachinkhurana@gmail.com with a copy marked to evoting@nsdl.co.in.

B. IN CASE A MEMBER RECEIVES PHYSICAL COPY OF THE NOTICE OF AGM [FOR MEMBERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORY PARTICIPANTS(S) OR REQUESTING PHYSICAL COPY]

(i) Initial password is provided along with the Annual Report:

EVEN (Remote e-voting Event Number), USER ID, PASSWORD/PIN

(ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsd.com or call on toll free no.: 1800-222-990.

VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

IX. The voting rights of members shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date of September 19, 2016.

X. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. September 19, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or rta@cbmsl.com.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through polling paper.
- XIII. Mr. Sachin Khurana, Practicing Company Secretary has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Polling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.oclsteel.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges i.e. to National Stock Exchange of India Limited and BSE Limited, where the equity shares of the Company are listed.

REQUISITE INFORMATION IN RESPECT OF DIRECTORS SEEKING APPOINTMENT OR RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING:

1. Name of Director	Mr. Vinod Kumar Uppal
DIN	00897121
Date of Birth	14.11.1962
Age	54 years
Experience	31 Years
Qualification	MBA
Expertise	Finance & Operations
Date of Appointment	10.07.2012
List of other Companies in which Directorships held	<ul style="list-style-type: none"> ● M/s ACIL Limited ● M/s Mysore Commerce and Sales Pvt Ltd ● M/s Dwarka Buildwell Pvt Ltd ● M/s Mysore Lubricants & Oils Pvt Ltd ● M/s R T Packaging Ltd ● M/s Shri Tirupati Balaji Scrap Agency Pvt. Ltd. ● M/s Oriental Iron Casting Ltd ● M/s Aron Auto Ltd ● M/s Newtime Infrastructure Ltd

	<ul style="list-style-type: none"> ● M/s Karukrit Suppliers Pvt Ltd ● M/s Oasis Tradecom Pvt Ltd ● M/s Rameshwar Commercial Pvt Ltd ● M/s Adhbhut Infrastructure Ltd ● M/s Indiglobal Tradelinks Private Limited ● M/s OISL Auto Ltd
Relationship with other Directors, Managers and KMPs	No inter-se relationship
No. of Meetings attended during the year	7
Membership/Chairmanship in Committees of the Board	3
Membership/Chairmanship in Committees of the Board of Other Companies	4
Terms and Conditions of Appointment/Re-appointment along with details of Remuneration sought to be paid	As per the Nomination and Remuneration Policy of the Company
Remuneration last drawn	Nil
Shareholding in the Company	Nil

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4

Pursuant to Section 148 of the Companies Act, 2013, your Company is required to have its cost records audited by a Cost Accountant in Practice. The Board, on the recommendations of the Audit Committee, approved the appointment and remuneration of Mr. Yashpal Sardana, a Cost Accountant in practice, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2017. In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor has to be ratified by the members of the Company.

Accordingly, the consent of the members is sought for passing an ordinary resolution as set out at item no. 4 of the Notice, for ratification of the remuneration payable to the Cost Auditor of the Company for the Financial Year 2016-17.

The Board recommends the Ordinary Resolution at Item No. 4 for approval of the members.

None of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 4 of the Notice.

BY ORDER OF THE BOARD
FOR OCL IRON AND STEEL LIMITED

Place : New Delhi
Dated : 06.08.2016

Sd/-
Yugami Arora
Company Secretary

ROUTE MAP TO THE VENUE OF 11TH AGM OF OCL IRON AND STEEL LIMITED

VILL. LAMLOI,
PO. GARVANA,
RAJGANGPUR,
ODISHA- 770017,
INDIA
OCL IRON AND
STEEL ALIMITED



DIRECTORS' REPORT

TO
THE MEMBERS,
OCL IRON AND STEEL LIMITED

Your Directors are pleased to present the 11th Annual Report on the business and operations of your Company along with the Audited financial statements for the financial year ended 31st March, 2016.

STANDALONE FINANCIAL RESULTS

(Rupees in Lacs)

Particulars	Year ended 31 st March, 2016	Year ended 31 st March, 2015
Revenue from Operations	35,580.44	1,01,278.29
Other Income	1184.01	957.96
Total Revenue	36,764.45	1,02,236.25
Total Expenses	35,994.69	91,759.45
Profit before Finance Cost, Depreciation and Tax	769.76	10,476.80
Finance Cost	12,089.31	12,180.06
Depreciation	8,391.88	5,479.48
Profit before exceptional items and tax	(19,711.43)	(7,182.74)
Tax Expenses	(6,479.90)	(2,634.67)
Exceptional Items	(1,336.77)	(1,071.77)
Profit after Taxation	(14,568.30)	(5,619.84)
Add balance brought forward from Previous Year	(4,118.19)	1,479.04
Surplus/(Deficit) Available	(18,686.49)	(4,140.80)
APPROPRIATION		
Adjustment of MAT	0.00	22.61
Surplus/(Deficit) carried to Balance Sheet	(18,686.49)	(4,118.19)

PPERFORMANCE

During the year under review, the Company earned revenue from operations amounting to Rs. 35,580.44 lacs as compared to Rs. 101,278.29 lacs in the previous year. Loss after Tax stood at Rs. (14568.30) lacs as against Loss after Tax of Rs. (5619.84) lacs in the previous year.

DIVIDEND

The Board of Directors has not recommended any dividend for the financial year ended 31.03.2016.

CONSOLIDATED FINANCIAL STATEMENT

In accordance with Section 129 of the Companies Act 2013, Consolidated Financial Statements are attached and form part of the Annual Report and the same shall be laid before the ensuing Annual General Meeting along with the Financial Statements of the Company.

STATE OF COMPANY'S AFFAIRS

The state of affairs of the Company is presented as part of the Management Discussion and Analysis (MDA) Report forming part of the Annual Report.

CORPORATE GOVERNANCE

Your Company has taken adequate steps to ensure compliance with Clause 49 of the Listing Agreement executed with BSE Limited and National Stock Exchange of India Limited read with Regulation 17 to 27 and schedule V of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The report on Corporate Governance, the Report on Management Discussion and Analysis and the requisite Certificate from the Auditors of the Company

confirming compliance with the conditions of Corporate Governance are provided in a separate section which forms part of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions contained in Section 134(5) of the Companies Act, 2013, the Directors hereby confirm that:

- a) in the preparation of the annual accounts for the year ended 31st March, 2016, the applicable Accounting Standards have been followed and there are no material departures from the same;
- b) the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March 2016 and of the profit/loss of the Company for that period;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the Annual Accounts on a going concern basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

SUBSIDIARIES AND ASSOCIATE

In accordance with proviso to sub-section (3) of Section 129 of the Companies Act 2013, a statement containing salient features of the financial statements of the Company's subsidiaries and associate and the report on their performance and financial position in Form AOC-1 is annexed to the financial statements and forms part of the Annual Report, which covers the financial position of subsidiaries and Associate Company. **(Annexure-I)**

In accordance with third proviso to Section 136(1) of the Companies Act, 2013, the Annual Report of your Company, containing therein its audited standalone and the consolidated financial statements has been placed on the website of the Company. (URL: <http://www.oclsteel.in/investors.php>)

DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the period under review, Mr. Ajai Kumar Gupta has resigned from the post of Company Secretary of Company w.e.f. May 14, 2016. The Board appreciates his efforts and contribution towards the growth of the Company during the tenure of his appointment.

Further, Pursuant to Section 203 of the Companies Act, 2013 the Board of Directors of the Company appointed Ms. Yugami Arora as Company Secretary of the Company w.e.f May 27, 2016.

Mr. Vinod Kumar Uppal, (DIN: 00897121) Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. The Board of Directors recommends his appointment.

A Brief Resume of Mr. Vinod Kumar Uppal as required under Regulation 36(3) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act 2013, forms part of the notice convening Annual General Meeting.

During the period under review, the Company lost its Director Mr. Rajiv Kapur, who left for his heavenly abode. Mr. Rajiv Kapur made an invaluable contribution to the growth and development of the Company.

Apart from that, There has been no other change in the Directors and Key Managerial Personnel of the Company.

FAMILIARIZATION PROGRAMME

Details of the familiarization programme of the Independent Directors are available on the website of the Company. (URL: <http://www.oclsteel.in/investors.php>)

INDEPENDENT DIRECTORS DECLARATION

The Company has received the necessary declaration from each Independent Director in accordance with Section 149 (7) of the Companies Act, 2013, that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and as prescribed by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015.

BOARD MEETINGS

The Board met 9 times during the year, the details of which are provided in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015.

BOARD EVALUATION

The Board evaluated the effectiveness of its functioning and that of the committees and of individual Directors by seeking their inputs on various aspects of Board/Committee governance such as the Board composition and structure, effectiveness of board processes, active participation and contribution of directors in the Board/Committee meetings and the fulfilment of Directors obligation and their fiduciary responsibilities.

Further, the Independent Directors at their meeting, reviewed the performance of the Board, Chairman of the Board and of Non Executive Directors. The meeting also reviewed the co-ordination between the Company management and the Board which is required for the Board to effectively and reasonably perform their duties.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the internal audit function reports to the Chairman of the Audit Committee and all significant audit observations and corrective actions are presented to the Committee.

STATUTORY AUDITORS AND AUDITORS REPORT

M/s A.C. Gupta & Associates, Chartered Accountants, (Firm Regd. No: 008079N) were appointed as Statutory Auditors of the Company for the period of five years subject to the ratification of their appointment at every Annual General Meeting. M/s A.C. Gupta & Associates, Chartered Accountants have confirmed their eligibility and willingness to accept office, if their appointment is ratified at the ensuing Annual General Meeting. The proposal for the ratification of their appointment is included in the notice for Annual General Meeting sent herewith.

The Company has received a consent letter from the statutory auditors for their appointment, and a certificate from them that their appointment, if ratified, shall be in accordance with the conditions as prescribed under the Companies Act, 2013 and that they are not disqualified for appointment.

The Auditor's Report does not contain any qualifications, reservations or adverse remarks. The Report is attached hereto and is self-explanatory requiring no further elucidation.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s S. Khurana & Associates, Company Secretaries, to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit in Form MR 3 for the Financial Year ended March 31, 2016 is annexed as **Annexure II** to the Report. There are no qualifications, reservations or adverse remarks by Secretarial Auditor in their report.

COST AUDIT

As per Section 148 of the Companies Act, 2013, the Company is required to have the audit of its cost records conducted by a Cost Accountant in practice. In this connection, the Board of Directors of the Company has on the recommendation of the Audit Committee, approved the appointment and remuneration of Mr. Yash Pal Sardana (Membership No. 17996), a Practicing Cost

Accountant as the Cost Auditors of the Company for the year ending 31 March, 2017. The remuneration of the cost auditor is subject to ratification by the members of the Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Disclosure on particulars relating to loans, guarantees or investments under section 186 of the Companies Act, 2013 have been provided as part of the financial statements.

TRANSACTIONS WITH RELATED PARTIES

In accordance with Section 134(3) (h) of the Companies Act, 2013 read with Rule 8(2) of Companies (Accounts) Rules, 2014, the particulars of contracts or arrangements with related parties, referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2 are attached as **Annexure III** to this Report.

EXTRACT OF ANNUAL RETURN

In terms of Section 134(3)(a) of the Companies Act, 2013 read with Rule 12(1) of Companies (Management & Administration) Rules, 2014, the extract of Annual Return of the Company in Form MGT-9 is attached as **Annexure IV** to this Report.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The details as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of Companies (Accounts) Rules, 2014, regarding conservation of energy, technology absorption and foreign exchange earnings and outgo are attached as **Annexure V** to this Report.

COMMITTEES OF THE BOARD

The Company's Board has the following Committees:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders Relationship Committee
4. Corporate Social Responsibility Committee

The details of the membership and attendance at the meetings of the above Committees of the board are provided in the Corporate Governance section of the annual report.

POLICY ON APPOINTMENT AND REMUNERATION

Pursuant to Section 178(3) of the Companies Act 2013, the Nomination and Remuneration Committee of the Board has framed a policy for selection and appointment of Directors and senior management personnel, which inter alia includes the criteria for determining qualifications, positive attributes and independence of a Director(s)/Key managerial personnel and their remuneration. Details of the policy on appointment and remuneration are available on the website of the Company (URL: <http://www.oclsteel.in/investors.php>)

CORPORATE SOCIAL RESPONSIBILITY

A brief outline of the Corporate Social Responsibility Policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in **Annexure VI** of this report as per the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. The composition of CSR committee and other related details are provided in the Corporate Governance section, forming part of this Report. The policy is available on the website of the Company. (URL: <http://www.oclsteel.in/investors.php>)

AUDIT COMMITTEE

The Audit Committee comprises Mr. Yogesh Kapur, Independent Director as Chairman, Mr. Sanjay Tiku and Mr. Vinod Kumar Uppal as Members. The Board of Directors have accepted all the recommendations of the Audit Committee.

VIGIL MECHANISM

The Company has in place a vigil mechanism in the form of Whistle Blower Policy. It aims at providing avenues for employees to raise complaints and to receive feedback on any action taken and seeks to reassure the employees that they will be protected against victimization and for any whistle blowing conducted by them in good faith. The policy is intended to encourage and enable the employees of the Company to raise serious concerns within the organization rather than overlooking a problem or handling it externally.

The Company is committed to the highest possible standard of openness, probity and accountability. It contains safeguards to protect any person who uses the Vigil Mechanism by raising any concern in good faith. The Company protects the identity of the whistle blower if the whistle blower so desires, however the whistle blower needs to attend any disciplinary hearing or proceedings as may be required for investigation of the complaint. The mechanism provides for a detailed complaint and investigation process.

If circumstances so require, the employee can make a complaint directly to the Chairman of the Audit Committee. The Company also provides a platform to its employees for having direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. The Company Secretary is the Compliance Officer of the Vigil Mechanism Committee. The confidentiality of those reporting violations is maintained and they are not subjected to any discriminatory practice.

RISK MANAGEMENT

The Company has developed and implemented a Risk Management Policy. The details of elements of risk and mitigation measures are provided in the Management Discussion and Analysis section of the Annual Report.

ANTI SEXUAL HARASSMENT POLICY

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All women employees (permanent, contractual, temporary, trainees) are covered under this policy. During the year 2015-16, no complaints were received by the committee.

PARTICULARS OF EMPLOYEES

The details as required in terms of the provisions of Section 197 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached as **Annexure – VII** to this Report.

The particulars of employees as required in terms of the provisions of Section 197 read with Rule 5 (2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is Nil.

PUBLIC DEPOSITS

During the year under review, the Company has not accepted any deposits from public, members or employees under the Companies Act, 2013 and as such, no amount of principal or interest on public deposits was outstanding as on the date of balance sheet.

SIGNIFICANT AND MATERIAL ORDERS

No significant and material orders have been passed by any regulators or courts or tribunals impacting the going concern status and Company's operations in future.

DEMATERIALIZATION AND LISTING

The equity shares of the Company are admitted to the depository system of National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). As on 31st March 2016, 13,01,85,332 Equity Shares representing 97.05% of the Equity Share Capital of the Company are in dematerialized form. The Equity Shares of the Company are compulsorily traded in

dematerialized form as mandated by the Securities and Exchange Board of India (SEBI). The International Securities Identification Number (ISIN) allotted to the Company with respect to its Equity Shares is INE 196J01019.

The Equity Shares of the Company are listed on BSE Limited and National Stock Exchange of India Limited and are actively traded.

MATERIAL CHANGES AND COMMITMENTS

The Company was under financial stress and had difficulty in certain payments to its lenders and in view of the same a Joint Lenders Forum (hereinafter referred as "JLF") was constituted as per the binding guidelines of Reserve Bank of India ("RBI") to arrive at the Corrective Action Plan to assist the OCL Iron and Steel Limited to overcome the financial stress. These guidelines dated 26th February 2014 and as amended on 8th July 2015 and 25th February 2016 provide for restructuring and revitalization refinance of various facilities advances by Lenders.

RECONCILIATION OF SHARE CAPITAL AUDIT

As per the directive of the Securities & Exchange Board of India, M/s S. Khurana & Associates, Company Secretaries, New Delhi, undertook the Reconciliation of Share Capital Audit on a quarterly basis. The purpose of the audit is to reconcile the total number of shares held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form with respect to admitted, issued and paid up capital of the Company.

The reconciliation of Share Capital Audit Report as submitted by M/s S. Khurana & Associates, Company Secretaries, New Delhi, on quarterly basis was forwarded to the BSE Limited and National Stock Exchange of India Limited where the Equity Shares of the Company are listed.

INDUSTRIAL RELATIONS

During the year under review, the relations between the Management and the workmen were highly cordial. Human resources initiatives such as skill up gradation, training, appropriate reward & recognition systems and productivity improvement were the key focus areas for development of the employees of the Company.

INVESTOR RELATIONS

Your Company always endeavours to promptly respond to members' requests/grievances. Each and every issue raised by the members is taken up with utmost priority and every effort is made to resolve the same at the earliest. The Stakeholders Relationship Committee of the Board periodically reviews the status of the redressal of investors' grievances.

ACKNOWLEDGEMENT

Your Directors wish to place on record the sincere and dedicated efforts of all the employee of the Company. Your Directors also take this opportunity to offer their sincere thanks to the Financial Institutions, Banks and other Government Agencies, valued customers, investors and all the stakeholders for their continued support, co-operation and assistance.

BY ORDER OF THE BOARD
FOR OCL IRON AND STEEL LIMITED

Place : New Delhi
Dated : 06.08.2016

Sd/-
Yogesh Kapur
(Chairman)
DIN: 00014385

Form AOC - I

(Pursuant to first proviso to sub-section(3) of section 129 read with rule 5 of Companies(Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies**Part "A": Subsidiaries**

Rs. In Lacs

Sr. No	Name of Subsidiary Company	Reporting Period	Reporting Currency	Share Capital	Reserve & Surplus	Total Asset	Total Liabilities	Investment	Turnover	Profit before Tax	Provision for Tax	Profit after Tax	Proposed Dividend	% of Share-holding
1.	Oriental Iron Casting Limited (Consolidated)	31.03.2016	INR	1,990.00	8,599.72	39,046.99	28,457.27	1.60	(821.91)	(2,923.24)	(570.39)	(2,352.85)	Nil	99.75%
2.	Aron Auto Limited	31.03.2016	INR	5.0	(3.99)	534.75	533.74	-	0	(0.25)	Nil	(0.25)	Nil	100%
3	Krisum Mines & Minerals Private Limited (formerly known as Krisum Auto Components Private Limited)	31.03.2016	INR	1.00	(0.50)	20.28	19.78	-	-	(0.36)	-	(0.36)	Nil	100%
4.	OISL Auto Limited	31.03.2016	INR	5.00	-	5.27	0.27	-	-	-	-	-	Nil	99.99%

Notes:

- Names of subsidiaries which are yet to commence operations
1.1 OISL Auto Limited
- Names of subsidiaries which have been liquidated or sold during the year : NIL

As per our report of even date attached.**For and on Behalf of Board**

FOR A.C GUPTA & ASSOCIATES
Chartered Accountants.
Firm Regd. No. 008079N

Sd/-
A.C Gupta
Partner
Membership No.: 8565

Sd/-
Birendra Jee
Managing Director

Sd/-
Yogesh Kapur
Director

Sd/-
T.K. Laskar
Chief Financial Officer

Sd/-
Yugami Arora
Company Secretary

Place : New Delhi
Date : 27th May, 2016

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

OCL Iron and Steel Limited

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

Based on our verification of OCL Iron and Steel 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, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31 March, 2016 generally complied with the statutory provisions listed here under and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by OCL Iron and Steel Limited for the financial year ended on 31 March, 2016 according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii) The Securities Contract (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
- iii) The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act)
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with Client;
 - g) The Securities and Exchange Board of India (Delisting of Equity shares) Regulations, 2009; and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998

I further report that having regard to compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company:

- i) The Factories Act, 1948;
- ii) The Petroleum Act, 1934 and the rules made there under;
- iii) The Environment Protection Act, 1986 and the rules made there under;
- iv) The Water (Prevention and Control of Pollution) Act, 1974 and the rules made there under; and
- v) The Air (Prevention and Control of Pollution) Act, 1981 and the rules made there under

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

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

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

We further report that

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

Adequate notice was given to all Directors 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 the management, were taken unanimously.

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

For M/s S. Khurana & Associates
Company Secretaries

Sd/-

Sachin Khurana
Membership No.: A35297
CP No.: 13212

Place : New Delhi
Date : 06.08.2016

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

Annexure A

**To,
The Members,
OCL IRON AND STEEL LIMITED
Vill. Lamloi, P.O Garvana,
Rajgangpur -770017
Distt. Sundargarh, Orissa**

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these Secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company.
4. Wherever required we have obtained the Management representation about the compliance of laws, rules, and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our 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 the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For M/s S. Khurana & Associates

**Place : New Delhi
Date : 06.08.2016**

**Sd/-
(Sachin Khurana)
Company Secretary
CP No.: 13212**

FORM NO. AOC-2

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in Sub- Section(1) of Section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto.

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

1. Details of contracts or arrangements or transactions not at arm's length basis – NIL
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts/arrangements/transactions
 - (c) Duration of the contracts/arrangements/transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any
 - (e) Justification for entering into such contracts or arrangements or transactions
 - (f) Date(s) of approval by the Board
 - (g) Amount paid as advances, if any:
 - (h) Date on which the special resolution was passed in the General Meeting as required under the first proviso to Section 188

2. Details of material contracts or arrangements or transactions at arm's length basis: NIL
 - (a) Name(s) of the related party and nature of relationship:
 - (b) Nature of contracts/arrangements/transactions:
 - (c) Duration of the contracts/arrangements/transactions:
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any:
 - (e) Date(s) of approval by the Board, if any:
 - (f) Amount paid as advances, if any:

Place : New Delhi
Dated : 06.08.2016

Sd/-
Yogesh Kapur
(Chairman)
DIN: 00014385

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
(As on the financial year ended on 31.03.2016)

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- (i) Corporate Identification Number : L27102OR2006PLC008594
- (ii) Registration Date : February 20, 2006
- (iii) Name of the Company : OCL Iron and Steel Limited
- (iv) Category/Sub-Category of the Company : Public Company
- (v) Address of the registered office and contact details : Vill. Lamloi, PO. Garvana Rajgangpur – 770017, Orissa
Contact: +91 66 24222562
- (vi) Whether listed company Yes/No : Yes
- (vii) Name, Address and Contact details of Registrar and Transfer Agent, if any: : CB Management Services Private Limited
P-22, Bondel Road, Kolkata– 700019
Contact: +91 33 22806692
E-mail: rta@cbmsl.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S.No	Name and Description of main products / service	NIC Code of the Product/ services	% to total turnover of the company
1.	Iron and Steel	241	63%
2.	Other Components	293	37%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

S. No	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
1.	Garima Buildprop Private Limited	U70109DL2006PTC151070	Holding	75	2(46)
2.	Aron Auto Limited	U34300DL2010PLC210811	Subsidiary	100	2(87)
3.	Oriental Iron Casting Limited	U27100DL2010PLC210771	Subsidiary	99.75	2(87)
4.	Krisum Mines & Minerals Private Limited (formerly known as Krisum Auto Private Limited)	U10100OR2014PTC017802	Subsidiary	100	2(87)
5	OISL Auto Limited	U34102RJ2015PLC047685	Subsidiary	99.99	2(87)

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	
A. PROMOTERS									
(1) INDIAN									
a) Individual/HUF	0	0	0	0	0	0	0	0	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt (s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	100607370	0	100607370	75	100607370	0	100607370	75	0
e) Banks/FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A) (1):-	100607370	0	100607370	75	100607370	0	100607370	75	0
(2) Foreign									
a) NRIs – Individuals	0	0	0	0	0	0	0	0	0
b) Other – Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI e) Any Other...	0	0	0	0	0	0	0	0	0
Sub-total (A) (2)	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A) (1) + (A) (2)	100607370	0	100607370	75	100607370	0	100607370	75	0
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	57000	57000	0.04	0	57000	57000	0.04	0
b) Banks/FI	83565	103935	187500	0.14	83565	103935	187500	0.14	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	4469099	900	4469999	3.33	1482154	900	1483054	1.11	(2.4)

h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	4552664	161835	4714499	3.51	1565719	161835	1727554	1.29	(2.22)
2. Non Institutions									
a) Bodies Corp.	11819287	45072	11864359	8.84	11510901	45072	11555973	8.61	(0.23)
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 2 Lakhs	10721958	3560767	14282725	10.65	14280601	3459581	17740182	13.22	2.57
(ii) Individual shareholders holding nominal share capital in excess of Rs. 2 Lakhs	1115612	390930	1506542	1.12	1299952	236190	1536142	1.15	0.03
c) Others (specify)									
c-i) NRI	767434	42755	810189	0.60	652798	40630	693428	0.52	(0.08)
c-ii) Foreign National	0	51240	51240	0.04	36720	14520	51240	0.04	0
c-iii) Clearing Member	306236	0	306236	0.23	231271	0	231271	0.17	(0.06)
Sub total (B)(2):	24730527	4090764	28821291	21.49	28012243	3795993	31808236	23.71	(1.29)
Total Public shareholding (B) = (B)(1)+(B)(2)	29283191	4252599	33535790	25	29577962	3957828	33535790	25	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	129890561	4252599	134143160	100	130185332	3957828	134143160	100	0

(ii) Shareholding of Promoters

S. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the End of the year			% of change in share holding during the year
		No. of shares	% of total Shares of the company	% of Shares Pledged/ encumbered total shares	No. of shares	% of total Shares of the company	% of Shares Pledged/ encumbered total shares	
1.	Garima Buildprop Pvt. Ltd.	100607370	75	30	100607370	75	30	NIL

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

S.No		Shareholding at the beginning of the year year		Cumulative Shareholding during the year	
		No. of shares	% of total Shares of the company	No. of shares	% of total Shares of the company
		There is no change in the promoter shareholding between 01.04.2015 - 31.03.2016			

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

S.No	Top Ten shareholders	Shareholding at the beginning of the year 01.04.2015		Cumulative Shareholding during the year 31.03.2016	
		No. of shares	% of total Shares of the company	No. of shares of the company	% of total Shares of the company
1.	Ras Behari Trading Pvt. Ltd.	2415000	1.80	1630000	1.22
2.	Neelmani Trading and Services Pvt. Ltd.	2070000	1.54	1219548	0.91
3.	Bridge India Fund	1350965	1.01	1270293	0.95
4.	Debonair Mechandise Pvt. Ltd.	1254577	0.94	831398	0.62
5.	Elara India Opportunities Fund Limited	1205356	0.90	0	0.00
6.	Elara Capital PLC A/C Vespera Fund Limited	1140200	0.85	0	0.00
7.	Prominent Compusoft (P) Ltd.	1005850	0.75	1005850	0.75
8.	Economic Infrastructure Pvt. Ltd.	943341	0.70	0	0.00
9.	Emerging India Focus Funds	772578	0.58	0	0.00
10.	Gurminder Pal Singh Arneja	734705	0.55	999952	0.75
11.	Integrated Master Securities (P) Ltd.	303008	0.23	2620964	1.95
12.	NCR Buildwell Pvt. Ltd.	509841	0.38	509841	0.38
13.	Religare Finvest Ltd.	441100	0.33	438100	0.33
14.	Rishi Kumar Sally	0	0.00	300000	0.22

v) Shareholding of Directors and Key Managerial Personnel:

S.No	For Each of the Directors and KMP	Shareholding at the beginning year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
		Directors and Key Managerial Personnel do not hold any shares in the Company			

V) INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (Rs. in Lacs)

	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	121946.30	-	-	121946.30
	-	-	-	-
ii) Interest due but not paid	856.01	-	-	856.01
	-	-	-	-
iii) Interest accrued but not due	564.53	-	-	564.53
	-	-	-	-
Total (i+ii+iii)	123366.84	-	-	123366.84
Change in Indebtedness during the financial year				
Addition*	14679.97	-	-	14679.97
Reduction	(19995.27)	-	-	(19995.27)
Exchange Fluctuation	2617.81	-	-	2617.81
Net Change	(2697.49)	-	-	(2697.49)
Indebtedness at the end of the financial year				
i) Principal Amount	116714.59	-	-	116714.59
ii) Interest due but not paid	3340.82	-	-	3340.82
iii) Interest accrued but not due	613.94	-	-	613.94
Total (i+ii+iii)	120669.35	-	-	120669.35

*Addition also includes interest accrued during the year.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rs. in lacs)

Sl. No	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
		Mr. Birendra Jee (Managing director)	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL — —	NIL — —
2.	Stock Option	—	—
3.	Sweat Equity	—	—
4.	Commission - as % of profit - others, specify	— —	— —
5.	Others, please specify	—	—
	Total (A)	NIL	NIL
	Ceiling as per the Act	NIL	NIL

B. Remuneration to other directors:

(Rs. in lacs)

Sl. No	Particulars of Remuneration		Total Amount
1.	Independent Directors <ul style="list-style-type: none"> ● Fee for attending board / committee meetings ● Commission ● Others, please specify 	NIL — —	NIL — —
	Total (1)	NIL	NIL
2.	Other Non-Executive Directors <ul style="list-style-type: none"> ● Fee for attending board committee meetings ● Commission ● Others, please specify 	— — —	— — —
	Total (2)	NIL	NIL
	Total (B)=(1+2)	NIL	NIL
	Total Managerial Remuneration	—	—
	Overall Ceiling as per the Act	NA	NA

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

(Rs. in lacs)

Sl. No	Particulars of Remuneration	Key Managerial Personnel			
		Mr. Tapan Kumar Lasker (CFO)	Mr. Ajai Kumar Gupta (Company Secretary)	Ms. Jyoti Mishra* (Company Secretary)	Total
1.					
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	21.12	2.30	2.54	25.96
2.	Stock Option	—	—	—	—
3.	Sweat Equity	—	—	—	—
4.	Commission - as % of profit - others, specify...	—	—	—	—
5.	Others, please specify				
TOTAL		21.12	2.30	2.54	25.96

*Ms Jyoti Mishra resigned from the post of company Secretary w.e.f. 18th September, 2015 and Mr. Ajai Kumar Gupta appointed as new Company Secretary w.e.f. 23th September, 2015

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

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

INFORMATION PURSUANT TO SECTION 134(3)(m) READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2016:

A. CONSERVATION OF ENERGY

DRI:

i. Steps taken for Conservation of Energy

The following measures are continued to be taken for conservation of energy:

1. Company is conducting regular energy audit to assess the energy losses.
2. LT Capacitors are fixed at washery to reduce energy losses.
3. VFDs have been installed for higher capacity motors in Coal Washery.

ii. Steps taken for utilizing alternate sources of energy

The Company does not have any alternate sources of energy.

iii. Capital Investment on Energy Conservation Equipments

Installation of Variable speed drives for ID fan of ESP 1 & 2.

SMS:

i. Steps taken for Conservation of Energy

The following measures are continued to be taken for conservation of energy:

1. Power factor is being maintained close to unity.
2. Pressure setting of compressor has been reduced as per usage.
3. Optimized the operating voltage of transformers by changing the tap position.

ii. Steps taken for utilizing alternate sources of energy

The Company does not have any alternate sources of energy.

iii. Capital Investment on Energy Conservation Equipments

Lighting energy savers are to be installed to optimize the voltage of lighting feeders.

CPP:

i. Steps taken for Conservation of Energy

The following measures are continued to be taken for conservation of energy:

1. Energy efficient light sets are being installed around the plant side.
2. New high efficiency motor for boiler feed pump is being operated through VFD.
3. Flue gas analyzer in boiler inlet and VFD for ABC fan is being installed to increase the steam generation capacity.

ii. Steps taken for utilizing alternate sources of energy

The Company does not have any alternate sources of energy.

iii. Capital Investment on Energy Conservation Equipments

1. Company has a proposal to use only energy efficient equipments certified by BEE.
2. AFBC ID fan suction damper to be removed from position to avoid pressure drop and energy loss.

B. TECHNOLOGY ABSORPTION

- | | | |
|------|--|--------------------------------|
| i. | Efforts, in brief, made towards technology absorption, adaptation and innovation | Process Parameter Optimization |
| ii. | Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc. | Overall Plant Economy |
| iii. | In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year), | Nil |

C. EXPENDITURE INCURRED ON RESEARCH AND DEVELOPMENT:

Nil

D. FOREIGN EXCHANGE EARNINGS AND OUTGO

Foreign Exchange Outgo	:	913.37 Lacs
Foreign Exchange Earned	:	NIL

BY ORDER OF THE BOARD
FOR OCL IRON AND STEEL LIMITED

Place : New Delhi
Dated : 06.08.2016

Sd/-
Yogesh Kapur
(Chairman)
DIN: 00014385

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES**1. A brief outline of the Company's CSR Policy:**

OCL Iron and Steel Limited (OISL) strongly believes that an organization should make decisions based not only on financial factors, but also on the social and environmental consequences and an effective growth policy must also take into account the fulfilment of the basic needs of the masses, especially of those living in rural areas. Thus OISL endeavors to improve the quality of life of communities living in the areas it operates. To achieve this, OISL deploys its resources to the extent it can reasonably afford, inter alia to improve the rural development projects, education, health, water, sanitation and environment in the area it operates. It entails having business policies that are ethical, equitable, environmentally conscious, gender sensitive, and sensitive towards the differently abled.

The CSR policy of the Company includes overview of projects or programs undertaken / proposed to be undertaken. The web-link to the CSR policy and projects or programs is: <http://www.oclsteel.in/csr.php>

2. Composition of the CSR Committee

The Composition of CSR Committee is as follows::

Mr. Vinod Kumar Uppal (DIN: 00897121)	- Chairman
Mr. Sanjay Tiku (DIN: 00300566)	- Member
Mr. Yogesh Kapoor (DIN: 00014385)	- Member

3. Average net profit of the Company for the last three financial years:

Financial Year	Net Profit (in Lacs)
2012-13	680.26
2013-14	333.78
2014-15	(8,254.51)
Total	(7,240.47)
Average Net Profit	(2,413.49)

4. Prescribed CSR Expenditure: 2% of Average Net Profit = Not Applicable**5. Details of CSR spent during the financial year:**

- Total amount to be spent for the financial year: Nil
- Amount unspent: NIL
- *Manner in which the amount spent during the financial year is detailed below:

(Rs. in Lacs)

S. No	CSR Project or Activity Identified	Sector in which the Project is covered	Projects or Programmes 1. Local area or other 2. Specify the State and District where Projects or Programs were undertaken	Amount outlay (budge) project or program wise	Amount spent on the project and programs Sub-heads: 1. Direct expenditure on projects or programs 2. Overheads	Cumulative Expenditure upto the reporting period	Amount Spent: Direct or through implementing agency**
1.	Combating HIV, AIDS, Malaria and Other Diseases	Preventive Healthcare (Schedule VII (i))	Local Area	3.57	3.57	3.57	Directly

2.	Employment Enhancing Vocational Skills	Employment Enhancing Vocational Skills (Schedule VII (ii))	Local Area	9.12	9.12	9.12	Directly
3.	Ensuring Environmental Sustainability	Ensuring Environmental Sustainability (Schedule VII (iv))	Local Area	5.69	5.69	5.69	Directly
4.	Promoting Education	Promoting Education (Schedule VII (ii))	Local Area	9.72	9.72	9.72	Directly
5.	Eradicating hunger, poverty	Eradicating hunger, poverty (Schedule VII (i))	Local Area	1.45	1.45	1.45	Directly
	TOTAL			29.55	29.55	29.55	

*In term of section 135 of Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company was not required to incur CSR expenditures for the financial year 2015-16. However, for the benefit of Society, Company has spent Rs. 29.55 lacs as CSR activity in the manner stated above. **Details of implementing agency: NA

6. Reason for shortfall, if any. Not Applicable.

7. Responsibility Statement by the CSR Committee:

We, hereby affirm that the CSR policy as approved by the Board, has been implemented and the CSR Committee monitors the implementation of the CSR projects and activities in compliance with our CSR objectives.

Sd/-
Mr. Birendra Jee
 Managing Director

Sd/-
Mr. Vinod Kumar Uppal
 Chairperson
 CSR Committee

PARTICULARS OF EMPLOYEES

- a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year ended March 31, 2016:

Non-Executive Directors	Ratio to Median Remuneration
Mr. Yogesh Kapur	NIL
Mr. Sanjay Tiku	NIL
Mr. Vinod Kumar Uppal	NIL
Mr. Rajiv Kapur	NIL
Ms. Ankita Wadhawan	NIL
Executive Director(s)	Ratio to Median Remuneration
Mr. Birendra Jee, Managing Director	NIL

*Since this information is for part of the year, the same is not comparable.

- b. The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year:

Directors, Chief Financial Officer and Company Secretary	% Increase in Remuneration in the Financial Year
Mr. Yogesh Kapoor	NA
Mr. Sanjay Tiku	NA
Mr. Vinod Kumar Uppal	NA
Mr. Birendra Jee	NA
Mr. Rajive Kapur	NA
Ms. Ankita Wadhawan	NA
Mr. Tapan Kumar Laskar (Chief Financial Officer)	NIL
Ms. Jyoti Mishra (Company Secretary)*	No increase during the year
Mr. Ajai Kumar Gupta (Company Secretary)**	NA

*Ms Jyoti Mishra resigned from the post of Company Secretary w.e.f. 18th September, 2015.

**Mr. Ajai Kumar Gupta appointed as new Company Secretary w.e.f. 23rd September, 2015.

- c. The percentage increase in the median remuneration of employees in the financial year: **Nil**
- d. The number of permanent employees on the rolls of Company: **529**
- e. **Percentage increase over 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:**

Particulars	March 31, 2016	Date of Last Public Offer	% Change
Market Price (BSE)	-	NA	NA
Market Price (NSE)	-	NA	NA

- f. **Average percentile increase already made in the salaries of employees other than the 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 is no difference in the increase in salary of employees other than salary of managerial personnel.

g. The key parameters for any variable component of remuneration availed by the Directors:

No variable component of remuneration was fixed for the directors.

h. Affirmation that the remuneration is as per the remuneration policy of the Company:

The Company affirms remuneration is as per the remuneration policy of the company.

BY ORDER OF THE BOARD
FOR OCL IRON AND STEEL LIMITED

Place : New Delhi
Dated : 06.08.2016

Sd/-
Yogesh Kapur
(Chairman)
DIN: 00014385

CORPORATE GOVERNANCE REPORT FOR THE YEAR 2015-2016

I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company is committed to conduct its business in an efficient, fair, honest and ethical manner. Good Corporate Governance goes beyond compliances and requires Management's commitment. It starts with the Board of Directors and percolates down the order throughout the Organization and seeks to raise the standards of Corporate Management, strengthens the Board systems, significantly increase its effectiveness and ultimately serve the objective of maximizing the shareholder's value. The Company's philosophy on Corporate Governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large.

The philosophy of the Company is in consonance with the accepted principles of good governance. The Company is in compliance with the requirements stipulated under Regulation 17 to 27 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

II. BOARD OF DIRECTORS

The Business of the Company is managed by the Board of Directors. The Board provides leadership and strategic guidance, objective judgment and exercises control over the Company, while remaining accountable to the stakeholders at all times. The functions of the Board include formulation of strategic business plans, budgets, setting up goals and evaluation of performance, approving corporate philosophy and mission, monitoring corporate performance against strategic business plans, overseeing operations, recruitment of senior management personnel, review of material investment and fixed assets transactions, ensuring compliance with laws and regulations, keeping members informed regarding plans, strategies and performance of the Company and other important matters.

A. Composition of Board

The Board of Directors has an optimum combination of Executive and Non-Executive Directors having rich knowledge and experience in the industry for providing strategic guidance and direction to the Company. Presently the Board consists of five members. The Chairman of the Board is a Non-Executive Independent Director. The details of the Directors with regard to their Directorships in other companies, Committee positions as well as attendance at last Annual General Meeting and Board Meetings during the year are as follows:

S. No.	Name of the Directors/DIN	Designation	Category	No. of Board Meetings attended	Attendance at the last AGM held on 30.09.2015	No. of other Directorships as on 31.03.16	No. of Committees Positions held in other public Companies as on 31.03.16*	
							Member-ship	Chairman-ship
1.	Mr. Yogesh Kapur (DIN: 00014385)	Chairman	Independent	9	Yes	15	Nil	Nil
2.	Mr. Birendra Jee (DIN: 07165726)	Managing Director	Executive	5	No	Nil	Nil	Nil
3.	Mr. Sanjay Tiku (DIN: 00300566)	Director	Independent	7	No	17	2	2
4.	Mr. Vinod Kumar Uppal (DIN: 00897121)	Director	Non-executive	7	No	15	1	1
5.	Ms. Ankita Wadhawan (DIN: 06971383)	Director	Independent	5	No	6	Nil	Nil
6.	Mr. Rajiv Kapur** (DIN: 01335236)	Director	Non-executive	2	No	5	Nil	Nil

Notes:

- *Includes only Chairmanship/membership in Audit Committee and Stakeholders' Relationship Committee.
- **Mr. Rajiv Kapur has ceased to be the Director of Company due to his sad demise.

None of the Non Executive Directors serves as Independent Director in more than seven listed companies and none of the Executive Director serves as Independent Director on any listed company. As required by Regulation 46 of SEBI (LODR) Regulations, 2015 the Company has issued formal letters of appointment to the Independent Directors. The terms and conditions of appointment of Independent Directors and the details of the familiarization programme of the Independent Directors are available on the website of the Company. (URL: <http://www.oclsteel.in/investors.php>)

B) Board Procedures and Meetings

The Board of Directors of your Company plays a pivotal role in ensuring good governance and functioning of the Company. The Board's role, functions, responsibility, and accountability are well defined. The Board reviews compliance reports of all laws applicable to the Company, as well as steps taken by the Company to rectify instances of non-compliances, if any.

The Board meets at regular intervals and during the year, nine meetings of the Board of Directors were held on 23rd April 2015, 29th May 2015, 13th June 2015, 23rd July 2015, 13th August 2015, 3rd September 2015, 23rd September 2015, 7th November 2015 and 12th February 2016. The gap between no two board meetings exceeded one hundred and twenty days. All the members of the Board were provided requisite information as required under SEBI Listing Regulations well before the Board Meeting

C) Independent Directors Meeting

During the year under review the Independent Directors had one meeting without the presence of Non- Independent Directors and members of the Management. At this meeting, the Independent Directors inter alia evaluated the performance of the Non-Independent Directors and the Board of Directors as a whole, evaluated the performance of the Chairman of the Board and discussed aspects relating to the quality, quantity and timeliness of the flow of information between the Company, the Management and the Board.

D) PERFORMANCE EVALUATION OF INDEPENDENT DIRECTORS:

The performance of Independent Directors was evaluated by Board of Directors on the basis of policy as laid down by the Nomination and Remuneration Committee.

E) REMUNERATION OF DIRECTORS

The remuneration of Executive Directors is fixed by the Board of Directors upon the recommendation of Nomination and Remuneration committee and approved by the members of the Company. During the year under review, no sitting fees were paid to the non-executive Directors of the Company.

III BOARD COMMITTEES

A) AUDIT COMMITTEE

The Board of Directors has duly constituted an Audit Committee. As on 31st March, 2016, the Audit Committee comprises three non-executive Directors. The constitution of the Audit Committee meets the requirement of Section 177 of the Companies Act, 2013 and guidelines set out in SEBI Listing Regulations, 2015. All the members of the Committee were provided requisite information as required in the Listing Regulations. The Company Secretary of the Company acts as the Secretary of the Audit Committee.

The terms of reference of the Audit Committee are broadly as under:

- to oversee the Company's financial reporting process and disclosure of its financial information.
- to recommend appointment, remuneration and terms of appointment of the Auditors of the Company.
- to review and monitor the Auditor's independence and performance, and effectiveness of audit process.
- to review quarterly and annual financial statements before submission to the Board and to advice and make recommendations to the Board on matters related to financial management of the Company, including Audit Reports.

- to approve or subsequently modify the transactions of the Company with the related parties.
- to scrutinize the inter-corporate loans and investments.
- to assess the value of undertakings or assets of the Company, whenever it is necessary.
- to review and discuss with Auditors about internal control system, major accounting policies & practices reviewing Companies financial and Risk management policies in compliance with the listing agreement and legal requirements concerning financial statements.
- to monitor the end use of funds raised through public offers and related matters and
- to carry out any other functions as is mentioned in terms of reference to the Audit Committee.

The committee met 4 times during the year under review. The meetings of Audit Committee were held on 29th May, 2015, 13th August, 2015, 7th November, 2015 and 12th February, 2016. The Composition of the committee and the attendance of members at the meetings were as follows:

Name of Member	Status	No. of Meeting during the financial year 2015-16	
		Held	Attended
Mr. Yogesh Kapur	Chairman	4	4
Mr. Sanjay Tiku	Member	4	4
Mr. Vinod Kumar Uppal	Member	4	2

B) NOMINATION AND REMUNERATION COMMITTEE

In terms of Section 178 of the Companies Act, 2013 and the Listing Agreement, the Board has constituted the Nomination and Remuneration Committee. The Committee inter alia reviews and approves the Annual salaries, commission, service agreement and other employment conditions for the Executive Directors and senior management. The remuneration policy is directed towards rewarding performance, based on review of achievements on a periodical basis. The remuneration policy is in consonance with the existing industry practice. The Committee comprises one non-executive and two independent Directors. The terms of reference of the nomination and remuneration committee are as under:

- Recommend to Board the setup and composition of the Board and its committees, including the "formulation of the criteria for determining qualifications, positive attributes and independence of a Director."
- Formulate the criteria for evaluation of performance of Independent Directors and Board of Directors.
- Devise a policy on diversity of Board of Directors.
- Recommend to the Board, appointment and removal of Directors.

The remuneration Policy of the Company is available on company's website <http://www.oclsteel.in/investors.php>

The Company Secretary of the Company acts as the Secretary of the Nomination and Remuneration Committee.

The committee met 2 times during the year on 22nd April, 2015 and 23rd September, 2015. The Composition and the attendance of members at the meetings were as follows:

Name of Member	Status	No. of Meeting during the financial year 2015-16	
		Held	Attended
Mr. Sanjay Tiku	Chairman	2	2
Mr. Yogesh Kapur	Member	2	2
Mr. Vinod Kumar Uppal	Member	2	2

C) STAKEHOLDERS' RELATIONSHIP COMMITTEE

In terms of Section 178 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has constituted the Stakeholders' Relationship Committee. The Committee inter alia looks into the redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend / notices / annual reports. During the year, the committee met four (4) times on 29th May, 2015, 13th August, 2015, 7th November, 2015 and 12th February, 2016.

The composition of the Stakeholders' Relationship Committee and the details of meetings attended by its members are given below:

Name of Member	Status	No. of Meeting during the financial year 2015-16	
		Held	Attended
Mr. Yogesh Kapur	Chairman	4	4
Mr. Birendra Jee	Member	4	4

As on 31st March, 2016, there were nil complaints pending with the Company.

The Company Secretary of the Company acts as the Secretary to the Stakeholders' Relationship Committee.

D) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

During the year under review, in terms of Section 135 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board had constituted a Corporate Social Responsibility Committee. The Committee comprises of three directors including one Independent Director. The Committee has been entrusted with the responsibility of formulating and recommending to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, monitoring the implementation of the framework of the CSR Policy and recommending the amount of expenditure to be incurred on the CSR activities.

The composition of the Corporate Social Responsibility Committee and the details of meetings held and attended by its members are given below:

Name of Member	Status	No. of Meeting during the financial year 2015-16	
		Held	Attended
Mr. Vinod Kumar Uppal	Chairman	1	1
Mr. Yogesh Kapur	Member	1	1
Mr. Sanjay Tiku	Member	1	1

IV SUBSIDIARY MONITORING FRAMEWORK

In terms of Regulation 24 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has formulated a Policy for Determining Material Subsidiaries and the same is available on the Company's website (URL: <http://www.oclsteel.in/investors.php>). The Company has nominated its representative on the Board of material Subsidiary Company and it also monitors its performance inter alia, by the following means:

- a) Financial Statements, in particular the investments made by the unlisted Subsidiary Companies, are reviewed by the Audit Committee of the Company.
- b) Minutes of the meetings of the unlisted Subsidiary Companies are placed before the Company's Board.
- c) A statement containing significant transactions and arrangements entered into by the unlisted Subsidiary Companies is placed before the Company's Board.

V COMPLIANCE OFFICER

The Board has designated Ms. Yugami Arora, Company Secretary as Compliance Officer of the Company.

VI GENERAL BODY MEETINGS

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

YEAR	DATE & TIME	LOCATION	WHETHER SPECIAL RESOLUTION(S) WERE PASSED
2012-13	27 th September, 2013 at 10.00 A.M.	At the Registered Office at Rajgangpur- 770017 (Orissa)	No Special resolution was passed
2013-14	30 th September, 2014 at 10.00 A.M.	At the Registered Office at Rajgangpur- 770017 (Orissa)	No Special resolution was passed
2014-15	30 th September, 2015 at 10.00 A.M.	At the Registered Office at Rajgangpur- 770017 (Orissa)	Two (2) Special resolution were passed

The Last Annual General Meeting of the Company was held on 30th September, 2015 at 10.00 a.m. at the registered office of the Company situated at Rajgangpur – 770017 (Orissa). The Meeting was chaired by Mr. Yogesh Kapur, Director of the Company.

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

VII DISCLOSURES

(A) Basis of Related Party Transactions

The details of all related parties transactions are placed before the audit committee for its approval. The details of related party transactions are provided in the Notes to Accounts. These transactions are not likely to have conflict with the interest of the Company at large. Policy on dealing with related party transactions is available on the website of the Company (URL: <http://www.oclsteel.in/investors.php>).

(B) Vigil Mechanism / Whistle Blower Policy

The Company encourages an open door policy where its employees have access to the Head of the business/function. In terms of the Whistle Blower Policy of the Company, any instance of non adherence to the policy, employee misconduct, illegality or any other observed unethical behaviour are to be brought to the attention of the immediate reporting authority, who is required to report the same to the Head of Corporate Human Resources. Further, the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provides

adequate safeguards against victimization of Whistle Blower who avail of such mechanism. Under the Policy, every Director and employee has been provided direct access to the Chairman of the Audit Committee. Whistle Blower Policy is available on the website of the Company (URL: <http://www.oclsteel.in/investors.php>).

C) Details of non-compliance by the Company

There were no instances of non-compliance by the Company and no penalties, or strictures were imposed on the Company by Stock exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

D) Code of Business Conduct and Ethics for Directors and Managerial Personnel

The Board has framed a Code of Conduct for all Board members and senior management of the Company. The Code has been posted on the website of the Company (www.oclsteel.in). All Board members and senior management personnel have confirmed compliance with the Code for the financial year 2015-2016. A declaration to this effect signed by the Managing Director of the Company forms part of this Annual Report.

E) Disclosure of Accounting Treatment

In the preparation of financial statements for the year ended 31st March, 2016; there was no treatment different from that prescribed in Accounting Standards that had been followed.

F) Risk Management

The Company has framed a Risk Management Policy to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management controls risk through means of properly defined framework. The Company's Risk Management Policy focuses on ensuring that risks are identified and addressed on a timely basis. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

G) Proceeds from Public Issues, Rights Issues, and Preferential Issues etc.

During the year under review, there were no proceeds from Public issues, Rights issues or Preferential issues.

H) Details of Compliance with Mandatory Requirements and adoption of Non Mandatory Requirements

Mandatory requirements

The Company is fully compliant with the applicable mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Non Mandatory Requirements

Details of non-mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 to the extent to which the Company has adopted are given below:

a) The Board

Mr. Yogesh Kapur, the Non-Executive Chairman has not desired an office at the Company's expense.

b) Audit qualifications

There is no audit qualification in respect of financial statements of the Company.

c) Separate posts of Chairman and CEO

Mr. Yogesh Kapur is the Non Executive Chairman of the Company and Mr. Birendra Jee is the Managing Director of the Company. The Company has complied with the requirement of having separate persons to the post of Chairman and Managing Director.

d) Reporting of Internal Auditor

The Internal auditors report directly to the Audit Committee.

VIII. MEANS OF COMMUNICATION

During the year under review, Results for quarters ended 30th June, 2015, 30th September, 2015 and 31st December, 2015 and the year ended 31st March, 2016 have been published in English (Business Standard) and also in a vernacular language newspaper (Utkal Mail Odisha).

In addition, the Company uploads its Financial Results, Shareholding Pattern and other information on its website i.e. www.oclsteel.in.

NSE Electronic Application Processing System (NEAPS): NEAPS is a web based application designed by NSE for Listed Entities. The Shareholding Pattern, Corporate Governance Report, Financial Results, Corporate Announcements and Reconciliation of Share Capital Audit Report are filed electronically on NEAPS.

The Company had submitted all compliances for the quarter and the year ended on 31st March, 2016 on the aforesaid BSE online portal – BSE Corporate Compliance & Listing Center.

IX. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A Management Discussion and Analysis Report is given by means of a separate annexure forming part of this Annual Report.

X. GENERAL MEMBERS' INFORMATION

A. GENERAL INFORMATION

Registered Office	Vill. Lamloi, P.O. Garvana, Rajgangpur:- 770 017, (Dist. Sundargarh, Orissa)
Plant Location	<ol style="list-style-type: none">1. Vill. Lamloi, P.O. Garvana, Rajgangpur:- 770 017, (Dist. Sundargarh, Orissa).2. A-285, Chopanki Industrial Area, Chopanki, Bhiwadi, District - Alwar, Rajasthan - 301 019.3. Plot No. SP-256, Industrial Area, Kaharani (Bhiwadi Extn.) Rajasthan - 301 019.4. Begumpur Khatola, District - Gurgaon, Haryana5. Village Gopalpur, P.O. Badaposi Tehsil & P.S. Keonjhar Sadar, District - Keonjhar, Orissa
Annual General Meeting: Day/Date/Time/Venue:	Monday, the 26 th September, 2016 at 09.30 AM Vill. Lamloi, P.O. Garvana, Rajgangpur:- 770 017, (Dist. Sundargarh, Orissa).
Financial Year	April 1, 2015 to March 31, 2016
Book Closure	September 20, 2016 to September 26, 2016.
Equity Dividend payment date	N/A
Listing on Stock Exchanges	<ol style="list-style-type: none">1. BSE LIMITED [Listed w.e.f. 01-08-2008]2. NATIONAL STOCK EXCHANGE OF INDIA LIMITED [Listed w.e.f. 01-08-2008] The Company has paid the Listing fee for the year 2016-17 to BSE & NSE within the stipulated time.
ISIN CODE	INE196J01019
Stock Code Equity Share: BSE NSE	533008 OISL

B) Tentative Calendar for the Financial Year 2016-2017

PARTICULARS	DATES
First Quarter Results	Mid of August, 2016
Second Quarter Results	Mid of November, 2016
Third Quarter Results	Mid of February, 2017
Fourth Quarter and the year ended Results	Up to end of May, 2017

The Company's quarterly Un-audited Financial Results are subject to Limited Review by Statutory Auditors and Annual results are subject to Audit by the Statutory Auditors. Quarterly Un-audited and Annual Audited Financial Results are published in the newspapers and also forwarded to the Stock Exchanges.

C. Dematerialisation of shares and liquidity

As on 31st March 2016, 13,01,85,332 Equity Shares representing 97.05% of the Equity Share Capital of the Company are in dematerialized form. The Equity Shares of the Company are actively traded on BSE and NSE.

D. Share Transfer System

Pursuant to directions of SEBI, the facility to hold the Company's shares in electronic form is available to the members as the Company is registered with both the Depositories namely NSDL & CDSL. Share Transfer documents for physical transfer and requests for dematerialisation of shares may be sent to Company's Registrar and Share Transfer Agents.

E. Registrar & Share Transfer Agent

CB Management Services (P) Limited

P-22, Bondel Road, Kolkata – 700 019 (West Bengal) Tel No: +91 33 22806692-94 / 2280 2486
Fax No: +91 33 2287 0263, Email: rta@cbmsl.com, Website: www.cbmsl.com

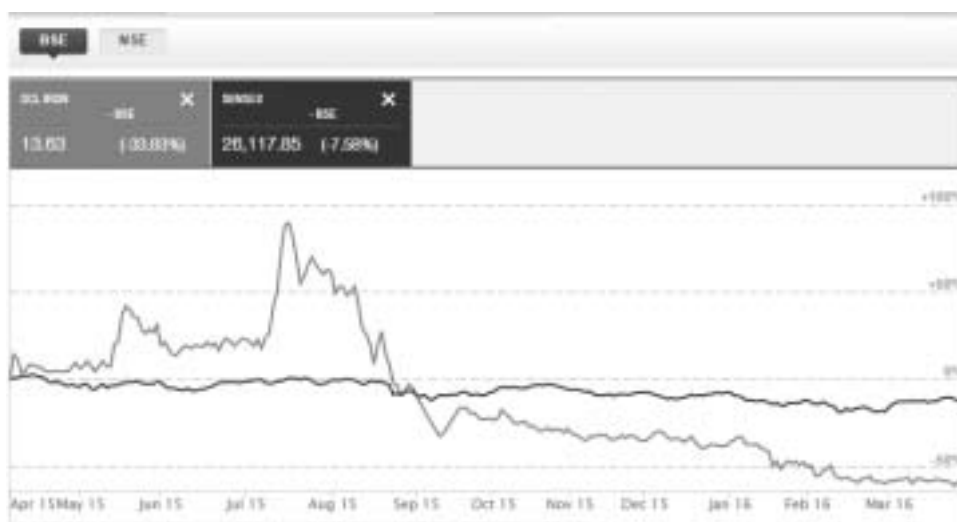
F. Market price data

Monthly High/Low prices per share during the Financial Year 2015-2016

Months	BSE		NSE	
	High (Rs.)	Low (Rs.)	High (Rs.)	Low (Rs.)
April, 2015	24	19.2	23.9	19.2
May, 2015	30.65	21	30.9	20.2
June, 2015	25.8	22.5	27.95	21.7
July, 2015	40.8	23	40.9	23
August, 2015	33.5	18.65	33.45	18.5
September, 2015	19	13.25	19.4	13.15
October, 2015	17.25	13.3	18	13.8
November, 2015	15.05	11.3	15.2	12.4
December, 2015	16.3	11.25	15.2	12.4
January, 2016	14.45	9.35	14.35	9.1
February, 2016	10.75	7.55	10.9	8.15
March, 2016	9.96	7.81	9.7	7.65

BSE

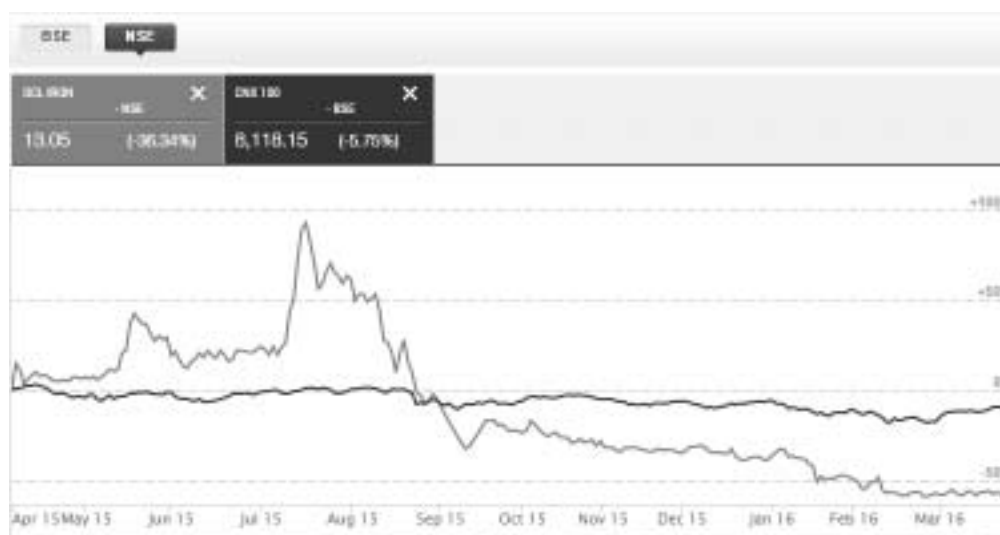
Historical Graphs



HISTORIC GRAPH 01-04-2015 TO 31-03-2016

NSE

Historical Graphs



HISTORIC GRAPH 01-04-2015 TO 31-03-2016

G. Shareholding pattern as on 31st March, 2016

CATEGORY	NUMBER OF SHARES HELD	(%) PERCENTAGE OF SHAREHOLDING
Promoters	100607370	75.00
Mutual Funds/ UTI	57000	0.04
Financial Institutions / Banks	187500	0.14
Foreign Institutional Investors	1483054	1.11
Bodies Corporate	11555973	8.61
Resident Individuals	19276324	14.37
Non-Resident Individual	693428	0.52
Foreign National	51240	0.04
Clearing Member	231271	0.17
TOTAL	134143160	100

H. Distribution of Shareholding as on 31st March, 2016

RANGE OF SHARES	NO. OF HOLDERS	NO. OF SHARES
Upto 5000	9379	7621477
5001-10000	458	3250778
10001-20000	229	3134093
20001-30000	56	1317222
30001-40000	38	1341708
40001-50000	19	858142
50001-100000	38	2550666
100001 and above	27	114069074
Total	10244	134143160

I) Outstanding GDRs/ADRs/Warrants/or any Convertible instruments, Conversion date and likely impact on equity

The Company has not issued any ADR/GDR/Warrant or any other convertible instruments.

J) Investors' Correspondence may be addressed to:

Ms. Yugami Arora
Company Secretary & Compliance Officer
Vill. Lamloi, P.O. Garvana,
Rajgangpur - 770 017
Distt: Sundargarh, Orissa,
E-mail: grievance@oclsteel.in

**By Order Of The Board
FOR OCL IRON AND STEEL LIMITED**

**Sd/-
(Yogesh Kapur)
Chairman
DIN: 00014385**

Place : New Delhi
Dated : 06.08.2016

AUDITORS' REPORT ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

**TO
THE MEMBERS
OCL IRON AND STEEL LIMITED**

We have examined the compliance of conditions of Corporate Governance by **OCL Iron and Steel Limited** for the Financial Year ended on **31st March, 2016** as stipulated in Regulation 17 to 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with the stock exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied in all material respects with the conditions of corporate governance as stipulated in the Regulation 17 to 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we state that the Stakeholder Relationship Committee has maintained records to show the Investors Grievance and certify that as on 31st March 2016, there were no investors' grievances remaining unattended/pending for more than 30 days.

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

For A.C. Gupta & Associates
Chartered Accountants
Firm Regn. No. 008079N

Place : New Delhi
Date : 06.08.2016

Sd/-
A.C. Gupta
Partner
Membership No. 008565

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

As required under Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Stock Exchanges, it is hereby confirmed that for the year ended 31st March, 2016, the Directors of OCL Iron and Steel Limited have affirmed compliance with the Code of Conduct for Board Members as applicable to them and members of the senior management have affirmed compliance with Code of Conduct as applicable to them.

Place : New Delhi
Date : 06.08.2016

Sd/-
Birendra Jee
Managing Director
DIN: 07165726

CEO AND CFO CERTIFICATION

We, Birendra Jee, Managing Director and T.K. Laskar, Chief Financial Officer, responsible for the finance functions certify to the Board that:

- a) We have reviewed the financial statements and Cash Flow Statement for the year ended 31st March, 2016 and to the best of our knowledge and belief:
 - I. these statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading;
 - II. these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- b) To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2016 are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- d)
 - I) There has not been any significant change in internal control over financial reporting during the year under reference;
 - II) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and
 - III) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place : New Delhi
Date : 06.08.2016

Sd/-
T.K. Laskar
Chief Financial Officer

Sd/-
Birendra Jee
Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. GLOBAL ECONOMIC OVERVIEW

The global economic recovery continued to be weighed down in FY2016 by weak aggregate demand, falling commodity prices (in particular crude oil), a sharper than expected slowdown in the Chinese economy and increasing financial market volatility in some of the major economies. These developments, coupled with a slowdown in many of the emerging and developing markets which constitute more than 70% of the global economy, offset the slight recovery in the developed economies. World GDP growth slowed to 2.4% in CY2015. Emerging Market and developing economies grew at 3.4%, while the US and the Euro zone grew at 2.4% and 1.6%, respectively. Within Asia Pacific, Japan GDP remained subdued and grew at only 0.6%.

According to the World Bank, Emerging Market and Developing Economies (EMDEs) are facing stronger headwinds, including weaker growth among advanced economies and low commodity prices. Significant divergences persist between commodity exporters struggling to adjust to depressed prices and commodity importers showing continued resilience. In addition, the UK's impending exit from the European Union, as a consequence of the Brexit referendum, has also presented a cause of concern for the global economy. The World Bank revised its world GDP growth forecast for 2016 down to 2.4%, 0.5% below the January 2016 forecast. The 2017 GDP forecast stands at 2.8%.

Global growth is projected to pick up to 3% by 2018, as stabilizing commodity prices provide support to commodity exporting EMDEs. However, downside risks have become more pronounced. These include deteriorating conditions among key commodity exporters, softer than expected activity in advanced economies, rising private sector debt in some large emerging markets and heightened policy and geopolitical uncertainties.

2. INDIAN ECONOMIC OVERVIEW

Amidst a challenging global growth scenario and after a prolonged slowdown, the Indian economy recovered slightly and grew by 7.6% in FY2016, compared to 7.2% in FY2015. This was led by strong domestic demand and supported by several policy initiatives of the Government of India, relatively low current account deficit and inflation levels and adherence to fiscal budgets. Furthermore, during the year the current account deficit continued to decline and foreign exchange reserves rose to US\$351.5 billion by February 2016. Foreign Direct Investment into India has also increased 37% since the launch of the 'Make in India' campaign in October 2014.

However, the economy is still suffering from a slowdown in rural demand, primarily caused by deficient monsoons over the last two years. Moreover, despite five interest rate cuts since 2015, credit growth to the corporate sector remains subdued because of stressed asset quality in the banking sector. Weak exports also weigh on growth with February 2016 marking the 15th consecutive month of decline. The World Bank has forecasted the GDP growth of India at 7.6% for 2016 and 7.7% for 2017.

According to many of India's economists, the medium term outlook will be shaped by progress on initiatives such as reforms in the banking sector and successful implementation of the Goods and Services Tax (GST). Other key factors critical to sustaining growth include continued investment in physical infrastructure and addressing issues such as the seamless availability of electricity, extending the road network and upgrading health and education services.

3. STEEL INDUSTRY OVERVIEW

3.1 Global market

World crude steel production reached 1,622.8 million tonnes (Mt) for the year 2015, down by (2.8)% from 2014. Of the top ten steel producing countries, only India reported an increase in production in 2015.

Top 10 Steel Producing Countries

Rank	Country	2015 (Mt)	2014 (Mt)	Y-0-Y Growth (%)
1.	China	803.8	822.8	(2.3)
2	Japan	105.2	110.7	(5.0)
3	India	89.6	87.3	2.6
4	United States	78.9	88.2	(10.5)
5	Russia	71.1	71.5	(0.5)
6	South Korea	69.7	71.5	(2.6)
7	Germany	42.7	42.9	(0.6)
8	Brazil	33.2	33.9	(1.9)
9	Turkey	31.5	34	(7.4)
10	Ukraine	22.9	27.2	(15.6)

Source: World Steel Association

Annual crude steel production for Asia was 1,113.8 Mt in 2015, a decrease of (2.3)% compared to 2014. China's share of world crude steel production increased from 49.3% in 2014 to 49.5% in 2015. Europe produced 166.2 Mt of crude steel, a decrease of (1.8)% whilst North America's production stood at 110.7 Mt, a decrease of (8.6)%. Production for South America was 43.9 Mt in 2015, a decrease of (2.5)% on 2014.

The operating environment facing the steel industry continues to be challenging particularly owing to China's slowdown, which has resulted in overcapacity in many of the major steel producing countries. The global steel market is also suffering from reduced investment expenditure and continued weakness in the manufacturing sector.

The World Steel Association forecasts that the global steel demand will decrease by (0.8)% to 1,488 Mt in 2016 following a contraction of (3.0)% in 2015. In 2017, it is forecasted that world steel demand will grow 0.4% and will reach production levels of 1,494 Mt.

3.2 Indian Market

Like many other major steel producing nations, India too has been adversely impacted by low steel prices, high-level of subsidized steel imports and muted demand growth. FY2016 has therefore been a challenging year for many of the Indian steel manufacturers. However, the demand scenario in India is slightly better than in many of the major economies. World Steel Association has forecasted that Indian steel demand will grow at 5.4% in both CY2016 and CY2017 on the back of major infrastructure projects relating to road, railway and port development.

Indian steel companies have faced aggressive competition from low cost products supplied from China, Korea and Japan. Against this backdrop, Indian Government in February, 2016 imposed a Minimum Import Price (MIP) ranging from \$341 to \$752 per tonne on 173 steel products (mainly flat products). Apart from the MIP, the Government also raised the import duty to 10% for flat products and 7.5% for long products.

Overall, India has a positive near term economic outlook owing to the Central Government's reform momentum and policies to enhance infrastructure and manufacturing output. Low oil prices are also benefitting India as the majority of India's crude oil requirement is imported.

4. AUTOMOBILE INDUSTRY

4.1 Global Automobile Industry

During FY2016, the performance of the global automotive industry remained region specific. Passenger car registrations in Europe marked their 31st consecutive month of growth in March 2016 indicating continued strength of the consumer sentiment in Europe. In the month of March, new car registrations in the EU reached more than 1.7 million units, which is close to March 2007 levels, just before the economic crisis started to impact the automotive industry. However, pressures over regulation and uncertainty over outlook still weigh on the industry.

In the United States, favourable economic conditions continued to provide support to the automotive industry. Total light vehicle production grew 3.7% y-o-y over the six months ended March 2016. However, rising discounts and increasingly favourable loan terms have started to raise concerns that automobile sales may have peaked.

Brazil's domestic passenger car sales remained subdued owing to high inflation, credit constraints and low consumer confidence. However, exports of Brazil made cars remain strong.

In Japan, continued erosion of purchasing power has hampered domestic automotive demand. Production has also been affected due to lower demand from Indonesia. However, exports to US and Europe remain relatively strong, despite the recent appreciation in Yen.

Thailand's automotive industry is primarily export oriented. Despite a slow global recovery, export demand for Thailand made automobiles remained strong.



Source: Scotia Bank

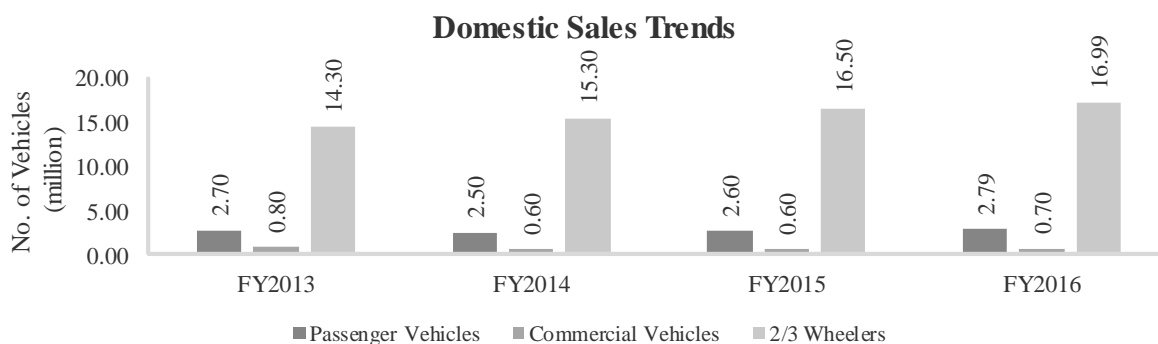
4.2 Indian Automobile Industry

The Indian automotive industry is one of the most attractive in the world and has witnessed growing interest from international OEMs over the last many years. The industry had been impacted by a slowdown for a couple of years before signs of a recovery in some of the automotive segments started to emerge in FY2016. However, this recovery has been slow and fragmented.

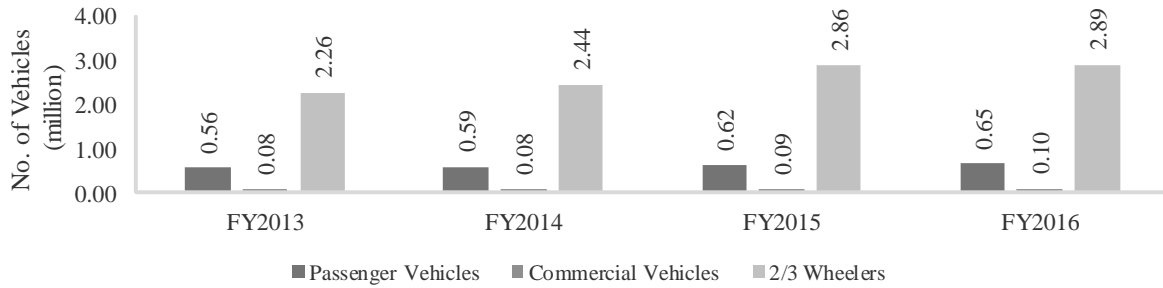
Concerns around the new infrastructure 'cess' (tax) on automobiles and slowness in the rural economy continued to hamper growth of the Passenger Vehicle segment in India. SIAM has cut its FY2017 growth outlook for the PV segment to 6-8% from 11-12% earlier.

Medium and Heavy Commercial Vehicles (M&HCV) production has grown in FY2016 in anticipation of stronger economic activity, although off the low base of last year. Light Commercial Vehicle production rose on the back of greater availability of load from the consumer goods industry and expectations of good monsoons. SIAM has forecasted a 12-15% growth for the M&HCV segment in FY2017.

Demand from the rural market has remained low for the 2-Wheelers segment. However, higher sales to customers in the urban markets has offset some of the negative sentiment in the rural market. SIAM has a positive outlook on the sector for FY2017 and expects a 0-3% and 17-19% growth in Motorcycle and Scooter segments, respectively.



Export Trends



Note: Fiscal Year ending March

5. AUTOMOTIVE COMPONENTS INDUSTRY

Over the last decade, the Indian automotive components industry has grown tremendously. This has been especially due to increasing investments by automotive OEMs in India in turn leading to demand for technologically advanced components. The growing scale has enabled manufacturers to keep costs low, further increasing the attractiveness of sourcing automotive parts from India.

After witnessing a slowdown in the last few years, the Indian auto component industry registered better growth in FY2016. The industry turnover for FY2016 stood at Rs. 2,556 billion compared to Rs. 2,348 billion in FY2015, a growth of 8.8%. However, given the fragmented performance of the global automotive industry, Indian automotive component exports grew by only 3.5%.

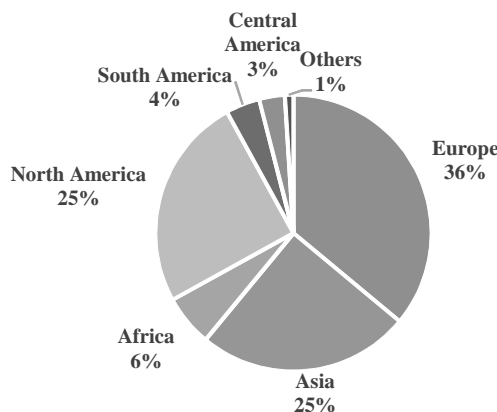
A key challenge faced by the Indian automotive components industry is the current duty structure that makes the cost of raw materials higher in India than anywhere else. Necessary reforms in this regard will further support the government’s ‘Make in India’ campaign.

Given the dependence of the Indian automotive components industry on the performance of international automotive markets, a more meaningful and broad based recovery in the global demand for automobiles would be needed to support the Indian automotive components industry.

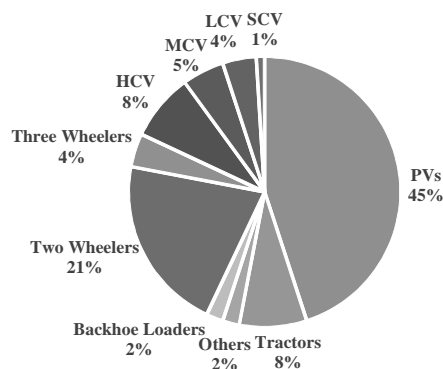
Indian Automotive Components Industry: Turnover and Exports



Indian Automotive Component Exports by Geography



Indian Automotive Components Supply to OEMs by End Market ^{1,2}



Source: ACMA

Notes:

1. SCV (Small Commercial Vehicle): < 2T; LCV (Light Commercial Vehicle): 2-7.5T; MCV (Medium Commercial Vehicle): 7.5-16T; HCV (Heavy Commercial Vehicle): > 16T
2. OEMs consumption includes locally produced components and imports

According to the Automotive Component Manufacturers Association of India (ACMA), the Indian auto-components industry is expected to register a turnover of US\$100 billion by 2020 backed by strong exports ranging between US\$80-100 billion by 2026, from the current US\$11.2 billion. A major contributor to this growth is expected to be the government's Automotive Mission Plan 2016-26, which will drive the 'Make in India' campaign. The plan will place a special focus on exports of small cars, multi-utility vehicles (MUVs), two and three wheelers and automotive components.

The passage of the GST Bill is a significant development as it is expected to impact favourably, the economy in general and the demand for automobiles, in particular. The automotive sector will gain by the lowering of taxes and, therefore, the final consumer prices. This is likely to add to the growth momentum in the sector in the medium to long term.

6. BUSINESS OVERVIEW

Steel

OCL Iron & Steel Ltd (OISL) initially established a coal based Direct Reduced Iron (DRI) production unit at Rajgangpur, District Sundergarh, Odisha. It is strategically located in the Iron Ore and Coal rich belt of Eastern India. OISL further forayed into steel making by setting up a steel melt shop (SMS) and billet casting facilities. OISL has since expanded the facility by setting up additional DRI kilns, coal washery, power plant, steel melt shop, rolling mills and associated raw material handling system, utility & electrical.

The total DRI capacity is 4 X 100 TPD and 2 X 350 TPD. The existing power plant is 14 MW and the new power plant is 2 X 35 MW in capacity.

a) Coal Mines

The Ardhagram Coal Block was allocated to OISL after a fresh e-auction. There was a slight delay owing to a case pending with the Calcutta High Court. Subsequent to the judgement against the allocation, the Company got the vesting order on 14th July 2016. The coal block is expected to operational in the third quarter of FY2017.

The strengths of the Ardhagram Coal Block are as under:

- i) Coal deposit is superior in nature GCV being 5050 as against the normal GCV of 3300-3500. Fixed Carbon being in the range of 42-44 and Volatile Matter 30-31. The coal is highly reactive and aptly suited to the process of Sponge Iron Production with higher waste heat recovery for steam generation
- ii) Supply of the right quantity and quality of coal eliminating all uncertainty in sustainable availability of quality raw material. This will result in superior kiln performance and consistent product quality

- iii) Coal being superior in quality will have lower waste generation making the waste management easy, as the ash generated out of the process has to be used for dumping in certain selected area in a prescribed manner.

Ardhagram coal mine is in Mejia Block of Bankura District of West Bengal. It is located in the south eastern part of Ranigunj Coalfield on the southern bank of the Damodar River. The extractable reserve of this block provides coal security for about 48 years for the integrated steel & power plant.

b) Iron Ore

The Company has a mining lease for iron ore with extractable reserves spread over an area in village Kundaposi under the Joda Block of Barbil Tahasil in the Champua sub-division of the Keonjhar district. The iron ore mine has the following advantages:

The grade of the iron ore at the Kundaposi mine is high quality, and the quantity is sufficient to meet the plant requirement. Because of the superior grade of the ore, the Company will be able to optimise the process parameters, and ramp up and reach the designed capacity in the minimum possible time.

- i) maintenance cost of the sponge iron plant is low due to consistency in the quality of iron ore fed from the mine
- ii) good quality iron ore available from mines as compared to a comparatively lower grade available from the market
- iii) sponge iron unit can achieve higher efficiency and productivity with use of better quality of mined iron ore
- iv) presently, the supply of iron ore is erratic, often disturbing the production schedule of sponge iron. Consistent supply of iron ore from the mines will ensure higher production of sponge iron

Rolling Mill:

Rajasthan

The Company has established a cold rolling facility, located in Rajasthan, which is equipped with an imported 3-station cold rolling mill and a straightening and cutting machine. The plant's input is in the shape of round wire rods and output is in the form of profile sections. This facility includes in-house laboratory for complete mechanical and chemical analysis of incoming steel. The operations team is trained in Korea for the operation of the mill. The market segment catered to by the facility also includes the automotive component industry.

Keonjhar

The rolling mill of the Company at Keonjhar is strategically located in close vicinity of various catchment areas like Bhubneswar, Rourkela, Jamsedpur, Ranchi & Kolkata. The main product is finished steel like TMT bars, rods, bars, etc. is mainly construction steel and is used for reinforced concrete work extensively in civil construction. This gets sold in the commodity market generally for building construction to individuals/builders and bulk sale for Project Application, Infrastructure.

Ferrous Foundry:

To meet the future demand of quality iron castings, OISL has set up a casting manufacturing unit in Rajasthan. The project has been commissioned on a land parcel in the RIICO Industrial Area, Rajasthan. The manufacturing facility is fully automated and has state-of-the-art technology and machinery. Technical knowhow is being supported by Kunkel Wagner Germany, Inductotherm India Private Limited, Disa India Limited, Suzhou Foundry-China, Siemens and other companies of international repute. The end products are primarily used in the manufacturing of tractors, construction equipment, commercial vehicles and passenger vehicles. Key products include axle casing, trumpet, swivel hub, axle arm, planetary carrier, axle housing, GB housing, crankcase, brackets and trunnion bracket.

Machining:

OISL's machining plant in Haryana manufactures EMD crank case and Alco engine blocks for

locomotives. The plant operates using the lean manufacturing principles. Major customers include EMD, ALCO, Diesel Locomotives Works (DLW), Diesel Modernisation Workshop (DMW) and NREC, USA.

The facility, which is also equipped for fabrication, is one of the few vertically integrated machining plants. It is state of the art facility with a high level of technological orientation including the use of electromotive diesel technologies of the US. The Company is one of the few who are eligible to manufacture electromotive diesel crankcases.

7. STRATEGY AND OUTLOOK

OISL's operations are spread across power, mining, iron and steel, railway and automotive components and this provides significant diversification and protection from a down trend in any one industry. Although the global slowdown and resulting overcapacity in the steel industry undermined our expanded capacities, the forays into automotive and railway component industries, coupled with debt restructuring, have enabled us to regain mid to long term business viability.

Steel

A key driver of the Company's growth has been the increased demand of steel from across all major industries in India. This positive trend has already started to gain further momentum from the Government's 'Make in India' campaign. Global companies are expected to not only increase investments into India, but also consolidate their suppliers who can achieve their operational and quality targets. This will lead to increasingly more opportunities being presented to larger steel manufacturers and suppliers such as OISL.

The Company is actively looking to secure new customers for many of its key products. This will allow for increasing capacity utilisation levels of OISL's world class manufacturing plants and greater exports leveraging the significant cost advantage.

The Company has formulated a business strategy to reduce the cost of raw materials by optimising capacities of the captive iron & coal mines, integrating business processes, scaling up production levels, optimizing operations and also sharing best practices to achieve overall targets. Key elements of OISL's business strategy include:

Raw Materials

- Commencing the operations of the captive coal block of Ardhagram, allocated through the auction of coal blocks to OISL. This will provide quality coal for sponge making and power generation on a sustained basis.
- Obtaining Stage I and II clearances for starting the Kundaposi captive ore mines in order to be self-reliant in the supply of key raw materials to the plant. This will ensure uninterrupted supply of high grade iron ore to the plant.

Plant Operations

- Up scaling production of sponge and power by ramping up production of the new units of DRI (2X350 TPD) and power plant (2X35 MW). Optimizing the plant operations with the full utilization of waste heat through recovery boilers, establishing sponge exports to neighbouring countries and the sale of surplus power through bilateral Power Purchase Agreements.
- Capitalising on the synergy of all the three key inputs of the manufacturing process - iron ore, coal and power - across the unit will help develop unique capabilities in delivering quality products at a competitive price in the current market situation.
- Enhancing billet production in the steel melting shop and expanding the customer base as a quality supplier of billets will enhance the already existing strong OISL brand image in this product segment.
- Plan to enter the rolled product segment such as TMT rods primarily focused to meet the local demand of the construction segment.

Automotive and Non-automotive

OISL's world class foundry in Rajasthan uses highly advanced technologies for the manufacture of castings for the automotive and non-automotive markets.

In the short to medium term, a pickup in economic activity, NREGA, implementation of the 7th Pay Commission, increase in FDI, urban development and the Government of India's skill development initiatives will all serve to increase the disposable income of the Indian consumer. An improving consumer sentiment is expected to drive demand for passenger cars higher.

Medium and Heavy Commercial Vehicle production has grown in FY2016 after a prolonged slowdown, in anticipation of stronger economic activity. Light Commercial Vehicle production has also risen owing to greater availability of load from the consumer goods industry and good monsoons. The demand scenario for commercial vehicles is expected to stay robust during FY2017.

Also, there is renewed optimism in the road, rail (including metro and DFCC) and power sectors. The Union Budget 2015-16 announced a number of measures to boost investments, which will provide opportunities for infrastructure and construction companies leading to increased demand for construction equipment.

In August 2016, The Cabinet Committee on Economic Affairs (CCEA) approved infrastructure projects worth Rs.27,328 crore for expansion of railway lines in 11 states and development of 1,120 km national highways in five states.

The positive demand scenario for automotive and non-automotive markets in India provide encouraging revenue visibility not only for our castings unit but also for OISL's fabrication and machining plant in Haryana which manufactures EMD crank case and Alco engine blocks for locomotives.

Moreover, the long term potential of the industry has started to get more perceptible from the benefits that the Indian Government's 'Make in India' campaign has started to accentuate. Global OEMs are expected to not only increase investments into India, leading to higher auto and non-auto production levels, but also consolidate their suppliers who can achieve their operational and quality targets. This will lead to increasingly more opportunities being presented to advanced manufacturers such as OISL. In addition, we view the passage of the GST Bill as a positive development which would not only lead to better affordability of automobiles and in turn translate into higher sales of automotive components, but also bring in operational efficiencies.

As higher demand in our customer segments leads to more orders for products, we will increase our capacity utilisations, leading to better topline and profitability growth.

The Business Excellence Program, which we started in 2014, has facilitated a highly successful implementation of lean manufacturing processes. It remains the driving force behind OISL's cost controls and productivity initiatives, and is a key attribute of the Company's business strategy. OISL has also taken up certain other strategic initiatives such as realigning the product mix and expanding the product range to increase the share of our value added product offering. Other initiatives centre around overall fiscal control, quality improvement, up-gradation in technology and research & development. The Company also continues to focus on cost reduction and rightsizing initiatives. We are confident that these initiatives, in particular the new set of products that are being developed, will help make OISL much more competitive in the market place.

The senior management team remains fully committed to implementing these strategies which in turn will allow the Company to achieve sustainable growth and strengthen its position in the market place.

8. OPPORTUNITIES & STRENGTHS

Increasing Indian Steel Consumption: The biggest opportunity for the Indian steel sector is the increasing consumption of steel across many sectors in India. The Indian rural market is still largely unexplored and untapped.

Long Term Global Steel Demand: It is also estimated that world steel consumption will double in the next 25 years. Quality improvement of Indian steel, combined with its low cost advantage, will enable the industry to strengthen its position in the export markets.

Access to Raw Materials and Manpower: India also benefits from its abundance of iron ore, coal and many other raw materials required for iron and steel making. It has the fourth largest iron ore reserves (10.3 billion tonnes) after Russia, Brazil and Australia. This scale allows for raw materials to be extracted at a comparatively lower cost. India also has the third largest pool of technical manpower capable of understanding and assimilating new technologies. The Indian steel industry is known for its relatively low unit labour cost, commensurate with the skill levels.

Strong Growth Outlook: World Steel Association forecasts that global steel demand will decrease by (0.8)% to 1,488 Mt in 2016 following a contraction of (3.0)% in 2015. However, it is forecasted that in 2017 the world steel demand will return to growth of 0.4% and will reach 1,494 Mt.

Positive Outlook for the Global Automotive Industry: Strong economic growth and employment levels are expected to help the US market to cross 18 million units over the next two years. Low European interest rates and government incentives are likely to help maintain the sales momentum across many of the key European markets. China's initiative to reduce sales tax for passenger vehicles is expected to continue to bode well for production volumes in the near term. With a strong momentum in key international automotive markets and an impending recovery in the Indian automotive industry, OISL is in a position to ramp up utilisations and capture a significant share of this additional demand.

Inherent Strengths of Manufacturing in India: Cost efficient labour, government support and availability of skilled manpower have made India an attractive manufacturing destination over the years. This has resulted in increased interest from various global OEMs in the form of tie-ups with local suppliers. As a result, many global OEMs have also managed to achieve a fairly high level of localization in India. This continuing trend is expected to open significant opportunities for the Indian component makers to supply to these players for their Indian and international demand.

In addition, total automotive component exports out of India are expected to continue to increase in the years to come. India's proximity to emerging markets such as South East Asia and Africa is a key advantage for developing an export base. Furthermore, shipments to Europe from India are more cost effective as compared to those from Brazil and Thailand.

'Make in India': The Indian government's focus on improving ease of business with its 'Make in India' initiative is expected to soften regulations and reduce complex procedures. The initiative will also result in making India an even more cost effective manufacturing destination.

The Government of India has taken a series of steps to support this program such as:

- **New Trade Policy:** Export and import taxes on small volumes of goods have been abolished, and incentives have been introduced for export-oriented units and export processing zones.
- **New Labour Laws:** These include a "single window" labour compliance process for companies, simpler Provident Fund (compulsory employee insurance and pension) procedures and a new inspection scheme.
- **Simplification of Regulatory Compliance:** In an effort to enhance the ease of doing business, it has been made possible for companies to obtain environmental approvals and licenses online.

The Indian Government's Automotive Mission Plan 2016-26, the key driver of the 'Make in India' campaign envisages four-fold growth in automotive volumes by FY2026. The Indian auto sector has the potential to generate up to US\$300 billion in annual revenues by FY2026, create around 65 million additional jobs and contribute more than 12% to India's GDP, according to the plan prepared jointly by SIAM and the Government of India.

Focus on Import Substitution to Drive Growth in the Non-automotive Sector: With the government of India's emphasis on substitution of imported goods to reduce import bills, sectors such as railways and defence are expected to look to Indian companies for procurement. This provides manufacturing companies an opportunity to grow in the non-automotive business.

Source: World Steel Association Outlook 2016

9. RISK AND CONCERNS

Strategic Risk: Key strategic considerations include the macro environment in which the Company operates, global steel industry dynamics, growth projects and competitiveness of operations. Current overcapacity in global steel markets continues to impact steel prices. In addition, weak domestic demand in China has led to increased exports from the region which have ultimately resulted in a steep drop in steel prices during the year. As a result of this, the Company's operating markets have been severely affected. However, the Company employed a focussed approach and adopted various means to mitigate the risks.

Operational Risks: Operational risks include supply chain, employee productivity, health and safety of employees and environmental impact. Additional risks which can impact the Company's reputation cover labour relations, product mix, innovations and effective deployment of technology. The Company has in place a crisis management plan and is committed to servicing customers and stakeholders effectively. A key operational factor is the supply chain of raw materials and the costs associated with it. Supply chain disruptions could increase operating costs as raw material accounts for 65-75% of the cost of steel; disruptions in supply and volatility in the prices of raw materials present a significant risk. The Company closely monitors the developments in supply chain and takes effective steps to mitigate such risks.

Financial Risk: Financial risks refer to the ability of the Company to meet financial obligations and lessen the impact of various factors such as changes in interest rates and, foreign currency exchange rates. The Company has significant level of indebtedness and in an adverse environment, the availability of cash for capital expenditure and acquisitions may be reduced. In addition it could impact the ability to increase funds for working capital, to raise new debt or to refinance existing debt on favourable terms.

Legal and Compliance Risks: These risks include the outcome of legal proceedings and Government action and/or regulatory action which could result in additional costs. The Company is subject to various laws, regulations and contractual commitments. The risk of substantial costs, liabilities and damage to reputation related to non-compliance of these laws and regulations are inherent to the Company's business. The Company has policies, systems and procedures in place aimed at ensuring substantial compliance and there is a strong commitment from the management to enforce compliance.

Risk Management: The Company has put in place a Risk Management Policy in accordance with the Companies Act, 2013 read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, the Company has constituted a Risk Management Committee which reviews the key risks, concerns and mitigation plans at regular intervals. Risk assessment, management, monitoring and mitigation measures are adopted by the Company for timely action. Identifying and proactively addressing risks and opportunities creates the basis for a robust business model and protects value for all stakeholders, including shareholders, employees, customers, regulators and the community.

Other Challenges to Overcome:

- Land acquisition and environmental regulations
- Slow growth in the automotive industry
- Underdeveloped infrastructure curtailing growth prospects
- Subdued growth of the manufacturing sector impacting demand
- Geopolitical tensions, disruption in the global trade and investments

10. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an internal control system which monitors compliance to internal processes. It ensures that all transactions are authorised, recorded and reported correctly. The systems are routinely tested and certified by Statutory as well as Internal Auditors and cover all offices, plant facilities and key areas of business. The Internal Auditors independently evaluate the adequacy of internal controls and concurrently audit the majority of the transactions in value terms.

To further strengthen the internal control process, the Risk Management Committee has documented control procedures covering all aspects of key financial and operating functions. The Company's internal control systems provide for:

- Adherence to applicable accounting standards and policies
- Accurate recording of transactions with internal checks, prompt reporting and timely action
- Compliance with applicable statutes, policies, listing requirements and management policies and procedures
- Review of capital investments and long term business plans
- Periodic review meetings to guide optimum utilization of resources
- Effective use of resources and safeguarding of assets

The Audit Committee reviews the effectiveness of internal control systems, and also provides timely updates on operating effectiveness and controls to senior management team. A CEO and CFO Certificate, forming part of the Corporate Governance Report, reinforces the effectiveness of internal controls and reiterate their responsibilities to report deficiencies to the Audit Committee and rectify any issues.

The auditors carry out periodic audits as per an agreed internal audit programme. They bring to the notice of management, issues which require their attention and also highlight the severity of the issue. Corrective actions are then set in place. The internal auditors report is reviewed by the Audit Committee and placed before the Board of Directors for their consideration.

11. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

During the period under review, the Company's revenue stood at Rs. 36,764.45 Lacs compared to Rs. 102,236.25 Lacs in the previous year. EBITDA stood at Rs. 769.76 Lacs as compared to Rs.10,476.80 Lacs in previous year.

The decline in turnover is mainly due to lower capacity utilization as a result of subdued market conditions, and to falling steel prices as a result of the global slowdown. Lower sales, coupled with the effect of fixed costs and a high interest burden, had an adverse impact on profitability.

12. FINANCIAL CONDITION

The capital employed in the business stood at Rs. 163,895.60 Lacs as on 31st March, 2016 as compared to Rs. 182,728.46 Lacs as on 31st March, 2015.

The authorized share capital of the Company as at 31st March 2016 stood at Rs. 10,400 Lacs divided into 3,400 Lacs equity shares of Rs. 1 each and 700 Lacs Preference shares of Rs. 10/- each. The paid up share capital as of 31st March, 2015 was Rs. 6,641.93 Lacs divided into 1,341.43 Lacs equity shares of Rs. 1/- each and 530.05 Lacs Preference shares of Rs. 10/- each.

During the year under review, there was no change in the authorised and paid up capital of the Company. As at 31st March, 2016 the reserves and surplus of the Company stood at Rs. 36,641.74 Lacs and the net worth stood at Rs. 43,283.67 Lacs.

13. DEBT POSITION

As of 31st March 2016, the Company had a total debt of Rs. 125,696.42 Lacs. This includes long term debt including current maturities of Rs. 121,946.30 Lacs and short term debt of Rs. 3,750.12 Lacs.

14. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

OISL has been following the best practices for retaining talent across the organization. The Company provides high quality on-the-job training opportunities for its employees. Strengthening the internal communication with employees has always been a priority. The Company endeavours to provide equal opportunities to every employee, cultivate a sense of belonging and commitment and also effectively train them in spheres other than their own specialisation. Employees are

encouraged to make suggestions on innovations, cost saving procedures and participate in the free exchange of other positive ideas relating to manufacturing procedures. Employee compensation is always subjected to fair appraisal systems with the participation of the employee and is consistent with job content, peer comparison and individual performance.

The Company had more than 400 employees as on 31st March, 2016 which includes contractors, departmental, contractual, trainees and staff executives. Industrial relations remained cordial during the year.

15. STATUTORY COMPLIANCE

The Managing Director makes a declaration to the Board of Directors every quarter regarding compliance with provisions of various statutes as applicable. The Company Secretary ensures compliance with the Companies Act, SEBI regulations and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and compliance with the guidelines on insider trading for prevention of the same.

16. CAUTION STATEMENT

The above mentioned statements are only 'forward looking statements' based on certain assumptions and expectations. The Company's actual performance could differ materially from those expressed/projected depending upon changes in various factors. The Company does not assume any responsibility to any change(s) in forward looking statements', on the basis of subsequent developments, information or events etc.

Important developments that could affect the Company's operations include a downward trend in the domestic automotive industry, competition, rise in input costs, exchange rate fluctuations, and significant changes in the political and economic environment in India, environmental standards, tax laws, litigation and labour relations.

BY ORDER OF THE BOARD
FOR OCL IRON AND STEEL LIMITED

Place : New Delhi
Dated : 06.08.2016

Sd/-
Yogesh Kapur
(Chairman)
DIN: 00014385

Independent Auditor's Report

To the Members of OCL Iron and Steel Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **OCL Iron & Steel Limited** ("the company"), which comprise the balance sheet as at 31st March 2016, the statement of profit and loss, the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

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

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

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

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

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

Opinion

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

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub section (11) of section 143 of the act, we give in the annexure A , a statement on the matters specified in paragraph 3 & 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books;
 - c) the balance sheet, the statement of profit and loss, and the cash flow statement dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the aforesaid Standalone financial statements comply with the accounting standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) On the basis of written representations received from the directors as on 31st March 2016 and taken on record by the board of directors, none of the directors is disqualified as on 31st March 2016, from being appointed as a director in terms of Section 164(2) of the Act;
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure B; and
 - g) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit & Auditors) Rules, 2014, in our opinion and to best of our information and according to the explanations given to us :
 - i) The company has disclosed the impact of pending litigations on its financial position in its standalone financial statements (Refer to Note 29).
 - ii) The company did not have any long-term contract including derivatives contract 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 A. C. Gupta & Associates

Chartered Accountants

Firm's registration number: 008079N

A.C. Gupta

Partner

Membership number: 8565

New Delhi

27th May, 2016

Annexure - A to the Independent Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31st March 2016.

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets
- (b) As explained to us, fixed assets, according to the practice of the Company, have been physically verified by the management at reasonable intervals. In our opinion, the frequency of physical verification of fixed assets is reasonable having regard to the size of the Company and nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such physical verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) We have been informed that the inventories are physically verified during the year by the management at reasonable intervals. The frequency of physical verification, in our opinion, is reasonable having regard to the size of the company and nature of its business. The discrepancies noticed on verification between the physical inventories and the book records were not material in relation to the operation of the Company and the same have been properly dealt with in the books of account.
- (iii) The company has granted unsecured loans to companies covered in the register maintained under Section 189 of the Companies Act, 2013 during the period under review:
 - (a) The terms and conditions of grant of such loan are not prejudicial to the interest of the company.
 - (b) The schedule of repayment is stipulated and there is no irregularity in this regard.
 - (c) No amount is overdue for more than 90 days as on 31st March, 2016.
- (iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act 2013 in respect of loans, investments, guarantees and security.
- (v) The Company has not accepted any deposits from the public. Therefore, the provisions of clause (v) of paragraph 3 of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- (vi) The Central Government has prescribed the maintenance of cost records under section 148 (1) of the Companies Act 2013 ('the Act'). On the basis of records produced before us for our verification, we are of the opinion that, prima facie, the prescribed accounts and cost records have been maintained. However we are neither required to carry out nor have carried out any detailed examination of such accounts & records.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has been regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with appropriate authorities during the year.

According to the information and explanation given to us, no undisputed amounts payable in respect of aforesaid dues were in arrears as at 31st March 2016 for a period of more than six months from the date they became payable.
- (b) According to information and explanations given to us, and the records of the company examined by us, dues of income tax, sales tax, service tax, custom duty, excise duty, value added tax and cess which have not been deposited on account of matters pending before appropriate authorities are as follows:

S. No.	Name of the Statute	Nature of Dues	Year to which it relates	Forum where dispute is pending	Amount (in Lacs)
1	Central Excise Tax	Cenvat	2005-16	Addl. Commissioner, Commissionerate office, Bhubaneswar	21.24
2	Central Excise Tax	Cenvat	2012-14	Addl. Commissioner, (Adjn.) Commissionerate office, Bhubaneswar	15.45
3	Central Sales Tax	CST	2002-03	Odisha Sales Tax Tribunal	1.00
4	Central Sales Tax	CST	2004-05	Odisha Sales Tax Tribunal	79.33
5	Central Sales Tax	CST	2006-07	Odisha Sales Tax Tribunal, Cuttack	8.98
6	Central Sales Tax	CST	2007-10	Addl. Commissioner of Sales Tax, Odisha, Sambalpur	33.64
7	Central Sales Tax	CST	2010-11	Addl. Commissioner of Commercial tax, Sambalpur	26.96
8	Central Sales Tax	CST	2011-12	Odisha Sales Tax Tribunal, Cuttack	23.67
9	Central Sales Tax	CST	2011-13	Odisha Sales Tax Tribunal, Cuttack	58.25
10	Central Sales Tax	CST	2011-13	Odisha High Court	0.84
11	Central Sales Tax	CST	2013-14	Addl. Commissioner of Sales Tax Appeal, North Zone, Sambalpur	7.65
12	Central Service Tax	Service Tax	2006-12	Addl. Commissioner, (Adjn.) Commissionerate office, Bhubaneswar	30.00
13	Central Service Tax	Service Tax	2008-10	Commissioner, Commissionerate office, Bhubaneswar	275.73
14	Central Service Tax	Service Tax	2010-12	Addl. Commissioner (Audit), Commissionerate office, Bhubaneswar	23.05
15	Central Service Tax	Service Tax	2013-14	Addl. Commissioner (Audit), Commissionerate office, Bhubaneswar	8.57
16	Central Service Tax	Service Tax	2013-14	Commissioner, Commissionerate office, Bhubaneswar	52.99
17	Odisha Entry Tax	State Entry Tax	2002-03	Odisha Sales Tax Tribunal	0.08

18	Odisha Entry Tax	State Entry Tax	2005-06	Joint Commissioner of Sales Tax, Sundergarh	2.66
19	Odisha Entry Tax	State Entry Tax	2006-07	Addl. Commissioner of Sales Tax, Odisha, Cuttack	3.05
20	Odisha Entry Tax	State Entry Tax	2007-08	Commissioner of Sales Tax, Odisha, Cuttack	23.55
21	Odisha Entry Tax	State Entry Tax	2007-10	Addl. Commissioner of Sales Tax, North Zone Sambalpur	4.07
22	Odisha Entry Tax	State Entry Tax	2010-12	Commissioner of Sales Tax, Odisha, Cuttack	3.52
23	Odisha Entry Tax	State Entry Tax	2011-13	Commissioner of Sales Tax, Odisha, Cuttack	20.58
24	Odisha Entry Tax	State Entry Tax	2011-13	Odisha High Court	7.38
25	Odisha Entry Tax	State Entry Tax	2011-13	Odisha High Court	51.30
26	Odisha Sales Tax	VAT	2005-06	Addl. Commissioner of Sales Tax Odisha, Cuttack	117.89
27	Odisha Sales Tax	VAT	2006-07	Odisha Sales Tax Tribunal, Cuttack	36.17
28	Odisha Sales Tax	VAT	2007-08	Odisha Sales Tax Tribunal, Cuttack	6.57
29	Odisha Sales Tax	VAT	2009-10	Commissioner of Sales Tax, Odisha, Cuttack	25.01
30	Odisha Sales Tax	VAT	2009-10	Addl. Commissioner of Commercial Taxes, Jajpur Road	7.64
31	Odisha Sales Tax	VAT	2010-12	Commissioner of Sales Tax, Odisha, Cuttack	16.77
32	Odisha Sales Tax	VAT	2011-13	Commissioner of Sales Tax, Odisha, Cuttack	37.67
33	Odisha Sales Tax	VAT	2011-13	Sales Tax Officer, Keonjhar	0.25
34	Odisha Sales Tax	VAT	2011-13	Odisha High Court	35.14
35	Odisha Sales Tax	VAT	2011-13	Odisha High Court	76.80
			TOTAL		1143.45

(viii) According to the information and explanations given to us and as per our verification of the records of the company, the Company has defaulted in repayment of installments and interest on term loans to banks during the year. Note No. 31 of the financial statements contains details in this regard.

(ix) According to the information and explanations given to us and as per our verification of the records of the company, the Company has not raised moneys by way of initial public offer or

further public offer (including Debt instruments). The term loans availed by the company have been applied for the purpose for which the loans were obtained.

- (x) According to the information and explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the year ended 31st March 2016.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion, and according to the information and explanations given to us, the company is not a Nidhi company. Therefore, the provisions of Clause 3 (xii) of the Order are not applicable to the Company.
- (xiii) According to the information and explanations given to us and as per our verification of the records of the company all transactions with the related parties are in compliance with the Section 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and as per our verification of the records of the company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly the provisions of Clause 3 (xiv) of the order are not applicable to the Company.
- (xv) According to the information and explanations given to us and as per our verification of the records of the company, the company has not entered into any non-cash transactions with directors or persons connected with it .Accordingly, the provisions of Clause 3 (xv) of the order are not applicable to the Company.
- (xvi) In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3 (xvi) of the order are not applicable to the Company.

For A.C. Gupta & Associates

Chartered Accountants

Firm's registration number: 008079N

A.C. Gupta

Partner

Membership number: 8565

New Delhi

27th May, 2016

Annexure – B to the Independent Auditors’ Report

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

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future year 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 31st March 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.

For A.C. Gupta & Associates

Chartered Accountants

Firm's registration number: 008079N

A.C. Gupta

Partner

Membership number: 8565

New Delhi

27th May, 2016

Balance Sheet as at 31st March, 2016

Rs. In Lacs

Particulars	Note No	As At 31.3.2016	As At 31.3.2015
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	2	6,641.93	6,641.93
Reserves and Surplus	3	36,641.74	51,210.04
Non-Current Liabilities			
Long-Term Borrowings	4	67,867.52	95,920.85
Other Long Term Liabilities	5	61,821.32	55,121.66
Long Term Provisions	6	255.36	233.48
Current Liabilities			
Short-Term Borrowings	7	3,965.62	4,210.09
Trade Payables	8	5,443.15	4,240.36
Other Current Liabilities	9	54,960.02	35,227.37
Short-Term Provisions	10	102.74	57.21
Total		2,37,699.40	2,52,862.99
ASSETS			
Non-Current Assets			
Fixed Assets			
	11		
Tangible Assets		1,64,460.89	1,41,830.98
Capital Work-in-Progress		6,489.60	30,483.51
		1,70,950.49	1,72,314.49
Non-Current Investments	12	19,860.50	19,855.49
Deferred Tax Assets (Net)	13	7,299.83	819.93
Long Term Loans and Advances	14	22,899.52	29,168.08
Current Assets			
Current Investments	15	20.00	20.00
Inventories	16	6,884.43	8,117.68
Trade Receivables	17	1,805.39	2,913.65
Cash and Cash Equivalent	18	3,387.07	12,370.58
Short-Term Loans and Advances	19	4,552.81	7,248.59
Other Current Assets	20	39.36	34.50
Total		237,699.40	2,52,862.99

Significant Accounting Policies & Notes 1 to 35 Form Part of Financial Statements.

As per our report of even date attached.

For and on behalf of the Board

For A.C GUPTA & ASSOCIATES

Chartered Accountants.

Firm Regd. No. 008079N

Sd/-

A.C Gupta

Partner

Membership No.: 8565

Sd/-

Birendra Jee

Managing Director

Sd/-

Yogesh Kapur

Director

Sd/-

T.K. Laskar

Chief Financial Officer

Sd/-

Yugami Arora

Company Secretary

PLACE : New Delhi

DATE : 27th May, 2016

Statement of Profit and Loss for the year Ended 31st March, 2016

Rs. In Lacs

Particulars	Note No	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
Revenue from Operations	21	35,580.44	1,01,278.29
Other Income	22	1,184.01	957.96
Total Revenue		36,764.45	1,02,236.25
Expenses:			
Cost of Materials Consumed	23	28,892.32	84,983.01
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	24	(295.58)	917.12
Employee Benefit Expense	25	1,967.00	1,805.05
Finance Costs	26	12,089.31	12,180.06
Depreciation and Amortization Expense	27	8,391.88	5,479.48
Other Expenses	28	5,430.95	4,054.27
Total Expenses		56,475.88	1,09,418.99
Profit/(Loss) Before Exceptional Items & Tax		(19,711.43)	(7,182.74)
Exceptional Items		1,336.77	(1,071.77)
Profit/(Loss) Before Tax		(21,048.20)	(8,254.51)
Tax Expense:		(6,479.90)	(2,634.67)
Net Profit/(Loss) After Tax for the Year		(14,568.30)	(5,619.84)
Earning per Equity Share: (Rupees)	33		
(1) Basic		(10.86)	(4.20)
(2) Diluted		(10.86)	(4.20)

Significant Accounting Policies & Notes 1 to 35 Form Part of Financial Statements.

As per our report of even date attached.

For A.C GUPTA & ASSOCIATES

Chartered Accountants
Firm Regd. No. 008079N

Sd/-

A.C Gupta

Partner

Membership No.: 8565

Sd/-

Birendra Jee

Managing Director

Sd/-

T.K. Laskar

Chief Financial Officer

Sd/-

Yogesh Kapur

Director

Sd/-

Yugami Arora

Company Secretary

PLACE : New Delhi
DATE : 27th May, 2016

For and on behalf of the Board

Cash Flow Statement for the year ended 31.03.2016

Rs. In Lacs

	For the year Ended 31.3.2016	For the year Ended 31.3.2015
A Cash Flow From Operating Activities		
Profit /(Loss) before Tax	(21,048.20)	(8,254.51)
Adjustment for :		
Depreciation	8,391.88	5,479.48
Interest expense	12,089.31	12,180.06
Profit on sale of Fixed asset	(151.67)	(17.91)
Operating Profit Before Working Capital Changes	(718.68)	9,387.12
Adjustment For Working Capital Changes		
Inventories	1,233.25	26.13
Trade & Other receivables	1,108.26	(185.04)
Other Current assets	(4.86)	3.27
Short Term Loans & Advances	2,723.19	(96.20)
Current liabilities and Long Term provisions	2,102.20	56,354.13
Net Cash Flow From Working Capital changes	7,162.04	56,102.29
Cash Flow From Operating Activities	6,443.36	65,489.41
Income Tax (Paid) / refund (incl TDS)	(47.67)	(79.98)
Net Cash Flow From Operating Activities	6,395.69	65,409.43
B Cash Flow From Investing Activities		
Purchase of Fixed Assets	(31,161.07)	(44,089.31)
Sale of Fixed Assets	290.96	23.61
Adjustment to capital work in progress and capital advance	32,900.53	30,917.72
Purchase/sale of investments	(5.01)	(20.49)
Net Cash Flow From Investing Activities	2,025.41	(13,192.06)
C Cash Flow From Financing Activities		
Repayment of Secured loans/Debtenture	(10,440.18)	(46,552.26)
Proceed from Long Term Borrowings	2,589.00	4,274.00
Interest Expense	(9,553.43)	(10,759.52)
Preference Dividend and Dividend Tax	-	(123.21)
Net Cash Flow From Financing Activities	(17,404.61)	(53,160.99)
Net Increase/(Decrease) In Cash or Cash Equivalents	(8,983.51)	(943.62)
Opening Cash and Cash Equivalents	12,370.58	13,314.20
Closing Cash and Cash Equivalents	3,387.07	12,370.58

As per our report of even date attached.

For A.C GUPTA & ASSOCIATES

Chartered Accountants.

Firm Regd. No. 008079N

Sd/-

A.C Gupta

Partner

Membership No.: 8565

PLACE : New Delhi

DATE : 27th May, 2016

Sd/-

Birendra Jee

Managing Director

Sd/-

T.K. Laskar

Chief Financial Officer

Sd/-

Yogesh Kapur

Director

Sd/-

Yugami Arora

Company Secretary

For and on behalf of the Board

Note 1 : SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS (ATTACHED TO AND FORM PART OF ACCOUNTS) FOR THE YEAR ENDED 31ST MARCH, 2016

1. Significant accounting policies

1.1 Basis of accounting and preparation of financial statements

The financial statements are prepared under historical cost convention, on a going concern basis and on accrual basis and are in compliance with the accounting standards notified under section 133 of the Companies Act, 2013 and the relevant provisions thereof.

1.2 Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and estimates are recognized in period in which the results are known/materialize.

1.3 Revenue Recognition

- (a) Revenue from sales is recognized at the point of dispatch to the customers when risk and reward stands transferred to the customers. Sales are net of trade discount, sales tax and excise duty.
- (b) Interest income is recognized on time proportion basis.
- (c) All expenses and income are accounted for on accrual basis.

1.4 Fixed Assets and Capital Work- in –Progress

- (a) Fixed Assets (comprising both tangible and intangible) are stated at cost of acquisition/ construction inclusive of duties (net of Cenvat), taxes, incidental expenses up to the date the asset is ready for intended use.
- (b) Capital work- in- progress includes cost of assets at sites, construction expenditure, interest on the funds deployed and foreign currency exchange fluctuation.

1.5 Depreciation and amortization

- (a) Depreciation (including amortization) is provided using useful life method prescribed under Part C of Schedule II of the Companies Act, 2013.
- (b) Additions/deletions during the year are depreciated pro-rata from the date of such addition/deletion. The residual value of the asset has been taken to be 5 percent of the original cost of the asset.
- (c) Intangible assets are amortized over their estimated useful Life.
- (d) Leasehold Land are amortised over the life of the lease.

1.6 Research and Development

Revenue expenses are charged off in the year in which it is incurred under the natural heads of accounts. Capital expenditure, when incurred is added to the cost of fixed assets.

1.7 Employee Benefits

The company makes regular contributions to duly constituted funds set up for Provident Fund and Family Pension Fund, which are charged to revenue. Provision to Gratuity Fund and provision for leave encashment are made on the basis of actuarial valuation.

1.8 Inventories

Stock of finished and partly finished products are valued at lower of cost or net realizable value and for this purpose, cost is determined on the absorption costing method. Cost of finished goods includes excise duty. Raw Material, other inputs, stores and spares are valued at lower of cost (net of Cenvat) or net realizable value. Cost is determined on FIFO/ Weighted average basis.

1.9 Foreign Currency Transactions

- (a) Foreign Currency transactions are recorded at the exchange rate prevailing on the date of transaction/realization. Current assets/liabilities are restated at rates prevailing at the year end and resultant exchange difference is recognized in the statement of profit and loss.
- (b) Non Monetary items denominated in the foreign currency (such as fixed assets) are valued at the exchange rate prevailing on the date of transaction.
- (c) Any gains or losses arising due to exchange differences arising on transaction or settlement are accounted for in the Statement of Profit and Loss.
- (d) Exchange Differences arising on revaluation of foreign currency loans relating to acquisition of fixed assets from outside India are adjusted against relevant fixed assets.
- (e) In the case of forward exchange contracts, the premium or discount arising at the inception of such contracts, is amortized as income or expense over the life of the contract as well as exchange difference on such contracts, i.e. difference between the exchange rate at the reporting/settlement date and the exchange rate on the date of inception/last reporting date, is recognized as income/expense for the period.

1.10 Income Taxes

- (a) Tax expense comprises of Current and Deferred Tax. Current Tax is measured at the amount expected to be paid to the Tax Authorities in accordance with the Indian Income Tax Act, 1961.
- (b) Provision is made for Deferred Tax for all timing differences arising between taxable incomes and accounting income at currently enacted or substantially enacted tax rates. Deferred Tax assets are recognized, only if there is reasonable certainty that they will be realized and are reviewed for the appropriateness of their respective carrying values at each Balance Sheet date.

1.11 Provisions and Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized, when there is a present obligation as a result of past events and it is possible that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the Notes to Accounts. Contingent assets are neither recognized nor disclosed in the financial statements.

1.12 Impairment of Asset

An asset is treated as impaired, when the carrying cost of assets exceeds its recoverable value. An impairment loss, if any, is charged to Profit and Loss Account, in the year in which an asset is identified as impaired.

1.13 Borrowing Cost

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

Notes on Financial Statements for the Year ended 31st March, 2016

Previous year figures have been regrouped/reclassified, wherever necessary to correspond with the current year classification/presentation.

Note : 2 Share Capital

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	AUTHORIZED CAPITAL		
	34,00,00,000 (Prev. Year 34,00,00,000) Equity Shares of Re.1/- each	3,400.00	3,400.00
	7,00,00,000 (7,00,00,000) Preference Shares of Rs.10/- each	7,000.00	7,000.00
		10,400.00	10,400.00
2	ISSUED, SUBSCRIBED & PAID UP CAPITAL		
	13,41,43,160 (Prev. Year 13,41,43,160) Equity Shares of Re.1/- each, fully paid up.	1,341.43	1,341.43
	5,30,05,000 (Prev. Year 5,30,05,000) 2% Non Cumulative Redeemable preference shares of Rs.10/-each fully paid	5,300.50	5,300.50
	Total	6,641.93	6,641.93

Terms of redemption of Preference Shares

Preference Shares will not be redeemed before 10 years & not later than 12 years from the date of allotment i.e. August 2010 at such premium as may be decided by the board of directors in accordance with the provisions of Companies Act, 2013 or any re-enactment thereof.

2A RECONCILIATION OF SHARES

a) EQUITY SHARES

Particulars	As At 31.03.2016		As At 31.03.2015	
	No. of Share (in lacs)	Amount (in lacs)	No. of Share (in lacs)	Amount (in lacs)
Shares outstanding at beginning of year	1,341.43	1,341.43	1,341.43	1,341.43
Shares issued during the year	0.00	0.00	0.00	0.00
Shares bought back during the year	0.00	0.00	0.00	0.00
Shares outstanding at the end of the year	1,341.43	1,341.43	1,341.43	1,341.43

b) PREFERENCE SHARES

Particulars	As At 31.03.2016		As At 31.03.2015	
	No. of Share (in lacs)	Amount (in lacs)	No. of Share (in lacs)	Amount (in lacs)
Shares outstanding at the beginning of the year	530.05	5,300.50	530.05	5,300.50
Shares issued during the year	0.00	0.00	0.00	0.00
Shares bought back during the year	0.00	0.00	0.00	0.00
Shares outstanding at the end of the year	530.05	5,300.50	530.05	5,300.50

2B Name of Shareholders Holding more than 5% of Share Capital

Particulars	As At 31.03.2016		As At 31.03.2015	
	No. of Shares held (in Lacs)	%	No. of Shares held (in Lacs)	%
1 Equity Share Garima Buildprop Pvt Ltd	1,006.07	75%	1,006.07	75%
2 Preference Shares Brassco Estate Pvt. Ltd.	530.05	100%	530.05	100%

Note : 3 Reserve & Surplus

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Capital Reserve		
	Opening Balance	4,817.29	4,817.29
	Add: Addition during the year	–	–
	Less: Written back during current year	–	–
	Closing balance	4,817.29	4,817.29
2	Preference Shares Redemption Reserve		
	Opening Balance	2,120.20	2,120.20
	Add: Addition during the year	–	–
	Less: Written back during current year	–	–
	Closing balance	2,120.20	2,120.20
3	Securities Premium Reserve		
	Opening Balance	47,704.50	47,704.50
	Add: Addition during the year	–	–
	Less: Written back during current year	–	–
	Closing balance	47,704.50	47,704.50
4	General Reserve		
	Opening Balance	686.24	765.64
	Less: Amount on transition of depreciation	–	114.91
	Add: Impact of deferred tax on transition of depreciation	–	35.51
	Closing balance	686.24	686.24
5	Surplus (Profit & Loss Account)		
	Opening Balance	(4,118.19)	1,479.04
	Add: Profit for the year	(14,568.30)	(5,619.84)
	Less: Appropriations		
	Adjustment of MAT	–	22.61
	Closing balance	(18,686.49)	(4,118.19)
	Total	36,641.74	51,210.04

Note : 4 Long Term Borrowings**Secured loan**

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Term Loan		
	– From Bank	44,651.00	60,870.00
2	Foreign Currency Loans		
	– External Commercial Borrowing	23,216.52	35,050.85
	Total	67,867.52	95,920.85

Rupee Term Loan of Rs. 55,210.00 Lacs are secured by way of equitable mortgage on all movable & immovable properties situated at Vill. Lamloi, P.O Garvana, Rajgangpur, Distt Sundergarh, Orissa ranking pari-passu inter-se save & except the prior charge in favour of banks over entire current assets to secure working capital facilities.

Rupee Term Loan of Rs. 1,574.00 Lacs are secured by way EM of coal mine at Ardhagram allotted to the company, Hypothecation of Moveable assets located in coal mining site belonging to the company and Pledge of 30% of demat shares of the company exclusively for above credit facility External Commercial Borrowing/INR term loan of Rs. 46,433.03 lacs & Rs.13,497.56 lacs respectively, are secured by way of first ranking & exclusive security over all fixed assets of the project situated at Plot No-A-285 Chopanki Industrial Area, Chopanki, Distt-Alwar, Rajasthan & Plot No-SP-256 Industrial Area Kehrani, Distt-Alwar, Rajasthan.

Repayment Schedule

Rs. In Lacs

2017-18	41,307.52
2018-19	12,400.00
2019-20	11,700.00
2020-21	2,460.00
Total	67,867.52

Note : 5 Other Long Term Liabilities

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Advance against long term Supply Contracts	56,219.79	49,676.07
2	Other Long Term Liabilities	5,601.53	55,121.66
	Total	61,821.32	55,121.66

Note : 6 Long Term Provisions

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
	Provision for Employee Benefits		
a)	Gratuity	135.90	130.54
b)	Leave Encashment	119.46	102.94
	Total	255.36	233.48

Note : 7 Short Term Borrowings

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
	Secured		
	Deposits/retention money	68.29	459.97
	Working capital loans		
	– From Bank & other Financial Institutions	3,897.33	3,750.12
	Total	3,965.62	4,210.09

Note: Working capital facilities are secured by hypothecation of raw material, semi-finished goods, stock-in-process, consumable stores and book debts of the Company.

Note : 8 Trade Payables

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Trade payable	4,167.14	3,450.36
2	Advance from customers	1,276.01	790.00
	Total	5,443.15	4,240.36

Note : 9 Other Current Liabilities

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
a)	Current maturities of long-term debt	37,381.21	23,462.71
b)	Installment due but not paid on Borrowings	11,465.86	2,562.74
c)	Interest accrued but not due on borrowings	613.94	564.53
d)	Interest due but not paid on borrowings	3,340.82	856.01
e)	TDS and other taxes payable	449.53	125.11
f)	Unclaimed bonus	7.27	4.89
g)	Personnel expenses payable	144.97	165.66
h)	Other expenses payable	192.85	140.90
i)	Other liabilities	1,363.57	7,344.82
	Total	54,960.02	35,227.37

Note : 10 Short Term Provisions

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
	Provision for Employee benefits		
	Provision for bonus	86.73	45.71
	Provision for gratuity	7.45	3.41
	Provision for leave encashment	8.56	8.09
	Total	102.74	57.21

Note : 11 Fixed Assets

Rs. in Lacs

Sr. No.	Particulars	Gross Block				Depreciation						Net Block	
		Value as on 01.04.15	Additions during the year	Deductions during the year	Value as on 31.03.16	Value as on 01.04.15	Addition during the year	Impact due to transition of depreciation*	Capitalised during the year	Written back during the year	Value as on 31.03.16 during	WDV as on 31.03.16	WDV as on 31.03.15
A)	Tangible Assets												
1.	Land - Freehold	388.02	174.83	0.12	562.73	-	-	-	-	-	-	562.73	388.02
2.	Land - Leasehold	3,289.80	-	-	3,289.80	-	110.98	-	-	-	110.98	3,178.82	3,289.80
3.	Building	12,804.74	3,470.67	-	16,275.41	1,683.15	725.38	-	-	-	2,408.53	13,866.88	11,121.59
4.	Plant and Equipment	137,892.01	27,474.39	143.50	165,222.90	11,162.73	7,479.15	-	-	4.33	18,637.55	146,585.35	1,26,729.28
5.	Furnitures & Fixtures	290.89	41.18	-	332.07	93.62	45.16	-	-	-	138.78	193.29	197.27
6.	Vehicles	132.05	-	-	132.05	27.03	31.21	-	-	-	58.24	73.81	105.02
	TOTAL (A) Current Year	154,797.51	31,161.07	143.62	185,814.96	12,966.53	8,391.88	-	-	4.33	21,354.08	164,460.89	1,41,830.98
	Previous Year	110,744.09	44,112.92	59.50	154,797.51	7,425.28	5,479.48	114.91	0.64	53.78	12,966.53	141,830.98	
B)	Capital Work-in-progress	-	-	-	-	-	-			-	-	6,489.60	30,483.51

Note : 12 Non-current Investments

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Investment in Equity Instrument Unquoted		
	1,98,50,000 (1,98,50,000) of Oriental Iron Casting Ltd. of Rs. 10/- each 99.75% (99.75%) of Equity Shares held	19,850.00	19,850.00
	50,000 (50,000) of Aron Auto Ltd. of Rs. 10/- each 100% (100) of Equity Shares	5.00	5.00
	5,000 (4,900) Equity Shares of Krisum Mines Minerals Private Limited (formerly Known as Krisum Auto Components Private Limited) of Rs. 10/- each 50% (49%) of Equity Shares	0.50	0.49
	49,994 (NIL) Equity Shares of OISL Auto Limited of Rs. 10/- each 99.99% (NIL) of Equity Shares	5.00	-
	Total	19,860.50	19,855.49

Particulars	As At 31.3.2016	As At 31.3.2015
Aggregate value of Unquoted Investments	19,860.50	19,855.49

Note : 13 Deferred Tax Assets (Net)

Rs In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Break up of Deferred Tax Liabilities		
	- Depreciation	(13,380.86)	(1,850.24)
2	Assets		
	-Others (i.e. allowed on payment basis)	20,680.69	2,634.66
3	Impact due to transition of depreciation	-	35.51
	Net (Liability) / Assets	7,299.83	819.93

Note : 14 Long Term Loans and Advances

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Capital Advances*		
	Unsecured, considered good	22,765.30	29,054.11
2	Security Deposit		
	Unsecured, considered good	134.22	113.97
	Total	22,899.52	29,168.08

Note: No loan is given to any directors or other officers of the company.

* Includes subscription money of Rs. 383.71 lacs towards shares in Joint Venture (Radhikapur (west) Coal Mining Pvt. Ltd.)

Note : 15 Current Investments

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
	Investment in Equity Instrument		
	Quoted	20.00	20.00
	Investment in Mutual Funds (SBI)		
	Total	20.00	20.00

Particulars	As At 31.3.2016	As At 31.3.2015
Aggregate value of Quoted Investments	20.00	20.00
Market value of Quoted Investments	20.83	20.17

Note : 16 Inventories

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Raw Material*	4,732.37	5,969.29
2	Work-in-Progress	512.80	428.69
3	Finished Goods	1,102.32	890.85
4	Stores & Spares	536.94	828.85
	Total	6,884.43	8,117.68

Refer Point No. 1.8 of Significant Accounting Policies for mode of valuation of inventories.

*Raw Material Stock includes stock of Sized Iron Ore, Coal, Iron Lumps, Steel Coil, Scrap etc.

Note : 17 Trade Receivables

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Unsecured, Considered Good		
	Outstanding for a period exceeding six months from the date they are due for payment		
	a) Considered Good	414.76	614.62
	b) Considered Doubtful	65.14	426.41
	Less: Provision for Bad and Doubtful Debts	65.14	426.41
		-	-
2	Others Receivables		
	Considered Good	1,390.63	2,299.03
	Total	1,805.39	2,913.65

Note : 18 Cash & Cash Equivalents

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Cash-on-Hand	3.12	4.25
2	Balances with Banks		
	a) In Current Account	713.99	4,355.82
	b) In Bank deposits maturing within twelve months	407.89	944.57
	c) In Bank deposits against LC Margin/BG	2,262.07	7,065.94
	Total	3,387.07	12,370.58

Note : 19 Short Terms Loans and Advances

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Unsecured, considered good*	4,367.89	7,031.36
2	Doubtful	–	12.61
	Less: Provision for doubtful debts	–	12.61
		–	–
3	Income Tax Payments (Net of Provisions)	47.67	79.98
4	MAT Credit Entitlement	137.25	137.25
	Total	4,552.81	7,248.59

Note : 20 Other Current Assets

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Interest accrued on deposits	39.36	34.50
	Total	39.36	34.50

Note : 21 Revenue From Operations

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Sales of Products (Net of Excise Duty)*	34,810.62	1,00,457.37
ii)	Other Operating Revenues	769.82	820.92
	Total	35,580.44	1,01,278.29

*Includes Sponge Iron, Steel Billets, Steel Coil, Cold Rolling & Other Steel Auto Components.

Note : 22 Other Income

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Interest Income including TDS-36.08 lacs (Previous Year TDS-51.50 lacs)	361.34	513.77
ii)	Other Income	258.11	0.30
iii)	Job Work	412.89	425.98
iv)	Profit on sale of fixed assets	151.67	17.91
	Total	1,184.01	957.96

Note : 23 Cost of Material Consumed

Rs. In Lacs

Sr. No	PARTICULARS	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Opening Stock of Raw material	5,969.29	5,124.14
ii)	Add: Purchase of Raw material	27,655.40	85,828.16
iii)	Less: Closing Stock of Raw material	4,732.37	5,969.29
	Total	28,892.32	84,983.01

Note : 23.1 Consumption of Imported and Indigenous Raw Material

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016		For the Year Ended 31.3.2015	
		%	Amount	%	Amount
i)	Imported	Nil	Nil	Nil	Nil
ii)	Indigenous	100	28,892.32	100	84,983.01

Note : 24 Change in Inventories of Finished Goods, Work in Progress And Stock in Trade

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Opening Stock of WIP	428.69	81.08
ii)	Less: Closing Stock of WIP	512.80	428.69
	Total (A)	(84.11)	(347.61)
iii)	Opening Stock of Finished Goods	890.55	2,155.58
iv)	Less: Closing Stock of Finished Goods	1,102.32	890.85
	Total (B)	(211.47)	1,264.73
	TOTAL (A+B)	(295.58)	917.12

Note : 25 Employee Benefits Expense

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Salaries and wages	1,727.64	1,473.59
ii)	Contribution to provident fund & other funds	155.46	232.97
iii)	Staff welfare expenses	83.90	98.49
	Total	1,967.00	1,805.05

Note : 26 Finance Cost

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Interest Expense	12,089.31	12,180.06
	Total	12,089.31	12,180.06

Note : 27 Depreciation & Amortization Expense

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Depreciation on Tangible Assets	8,391.88	5,479.48
	Total	8,391.88	5,479.48

Note : 28 Other Expenses

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Advertisement and Publicity	6.02	8.01
ii)	Auditors Remuneration	6.11	6.11
iii)	Bank Charges	116.19	90.70
iv)	Books & Periodicals	0.64	0.59
v)	Business Promotion Expenses	15.52	16.14
vi)	Charity & Donations	15.39	9.38
vii)	Commission to Selling Agents	37.41	14.18
viii)	Consumption of Stores and Spares Parts	1,600.79	1,328.83
ix)	Director's Sitting Fee	-	0.60
x)	Excise Duty on Stock and Others	23.76	(138.14)
xi)	Freight, Transportation and Handling Charges	101.42	66.57
xii)	Insurance	52.53	81.16
xiii)	Legal and Professional Charges	118.18	101.57
xiv)	Membership & Subscription Charges	1.91	8.63
xv)	Miscellaneous Expenses	59.30	26.77
xvi)	Packing & Other Selling expense	-	64.73
xvii)	Payments to Contractors for Services	722.73	538.80
xviii)	Payments to Outside Agencies	299.96	219.77
xix)	Periphery Development expenses	29.55	15.40
xx)	Power and Fuel	1,189.14	554.82
xxi)	Printing & Stationery	17.81	26.89
xxii)	Rates and Taxes, Excluding, Taxes on Income	384.19	309.46
xxiii)	Recruitment & Training Expenses	3.61	10.16
xxiv)	Rent	20.71	23.53

xxv)	Repairs to Buildings	44.88	25.49
xxvi)	Repairs to Machinery	63.02	91.15
xxvii)	Repairs to Other	8.65	32.81
xxviii)	Royalty Exp	-	13.80
xix)	Telephone, Communication & Postage Charges	28.53	38.99
xxx)	Transport Charges	292.91	281.25
xxxi)	Travelling & Conveyance Expenses	170.09	186.12
	Total	5,430.95	4,054.27

Note : 28.1 Auditors Payments

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	As Auditor	3.30	3.30
ii)	For Taxation Matters	1.00	1.00
iii)	For Management Services	1.15	1.15
iv)	For Reimbursement of Expenses	0.66	0.66
	Total	6.11	6.11

Note : 28.2 Consumption of Imported and Indigenous Spare Parts

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016		For the Year Ended 31.3.2015	
		%	Amount	%	Amount
i)	Imported	0.68	10.94	0.96	12.78
ii)	Indigenous	99.32	1,589.85	99.04	1,316.05

Note : 29 Contingencies & Commitments (to the extent not Provided for)

i) Contingent Liabilities

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Disputed Sales tax/VAT/Entry Tax demand (including interest & penalty)	716.41	1,403.45
ii)	Disputed Excise/Service Tax	427.04	307.32
iii)	Bank Guarantees issued by bank on company's behalf	9,474.00	11,995.97
iv)	Letter of credit issued on behalf of company (outstanding amount)	1,223.59	2,854.14
v)	Corporate Guarantee Given to OCL India Limited	403.00	403.00
	Total	12,244.04	16,963.88

ii) Commitments

Rs. In Lacs

Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
Estimated amount of contracts remaining to be Executed on capital amount (Net of advances)	1,825.20	6,054.80
	1,825.20	6,054.80

Note : 30 Value of Imports calculated on C.I.F basis

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Raw material	Nil	Nil
ii)	Components and spare parts	9.40	12.78
iii)	Capital goods	Nil	Nil
	Total	9.40	12.78

Note : 30.1 Expenditure in Foreign currency

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Professional, Consultant Fees, Royalty & Other Services	-	11.08
ii)	Interest on ECB	897.57	1,643.35
iii)	Travelling	6.40	2.88
	Total	903.97	1,657.31

Note: 31 Default in payment of Installment and Interest on Loan**As at 31.03.2016****Rs in Lacs**

Particulars	(0-90) Days	(90-180) Days	More than 180 Days	Total
1 Long Term Loan -Secured				
Principal	5,697.56	375.00	750.00	6,822.56
Interest	1,767.13	551.50	360.25	2,678.88
2 Long Term Foreign Currency Loan - Secured				
Principal	-	4,643.30	-	4,643.30
Interest	-	661.94	-	661.94
Total Principal	5,697.56	5,018.30	750.00	11,465.86
Total Interest	1,767.13	1,213.43	360.25	3,340.82

As at 27.05.2016**Rs in Lacs**

Particulars	(0-90) Days	(90-180) Days	More than 180 Days	Total
1 Long Term Loan - Secured				
Principal	3,000.00	3,072.56	750.00	6,822.56
Interest	1,111.77	699.77	450.74	2,262.28
2 Long Term Foreign Currency Loan - Secured				
Principal	-	-	4,643.30	4,643.30
Interest	-	-	661.94	661.94
Total Principal	3,000.00	3,072.56	5,393.30	11,465.86
Total Interest	1,111.77	699.77	1,112.68	2,924.21

Note : 32 Employee Benefits (AS-15 revised)

The following data are based on the report of the Actuary.

The principal assumptions used in the actuarial valuation are as below:-

Discount rate	7.84%
Expected rate of future salary increase	10.00%

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
1)	Gratuity (Funded)		
1.A)	Change in present value of obligations		
	Present value of obligations at beginning of year	201.80	128.98
	i) Acquisition Adjustments	0.56	-
	ii) Interest cost	15.73	11.45
	iii) Current service cost	40.82	30.72
	iv) Benefits paid	(4.33)	(2.71)
	v) Actuarial loss on Obligations	(35.43)	33.36
	vi) Plan amendments	-	-
	Present Value of Obligations at the end of the period	219.15	201.80
1.B)	Changes in Fair Value of Plan Assets		
	Present value of obligations at beginning of period	67.85	64.12
	Expected return on plan assets	5.53	5.74
	Actual Company contributions	9.48	1.90
	Actuarial gain/(Loss)	(3.69)	(1.20)
	Employees Contributions	-	-
	Benefits Paid	(4.33)	(2.71)
	Plan assets at the end of the period	74.84	67.85
1.C)	Liability Recognized in the Balance Sheet		
	Present value of obligations at the end of period	219.14	201.80
	Fair Value of plan assets as at the year end	74.84	67.85
	Funded/Unfunded status	(144.30)	(133.95)
	Unrecognized Actuarial Gain/(Loss)		
	Net (Assets) (Not Recognized)/Liability Recognized in Balance Sheet	144.30	133.95
1.D)	Expenses Recognized in Profit and Loss Account		
	Current service cost	40.82	30.72
	Past service cost	-	-
	Interest Cost	15.73	11.45
	Expected return on plan assets	(5.53)	(5.74)
	Net Actuarial (Gain)/Loss recognized during the year	(31.74)	34.56
	Total Expenses recognized in Profit and Loss Account	19.28	70.99
2)	Leave Encashment(Unfunded)		
2.A)	Change in Present Value of Obligations		
	Present value of obligations at beginning of period	111.03	72.66
	i) Interest cost	0.29	6.09
	ii) Current service cost	8.49	7.13
	iii) Benefits paid	9.24	(10.24)
	iv) Actuarial loss on Obligations	(6.98)	35.39
	v) Plan amendments	6.19	-
	Present Value of Obligations at the End of the Period	128.26	111.03

2.B)	Liability Recognized in the Balance Sheet		
	Present value of obligations at the end of period	128.26	111.03
	Fair Value of plan assets as at the year end	-	-
	Funded/Unfunded status	(128.26)	(111.03)
	Unrecognized Actuarial Gain/(Loss)	-	-
		<hr/>	<hr/>
	Net(Assets) (Not Recognized)/Liability Recognized in Balance Sheet	128.26	111.03
		<hr/>	<hr/>
2.C)	Expenses Recognized in Profit and Loss Account		
	Current service cost	9.24	7.13
	Past service cost	-	-
	Interest Cost	8.49	6.09
	Expected return on plan assets	-	-
	Net Actuarial (Gain)/Loss recognized during the year	6.19	35.39
		<hr/>	<hr/>
	Total Expenses Recognized in Profit and Loss Account	23.92	48.61
		<hr/>	<hr/>

Note : 33 Earning Per Share (EPS) (AS-20)

Rs. In Lacs

	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
Net Profit/(Loss) after current & deferred tax and Preference Dividend & dividend tax	(14,568.30)	(5,619.84)
Weighted average number of equity shares of Re. 1/-each	1,341.43	1,341.43
EPS (Rs.) - Basic and Diluted	(10.86)	(4.20)

Note: 34 Segment Reporting (AS-17)

(Rs In Lacs)

Particulars	2015-2016				2014-15			
	Sponge & steel	Power	Others	Total	Sponge & Steel	Power	Others	Total
Segment Revenue								
External	22,790.92	-	12,789.52	35,580.44	22,396.58	-	78,881.71	101,278.29
Inter segment	-	3,235.52	-	3,235.52	-	2,877.44	-	2,877.44
Segment Result								
PBIT	(5,446.77)	(1,100.00)	(2,871.26)	(9,418.03)	(2,309.58)	(2,439.50)	8,261.57	3,512.49
Less : Interest	-	-	-	12,089.31	-	-	-	12,180.06
Add: Unallocable Income	-	-	-	459.14	-	-	-	413.06
PBT	-	-	-	(21,048.20)	-	-	-	(8,254.51)
Tax Expense	-	-	-	(6,479.90)	-	-	-	(2,634.67)
PAT	-	-	-	(14,568.30)	-	-	-	(5,619.84)
Other Information								
Segment Assets	89,149.77	48,209.65	50,763.26	188,122.68	82,539.06	51,367.44	72,026.77	205,933.27
Segment Liability	4,677.07	1,206.93	1,481.38	7,365.38	5,036.97	1,081.78	5,361.97	11,480.72
Unallocable Assets	-	-	-	49,576.71	-	-	-	46,109.80
Unallocable Liabilities	-	-	-	66,438.41	-	-	-	57,833.89
Depreciation	3,425.79	1,201.95	3,759.37	8,387.11	2,669.71	908.11	1,897.38	5,475.20
Unallocable Depreciation	-	-	-	4.77	-	-	-	4.28
Non cash Expenses Other than deprecation	-	-	-	-	-	-	-	-
Provision for Leave encashment	25.63	-	(1.72)	23.91	49.22	-	(1.01)	48.21
Provision for Gratuity	15.95	-	3.33	19.28	68.29	-	3.81	72.10

Note : 35 Related Party Transaction (AS-18)**A) List of Related parties and their relationships**

	Name of Related party	Relationship
1	Garima Buildrop Pvt Ltd.	Holding company
2	Oriental Iron Casting Limited	Subsidiary
3	Aron Auto Limited	Subsidiary
4	OISL Auto Limited	Subsidiary
5	Krisum Mines & Minerals Private Limited (formerly known as Krisum Auto Components Pvt. Ltd)	Subsidiary
6	Rose Fiscal Services Pvt Ltd	Subsidiary of Subsidiary
7	Meltron Vincom Pvt Ltd	Subsidiary of Subsidiary
8	BS Ispat Limited	Subsidiary of Subsidiary
9	Gondwana Ispat Limited	Subsidiary of Subsidiary of Subsidiary
10	Mr. N.K Taori ,Managing Director (up to April 23,2015)	Key Management Personnel
11	Mr. Birendra Jee, Managing Director (w.e.f April 23, 2015)	Key Management Personnel
12	Mr. T.K.Laskar, CFO	Key Management Personnel
13	Ms. Jyoti Mishra, Company Secretary (up to September 18, 2015)	Key Management Personnel
14	Mr. Ajay Kumar Gupta, Company Secretary (w.e.f. September 23, 2015 to May 17, 2016)	Key Management Personnel
15	Ms. Yugami Arora, Company Secretary (w.e.f May 27, 2016)	Key Management Personnel

B)

Rs. In Lacs

Transactions	Subsidiaries	Key Management Personnel	Total
Key Management Personnel's Remuneration	NIL (NIL)	25.96 (78.50)	25.96 (78.50)
Advance Given	776.02 (4,311.99)	Nil	776.02 (4,311.99)
Payable at the year end	530.16 (530.16)	Nil	530.16 (530.16)
Receivable at the year end	18,732.63 (17,956.61)	Nil	18,732.63 (17,956.61)

For and on Behalf of Board**As per our report of even date attached.**

FOR A.C GUPTA & ASSOCIATES
Chartered Accountants.
Firm Regd. No. 008079N

Sd/-
A.C Gupta
Partner
Membership No.: 8565

Sd/-
Birendra Jee
Managing Director

Sd/-
Yogesh Kapur
Director

Place : New Delhi
Date : 27th May, 2016

Sd/-
T.K. Laskar
Chief Financial Officer

Sd/-
Yugami Arora
Company Secretary

**CONSOLIDATED FINANCIAL STATEMENT
Of
OCL IRON & STEEL LIMITED
AND
ITS SUBSIDIARIES**

Form AOC - I

(Pursuant to first proviso to sub-section(3) of section 129 read with rule 5 of Companies(Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies

Part "A": Subsidiaries

Rs. In Lacs

Sr. No	Name of Subsidiary Company	Reporting Period	Reporting Currency	Share Capital	Reserve & Surplus	Total Asset	Total Liabilities	Investment	Turnover	Profit before Tax	Provision for Tax	Profit after Tax	Proposed Dividend	% of Share-holding
1.	Oriental Iron Casting Limited (Consolidated)	31.03.2016	INR	1,990.00	8,599.72	39,046.99	28,457.27	1.60	(821.91)	(2,923.24)	(570.39)	(2,352.85)	Nil	99.75%
2.	Aron Auto Limited	31.03.2016	INR	5.0	(3.99)	534.75	533.74	-	0	(0.25)	Nil	(0.25)	Nil	100%
3	Krisum Mines & Minerals Private Limited (formerly known as Krisum Auto Components Private Limited)	31.03.2016	INR	1.00	(0.50)	20.28	19.78	-	-	(0.36)	-	(0.36)	Nil	100%
4.	OISL Auto Limited	31.03.2016	INR	5.00	-	5.27	0.27	-	-	-	-	-	Nil	99.99%

Notes:

- Names of subsidiaries which are yet to commence operations
 - OISL Auto Limited
- Names of subsidiaries which have been liquidated or sold during the year : NIL

As per our report of even date attached.

For and on Behalf of Board

FOR A.C GUPTA & ASSOCIATES
Chartered Accountants.
Firm Regd. No. 008079N

Sd/-
A.C Gupta
Partner
Membership No.: 8565

Sd/-
Birendra Jee
Managing Director

Sd/-
Yogesh Kapur
Director

Sd/-
T.K. Laskar
Chief Financial Officer

Sd/-
Yugami Arora
Company Secretary

Place : New Delhi
Date : 27th May, 2016

Additional Information as required under Schedule III to the Companies Act, 2013, of enterprises Consolidated as Subsidiary/Associates

Name of the entity in the	Net Assets, i.e., total assets minus total liabilities			Share in profit or loss	
	Reporting Currency	As % of Consolidated net assets	Amount (Rs. in Lakhs)	As % of Consolidated profit or loss	Amount (Rs. in Lakhs)
1	2	3	4	5	6
Parent					
OCL Iron & Steel Limited	INR	127.17	43,283.67	86.12	(14,568.30)
Subsidiaries					
Indian					
1 Oriental Iron Casting Limited (consolidated)	INR	31.11	10,589.72	13.91	(2,352.85)
2 Aron Auto Limited	INR	-	1.01	-	(0.25)
3 Krisum Mines & Minerals Private Limited (formerly known as Krisum Auto Components Pvt. Ltd.)	INR	-	0.50	-	(0.36)
4. OISL Auto Limited	INR	0.01	5.00		
Adjustment due to Consolidation		(58.29)	(19.842.64)		
Minority Interests in all subsidiaries		-	-	(0.03)	5.91
Total		100.00	34,037.26	100.00	(16,915.84)

For and on Behalf of Board

As per our report of even date attached.

FOR A.C GUPTA & ASSOCIATES**Chartered Accountants.****Firm Regd. No. 008079N**

Sd/-

A.C Gupta**Partner****Membership No.: 8565****Place : New Delhi****Date : 27th May, 2016**

Sd/-

Birendra Jee**Managing Director**

Sd/-

T.K. Laskar

Chief Financial Officer

Sd/-

Yogesh Kapur**Director**

Sd/-

Yugami Arora

Company Secretary

Independent Auditor's Report on Consolidated Financial Statements

To the Members of OCL Iron and Steel Limited Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of OCL Iron and Steel Limited ("the Holding Company") and its subsidiaries (the holding Company and its subsidiaries together referred to as "the Group"), comprising of the consolidated balance sheet as at 31st March 2016, the consolidated statement of profit and loss, the consolidated cash flow statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

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

Auditors' Responsibility

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

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

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

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

Opinion

In our opinion and to the best of our information and according to explanations given to us, the aforesaid consolidated financial statements give the information required by the act in the manner so required and give a true and fair view in conformity with the accounting principles generally

accepted in India, of the consolidated state of affairs of the Group, as at 31st March, 2016, and their consolidated loss and their consolidated cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by sub-section 3 of Section 143 of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
 - (c) The consolidated balance sheet, the consolidated statement of profit and loss, and the consolidated cash flow statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March 2016 taken on record by the Board of Directors of the Holding Company and its subsidiary companies incorporated in India, none of the Directors of the Group companies incorporated in India is disqualified as on 31st March 2016 from being appointed as a Director of that company in terms of sub-section 2 of Section 164 of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A"; and
 - (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group referred to in Note 29 to the consolidated financial statements;
 - ii. The Group did not have any material foreseeable losses on long term contracts including derivatives contracts.
 - iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Holding Company and subsidiary companies incorporated in India.

For A.C. Gupta & Associates
Chartered Accountants

Firm's Registration Number: 008079N

A.C. Gupta

Partner

Membership Number: 08565

Place : New Delhi

Dated : 27th May 2016

Annexure - A to the Independent Auditors' Report

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31st March 2016, we have audited the internal financial controls over financial reporting of OCL Iron and Steel Limited ("the Holding Company") and its subsidiary companies which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Holding Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 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 ICAI.

For A.C. Gupta & Associates Chartered Accountants

Firm's Registration Number: 008079N

A.C. Gupta

Partner

Membership Number: 08565

Place : New Delhi

Dated : 27th May 2016

Consolidated Balance Sheet as at 31st March, 2016

Rs. In Lacs

Particulars	Note No	As At 31.3.2016	As At 31.3.2015
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	2	6,641.93	6,641.93
Reserves and Surplus	3	27,395.33	44,311.17
Minority Interest		39.69	45.60
Non-Current Liabilities			
Long-Term Borrowings	4	71,773.63	1,01,281.05
Other Long Term Liabilities	5	63,046.78	55,121.66
Long Term Provisions	6	278.26	255.02
Current Liabilities			
Short-Term Borrowings	7	4,454.96	4,699.42
Trade Payables	8	5,886.61	4,893.55
Other Current Liabilities	9	58,610.51	37,811.90
Short-Term Provisions	10	108.25	61.25
Total		2,38,235.95	2,55,122.55
ASSETS			
Non-Current Assets			
Fixed Assets			
	11		
Tangible Assets		1,79,739.79	1,57,834.56
Intangible Assets		0.37	0.37
Capital Work-in-Progress		8,106.67	30,930.32
Intangible Assets under Development		25.04	25.04
Assets Held for Sale		3,567.31	3,567.31
		1,91,439.18	1,92,357.60
Goodwill		10,992.76	10,992.69
Non-Current Investments	12	1.10	2.01
Deferred Tax Asset (Net)	13	11,103.49	4,053.21
Long Term Loans and Advances	14	5,215.65	12,304.29
Other Non Current Assets		0.53	0.68
Current assets			
Current Investments	15	20.00	20.00
Inventories	16	7,442.36	9,532.62
Trade Receivables	17	1,823.30	3,193.25
Cash and Cash Equivalents	18	4,476.83	14,201.72
Short-Term Loans and Advances	19	5,413.21	8,235.56
Other Current Assets	20	307.54	228.92
Total		2,38,235.95	2,55,122.55

Significant Accounting Policies & Notes 1 to 30 Form Part of Financial Statements.

As per our report of even date attached.

For and on behalf of the Board

For A.C GUPTA & ASSOCIATES

Chartered Accountants.

Firm Regd. No. 008079N

Sd/-

A.C Gupta

Partner

Membership No.: 8565

Sd/-

Birendra Jee

Managing Director

Sd/-

Yogesh Kapur

Director

Sd/-

T.K. Laskar

Chief Financial Officer

Sd/-

Yugami Arora

Company Secretary

Place : New Delhi

Date : 27th May, 2016

Consolidated Statement of Profit and Loss for the year Ended 31st March, 2016

Rs. In Lacs

Particulars	Note No	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
Revenue From Operations	21	36,402.35	1,04,377.33
Other Income	22	1,188.65	1,040.76
Total Revenue		37,591.00	1,05,418.09
Expenses:			
Cost of Materials Consumed	23	29,850.09	89,510.92
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	24	(7.86)	980.08
Employee Benefit Expense	25	2,311.11	2,336.18
Finance Costs	26	13,080.83	13,349.50
Depreciation and Amortization Expense	27	9,151.79	6,190.21
Other Expenses	28	5,840.31	5,021.75
Total Expenses		60,226.27	1,17,388.64
Profit/(Loss) before exceptional items and tax		(22,635.27)	(11,970.55)
Exceptional items		1,336.77	1,235.05
Profit/(Loss) Before Tax		(23,972.04)	(13,205.60)
Tax Expense:		(7,050.29)	(3,934.74)
Net Profit/(Loss) After Tax		(16,921.75)	(9,270.86)
Less: Minority Interest		(5.91)	(9.17)
Add: Income From Associate		-	(0.08)
Net Profit / (Loss) for the Year		(16,915.84)	(9,261.77)
Earning Per Equity Share (Rs. per Share)	30		
(1) Basic		(12.61)	(6.91)
(2) Diluted		(12.61)	(6.91)

Significant Accounting Policies & Notes 1 to 30 Form Part of Financial Statements.

As per our report of even date attached.

For and on behalf of the Board

For A.C GUPTA & ASSOCIATES

Chartered Accountants.

Firm Regd. No. 008079N

Sd/-

A.C Gupta

Partner

Membership No.: 8565

Sd/-

Birendra Jee

Managing Director

Sd/-

Yogesh Kapur

Director

Sd/-

T.K. Laskar

Chief Financial Officer

Sd/-

Yugami Arora

Company Secretary

PLACE : New Delhi

DATE : 27th May, 2016

Consolidated Cash Flow Statement for the year ended 31.03.2016

Rs. In Lacs

	For the year Ended 31.03.2016	For the year Ended 31.03.2015
A Cash Flow From Operating Activities		
Profit/(Loss) Before Tax	(23,972.04)	(13,205.60)
Depreciation	9,154.58	6,241.32
Interest Expense	13,080.83	13,349.50
(Profit)/Loss on Sale of Fixed Assets	(151.67)	(17.91)
Operating Profit Before Working Capital Changes	(1,888.30)	6,367.31
Adjustment for Working Capital Changes		
Inventories	2,090.26	559.60
Trade & Other Receivables	1,369.95	(478.80)
Other Current Assets	(78.62)	56.67
Short Term Loans & Advances	2,873.81	238.32
Current Liabilities and Long Term Provisions	2,843.09	57,156.84
Net Cash Flow From Working Capital Changes	9,098.49	57,532.63
Cash Flow From Operating Activities	7,210.19	63,899.94
Income Tax (Paid) / Refund (incl TDS)	(47.67)	(79.98)
Net Cash Flow From Operating Activities	7,162.52	63,819.96
B Cash Flow From Investing Activities		
Purchase of Fixed Assets	(31,199.10)	(44,218.19)
Sale/Adjustment of Fixed Assets	290.96	23.63
Adjustment to Capital Work in Progress and Capital Advance	32,526.31	35,088.37
Purchase of Investments	0.91	(20.99)
(Increase)/Decrease in Goodwill	(0.07)	
Other Non-Current Assets	0.15	0.17
Net Cash From Investing Activities	1,619.16	(9,127.01)
C Cash Flow From Financing Activities		
Repayment of Secured Loans/Debtenture	(10,608.71)	(47,945.88)
Proceed from Long Term Borrowings	2,589.00	4,274.00
Interest Expense	(10,486.86)	(11,928.96)
Preference Dividend and Dividend Tax	-	(123.21)
Net Cash Flow From Financing Activities	(18,506.57)	(55,724.05)
Net Increase/(Decrease) in Cash or Cash Equivalents	(9,724.89)	(1,031.10)
Opening Cash and Cash Equivalents	14,201.72	15,232.82
Closing Cash and Cash Equivalents	4,476.83	14,201.72

For and on behalf of the Board

Annexure to our report of date
For A.C GUPTA & ASSOCIATES
 Chartered Accountants.
 Firm Regd. No. 008079N

Sd/-
A.C Gupta
 Partner
 Membership No.: 8565

Sd/-
Birendra Jee
 Managing Director

Sd/-
Yogesh Kapur
 Director

Sd/-
T.K. Laskar
 Chief Financial Officer

Sd/-
Yugami Arora
 Company Secretary

Place : New Delhi
 Date : 27th May, 2016

Note : 1

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE CONSOLIDATED ACCOUNTS (ATTACHED TO AND FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2016)

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE CONSOLIDATED ACCOUNTS (ATTACHED TO AND FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 31ST March 2016)

1. ACCOUNTING POLICIES –

A. Principles of Consolidation :

- i. The consolidated Financial Statement relates to OCL Iron and Steel Ltd (the Parent Company), Oriental Iron Casting Ltd (Subsidiary), Krisum Mines & Minerals Private Limited (formerly known as Krisum Auto Components Private Limited) (Subsidiary), OISL Auto limited (Subsidiary) & Aron Auto Ltd (Subsidiary)
- ii. The Consolidated Financial statements have been prepared on the basis of AS-21 issued by ICAI read along with the following assumptions :
 - (a) The Financial Statement of the parent company and its subsidiary companies have been combined on a line by line basis by adding together the book value of like items of assets, liabilities, income and expenses, after fully eliminating intra-group transactions, resulting in unrealized profit or losses.
 - (b) Investments of the parent company in the subsidiaries are eliminated against respective stake of the parent company.

B. Notes to the Consolidated Financial Statements

The notes to the consolidated financial statement intended to serve as a means of informative disclosure and guide to better understanding of the financial information about the economic activities and the economic resources controlled as single economic entity. Recognizing this purpose, the company has disclosed only such notes from the individual financial statement, which fairly presents the needed disclosures. Practical consideration and lack of uniformity on account of local laws and practices made it desirable to exclude notes to account and accounting policies which in the opinion of the management could be better viewed when referred to individual financial statements. Consolidated financial statement have been prepared using uniform accounting policies for like transaction and other events in similar circumstance.

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

Previous year figures have been regrouped/reclassified, wherever necessary to correspond with the current year classification/presentation.

Note : 2 Share Capital

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	AUTHORIZED CAPITAL		
	34,00,00,000 (Prev. Year 34,00,00,000) Equity Shares of Re.1/- each	3,400.00	3,400.00
	7,00,00,000 (7,00,00,000) Preference Shares of Rs.10/- each	7,000.00	7,000.00
		10,400.00	10,400.00
2	ISSUED, SUBSCRIBED & PAID UP CAPITAL		
	13,41,43,160 (Prev. Year 13,41,43,160) Equity Shares of Re.1/- each, fully paid up.	1,341.43	1,341.43
	5,30,05,000 (Prev. Year 5,30,05,000) 2% Non Cumulative Redeemable preference shares of Rs.10/-each fully paid	5,300.50	5,300.50
	Total	6,641.93	6,641.93

Terms of redemption of preference shares

Preference Shares will not be redeemed before 10 years & not later than 12 years from the date of allotment i.e. August 2010 at such premium as may be decided by the board of directors in accordance with the provisions of Companies Act, 2013 or any re-enactment thereof.

2A RECONCILIATION OF SHARES

NO. OF SHARES (In Lacs)

Sr. No.	Particulars	As At 31.3.2016		As At 31.3.2015	
		No. of Share	Amount	No. of Share	Amount
a)	EQUITY SHARES				
	Shares outstanding at beginning of year	1,341.43	1,341.43	1,341.43	1,341.43
	Shares Issued during the year	-	-	-	-
	Shares bought back during the year	-	-	-	-
	Shares outstanding at the end of the year	1,341.43	1,341.43	1,341.43	1,341.43

Sr. No.	Particulars	As At 31.3.2016		As At 31.3.2015	
		No. of Share	Amount	No. of Share	Amount
b)	PREFERENCE SHARES				
	Shares outstanding at the beginning of the year	530.05	5300.50	530.05	5,300.50
	Shares Issued during the year	-	-	-	-
	Shares bought back during the year	-	-	-	-
	Shares outstanding at the end of the year	530.05	5300.50	530.05	5,300.50

2B Name of Shareholders holding more than 5% of share capital

Sr. No.	Particulars	As At 31.3.2016		As At 31.3.2015	
		No. of Shares held (In Lacs)	Amount	No. of Shares held (In Lacs)	Amount
1	Equity Shares				
	Garima Buildprop Pvt Ltd	1,006.07	75%	1,006.07	75%
2	Preference Shares				
	Brassco Estate Pvt. Ltd.	530.05	100%	530.05	100%

Note : 3 Reserve & Surplus

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Capital Reserve		
	Opening Balance	4,817.29	4,817.29
	Add: Current year transfer	-	-
	Less: Written back during current year	-	-
	Closing Balance	4,817.29	4,817.29
2	Preference Shares Redemption Reserve		
	Opening Balance	2,120.20	2,120.20
	Add: Current year transfer	-	-
	Less: Written back during current year	-	-
	Closing Balance	2,120.20	2,120.20
3	Securities Premium Reserve		
	Opening Balance	47,704.50	47,704.50
	Add: Addition during the current year	-	-
	Less: Written back during current year	-	-
	Closing Balance	47,704.50	47,704.50
4	General Reserve		
	Opening Balance	686.24	765.64
	Less: Amount on transition of depreciation	-	114.91
	Add: Impact of deferred tax on transition of depreciation	-	35.51
	Closing Balance	686.24	686.24
5	Surplus (Profit & Loss Account)		
	Opening Balance	(11,017.06)	(1,777.27)
	Add: Profit/(Loss) for the year	(16,915.84)	(9,261.77)
	Less: Appropriations		
	Excess/(Short) provision for previous year	-	0.63
	Add: Adjustment for prior period item on a/c of MAT	-	22.61
	Closing Balance	(27,932.90)	(11,017.06)
	Total	27,395.33	44,311.17

Note : 4 Long Term Borrowings**A) Secured Loan**

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Rupees Term Loans – From Bank	48,221.56	65,894.65
2	Foreign Currency Loans External Commercial Borrowing	23,216.52	35,050.85
	Total	71,438.08	1,00,945.50

Rupee Term Loan of Rs. 55,210.00 Lacs are secured by way of equitable mortgage on all movable & immovable properties situated at Vill. Lamloi, P.O Garvana, Rajgangpur, Distt Sundergarh, ranking pari-passu inter-se save & except the prior charge in favour of banks over entire current assets to secure working capital facilities.

Rupee Term Loan of Rs. 1,574.00 Lacs are secured by way EM of coal mine at Ardhagram allotted to the company, Hypothecation of movable assets located in coal mining site belonging to the company and Pledge of 30% of demat shares of the company exclusively for above credit facilities.

External Commercial Borrowing/INR term loan of Rs. 46,433.03 lacs & Rs.13,497.56 lacs respectively, are secured by way of first ranking & exclusive security over all fixed assets of the project situated at Plot No-A-285 Chopanki Industrial Area, Chopanki, Distt-Alwar, Rajasthan & Plot No-SP-256 Industrial Area Kehrani, Distt-Alwar, Rajasthan.

Rupee Term Loan of Rs. 6,567.55 lacs is secured by way of equitable mortgage on all fixed assets of the subsidiary situated at Nagpur, Maharashtra.

Repayment Schedule**2017-18**

Rs. In Lacs

2018-19

43,294.95

2019-20

13,959.88

2020-21

11,723.25

2,460.00

71,438.08**B) Unsecured loan**

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Loans & Advances From Related Parties	335.55	335.55
	Total	335.55	335.55

Note : 5 Other Long Term Liabilities

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Advance Against Long Term Supply Contracts	56,219.79	49,676.07
2	Others Long Term Liabilities	6,826.99	5,445.59
	Total	63,046.78	55,121.66

Note : 6 Long Term Provisions

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
	Provision for Employee Benefits		
a)	Gratuity	150.41	144.27
b)	Leave Encashment	127.85	110.75
	Total	278.26	255.02

Note : 7 Short Term Borrowings**A) Secured**

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Deposits/ Retention money	97.69	489.37
2	Working Capital Loan – From Bank & Other Financial Institutions	3,897.34	3,750.12
	Total	3,995.03	4,239.49

Note:

- 1) Working capital facilities are secured by hypothecation of raw material, semi-finished goods, stock-in-process, consumable stores and book debts of the Company.

B) Unsecured

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Others	459.93	459.93
	Total	459.93	459.93

Note : 8 Trade Payables

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Trade Payable	4,595.13	4,072.07
2	Advance From Customers	1,291.48	821.48
	Total	5,886.61	4,893.55

Note : 9 Other Current Liabilities

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
a)	Current maturities of long-term debt	40,378.20	27,736.88
b)	Installment due but not paid on Borrowings	11,465.86	-
c)	Interest accrued but not due on borrowings	613.94	564.53
d)	Interest accrued but due on borrowings	3,398.91	856.01
e)	Unclaimed bonus	7.27	4.89
f)	TDS and other Taxes payable	560.47	267.82
g)	Personnel expenses payable	204.99	165.66
h)	Other expense payable	392.01	366.68
i)	Other Liabilities	1,572.93	7,849.43
j)	Guarantee against Performance	15.93	-
	Total	58,610.51	37,811.90

Note : 10 Short Term Provisions

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Provision for Employee Benefits		
	Provision for bonus	86.73	45.71
	Provision for gratuity	7.66	3.65
	Provision for leave encashment	12.84	10.87
2	Contingent provisions on standard assets	1.02	1.02
	Total	108.25	61.25

Note : 11 Fixed Assets

Rs. In Lacs

Sr. No.	Particulars	Gross Block				Depreciation						Net Block	
		Value as on 01.04.15	Additions during the year	Deductions during the year	Value as on 31.3.2016	Value as on 01.4.2015 year	Addition during the year	Impact due to transition of depreciation	Capitalised during the year	Deduction during the year	Value as on 31.3.2015	WDV as on 31.03.16	WDV as on 31.03.15
A)	Tangible Assets												
1	Land - Freehold	1,216.93	174.83	0.12	1,391.64	-	-	-	-	-	-	1,391.64	1,216.93
2	Land - leasehold	3,289.80	-	-	3,289.80	-	110.98	-	-	-	110.98	3,178.82	3,289.80
3	Building	15,284.73	3,508.70	-	18,793.43	1,866.91	805.20	-	-	-	2,672.11	16,121.32	13,417.82
4	Plant and Equipment	1,52,151.42	27,474.39	143.50	1,79,482.31	12,650.71	8,138.90	-	-	4.33	20,785.28	1,58,697.03	1,39,500.71
5	Furnitures & Fixtures	317.92	41.18	-	359.10	96.82	57.23	-	-	-	154.05	205.05	221.10
6	Vehicles	223.17	-	-	223.17	62.52	39.21	-	-	-	101.73	121.44	160.65
7	Office Equipment	38.83	-	-	38.83	14.44	3.06	-	-	-	17.50	21.33	24.39
8	Mine Development	3.16	-	-	3.16	-	-	-	-	-	-	3.16	3.16
	TOTAL (A)	1,72,525.96	31,199.10	143.62	2,03,581.44	14,691.40	9,154.58	-	-	4.33	23,841.65	1,79,739.79	157,834.56
B)	Intangible Assets												
1	Others	0.85	-	-	0.85	0.48	-	-	-	-	0.48	0.37	0.37
	TOTAL (B)	0.85	-	-	0.85	0.48	-	-	-	-	0.48	0.37	0.37
C)	Intangible Assets Under Development												
		25.04	-	-	25.04	-	-	-	-	-	-	25.04	25.04
	TOTAL (C)	25.04	-	-	25.04	-	-	-	-	-	-	25.04	25.04
D)	Assets held for sale												
		4,030.86	-	-	4,030.86	463.55	-	-	-	-	463.55	3,567.31	3,567.31
	TOTAL (D)	4,030.86	-	-	4,030.86	463.55	-	-	-	-	463.55	3,567.31	3,567.31
	Total [A+B+C] (Current Year)	176,582.71	31,199.10	143.62	2,07,638.19	15,155.43	9,154.58	-	-	4.33	24,305.68	1,83,332.51	161,427.28
	Previous Year	131,721.18	44,218.20	59.50	175,880.18	8,852.34	6,241.32	114.91	0.64	53.78	15,155.43	160,724.75	-
E)	Capital Work-in-progress												
		-	-	-	-	-	-	-	-	-	-	8,106.67	30,930.32
	TOTAL (E)											8,106.67	30,930.32

Note : 12 Non-Current Investments

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
	Investment in Equity Instrument		
1	Unquoted investment (At cost)		
	1100 (1100) Equity shares of Vimla Infrastructure (India) Pvt. Ltd. of Rs. 10/- each	1.10	1.10
	4,900 (NIL) of Krisum Mines & Minerals Private Limited (formerly known as Krisum Auto Components Pvt. Ltd.) of Rs 10/- each	-	0.41
	Others	-	0.50
	Total	1.10	2.01
	Particulars	As At 31.3.2016	As At 31.3.2015
	Aggregate value of Unquoted Investments	1.10	2.01

Note : 13 Deferred Tax Assets (Net)

Rs In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
	Liabilities		
	- Depreciation	(15,117.98)	(2,976.96)
	Assets		
	-Others (i.e. allowed on payment basis)	26,221.47	6,994.66
	Impact due to transition of depreciation	-	35.51
	Net (Liability) / Assets	11,103.49	4,053.21

Note : 14 Long Term Loans and Advances

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Capital Advances*		
	Unsecured, Considered Good	5,080.96	12,165.81
2	Security Deposit		
	Secured, Considered Good	134.69	138.48
	Total	5,215.65	12,304.29

Note : No loan is given to any directors or other officers of the company.

*Includes subscription money of Rs. 383.71 lacs towards shares in Joint Venture (Radhikapur (west) Coal Mining Pvt. Ltd.)

Note : 15 Current Investments

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Quoted Investment Investment in Mutual funds	20.00	20.00
	Total	20.00	20.00
	Particulars	As At 31.3.2016	As At 31.3.2015
	Aggregate value of Quoted Investments	20.00	20.00
	Market value of Quoted Investments	20.83	20.17

Note : 16 Inventories

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Raw Material*	5,142.10	6,917.41
2	Work-in-Progress	520.11	443.03
3	Finished Goods	1,223.85	1,293.07
4	Fines	17.10	48.00
5	Stores & Spares	536.94	828.85
6	Others	2.26	2.26
	Total	7,442.36	9,532.62

Note: *Raw Material Stock includes stock of Sized Iron Ore, Coal, Iron Ore Lumps, Steel Coil, Scrap etc.**Note : 17 Trade Receivables**

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
	Unsecured Outstanding for a period exceeding six months from the date they are due for payment		
1	a) Considered Good	418.24	620.08
	b) Considered Doubtful	65.14	426.41
	Less: Provision for Bad and Doubtful Debts	65.14	426.41
2	Other Receivables		
	a) Unsecured, Considered Good	1,405.06	2,573.17
	Total	1,823.30	3,193.25

Note : 18 Cash & Cash Equivalent

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Cash-on-Hand	28.98	32.02
2	Balances with Banks		
	a) In Current Account	747.86	5,728.24
	b) In Bank deposits maturing within twelve months	803.92	946.88
	c) In Bank deposits against LC Margin/BG	2,896.07	7,494.58
	Total	4,476.83	14,201.72

Note : 19 Short Terms Loans and Advances

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	a) Loans & Advances	5,228.29	8,018.33
	b) Doubtful	–	12.61
	Less: Provision for doubtful debts	–	12.61
2	Income Tax payment (Net of Tax Provision)	47.67	79.98
3	MAT Credit Entitlement	137.25	137.25
	Total	5,413.21	8,235.56

Note : 20 Other Current Assets

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2016	As At 31.3.2015
1	Interest accrued on deposits	115.62	37.00
2	Mininig O/B adjustment Account	191.92	191.92
	Total	307.54	228.92

Note : 21 Revenue From Operations

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Sales of Products (Net of Excise)*	35,632.53	103,556.41
ii)	Other Operating Revenues	769.82	820.92
	Total	36,402.35	104,377.33

*Includes Sponge Iron, Steel Billets, Steel Coil, Cold Rolling & Other Steel Auto Components.

Note : 22 Other Income

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Interest Income	365.83	571.51
ii)	Other Income	258.26	0.30
iii)	Job Work	412.89	425.98
iv)	Profit on Sale of Fixed Assets	151.67	17.91
v)	Excess Provisions written Back	–	25.06
	Total	1,188.65	1,040.76

Note : 23 Cost of Material Consumed

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Opening Stock of Raw material	6,917.41	6,565.05
ii)	Add: Purchase of Raw material	28,074.78	89,863.28
iii)	Less: Closing Stock of Raw material	5,142.10	6,917.41
	Total	29,850.09	89,510.92

Note : 24 Change in Inventories of Finished Goods, Work in Progress And Stock in Trade

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
A	Opening Stock of WIP	443.03	131.76
	Less: Closing Stock of WIP	520.11	443.03
	Total (A)	(77.08)	(311.27)
B	Opening Stock of Finished Goods	1,293.07	2,584.42
	Less: Closing Stock of Finished Goods	1,223.85	1,293.07
	Total (B)	69.22	1,291.35
	Grand Total (A+B)	(7.86)	980.08

Note : 25 Employee Benefits Expense

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Salaries and wages	2,034.30	1,946.31
ii)	Contribution to provident fund	175.74	248.50
iii)	Staff welfare expenses	101.07	141.37
	Total	2,311.11	2,336.18

Note : 26 Finance Cost

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Interest Expense	13,080.83	13,349.50
	Total	13,080.83	13,349.50

Note : 27 Depreciation And Amortization Expenses

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Depreciation	9,154.58	6,241.32
ii)	Preliminary Expenses W/o	0.18	0.17
	Less : Depreciation capitalised.	-	(0.24)
	Less : Mining Depreciation trf to minning cost.	(2.97)	(51.04)
	Total	9,151.79	6,190.21

Note : 28 Other Expenses

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Advertisement and Publicity	6.02	8.06
ii)	Auditor Remuneration	7.18	7.50
iii)	Bank Charges	121.73	96.74
iv)	Books & Periodicals	0.64	0.59
v)	Business Promotion Expenses	15.52	16.14
vi)	Charity & Donations	15.39	9.38
vii)	Commission to Selling Agent	37.41	14.18
viii)	Consumption of Stores and Spares Parts	1,636.52	1,404.55
ix)	Director's Sitting Fee	-	0.60
x)	Excise Duty on Stock and Others	(5.33)	(142.71)
xi)	Freight, Transportation and Handling	117.16	155.98
xii)	General Office Expenses	3.99	21.86
xiii)	Insurance	60.94	84.64
xiv)	Legal and Professional Charges	149.86	123.35
xv)	Membership & Subscription Charges	2.56	9.79
xvi)	Miscellaneous Expenses	58.32	28.46
xvii)	Packing & other Selling expense	1.07	64.73
xviii)	Payments to Contractors for Services	737.18	563.06
xix)	Payments to Outside Agencies	307.65	229.43
xx)	Periphery Development expenses	29.55	15.41
xxi)	Power, Fuel & Water	1,342.12	1,061.27
xxii)	Printing & Stationery	18.98	28.09
xxiii)	Rates and taxes, excluding, taxes on income	460.94	351.55
xxiv)	Recruitment & Training Expenses	3.61	10.16
xxv)	Rent	21.91	23.53
xxvi)	Repairs to Buildings	44.88	29.10
xxvii)	Repairs to Machinery	63.02	91.15
xxviii)	Repairs to Others	21.08	51.29
xxix)	Royalty Expense	-	13.80
xxx)	Telephone, Communication & Postage Charges	32.81	42.89
xxxi)	Transport Charges	292.91	281.25
xxxii)	Travelling & Conveyance	188.77	221.58
xxxiii)	Vehicle Hire & Running Expenses	45.92	104.35
	Total	5,840.31	5,021.75

Note : 28.1 Auditors Payments

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	As Auditor	4.37	4.32
ii)	For Taxation matters	1.00	1.00
iii)	For Management services	1.15	1.40
iv)	For Reimbursement expenses	0.66	0.78
	Total	7.18	7.50

Note : 29 Contingencies & Commitments (to the extent not Provided for)i) **Contingent Liabilities** Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
i)	Disputed Sales Tax/VAT/Entry Tax demand (including interest & penalty)	1,594.55	1,403.45
ii)	Disputed Excise/Service tax	427.04	307.32
iii)	Bank Guarantees issued by bank on Company's behalf	11,928.15	14,839.63
iv)	Letter of credit issued on behalf of Company (outstanding amount)	1,223.59	2,854.14
v)	Corporate Guarantee given to OCL India Limited	403.00	403.00
	Total	15,576.33	19,807.54

ii) **Commitments** Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
	Estimated amount of contracts remaining to be executed on capital amount (Net of advances)	1,927.70	6,324.70
		1,927.70	6,324.70

Note : 30 Earning per share (EPS) (AS-20)Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2016	For the Year Ended 31.3.2015
	Net Profit /(Loss) after current tax, deferred tax preference dividend and minority interest	(16,915.84)	(9,261.77)
	Weighted average number of equity shares of Re. 1/-each	1,341.43	1,341.43
	EPS (Rs.) - Basic and Diluted	(12.61)	(6.91)

As per our report of even date attached.

For A.C GUPTA & ASSOCIATES

Chartered Accountants.

Firm Regd. No. 008079N

Sd/-

A.C Gupta

Partner

Membership No.: 8565

Sd/-

Birendra Jee

Managing Director

Sd/-

T.K. Laskar

Chief Financial Officer

Sd/-

Yogesh Kapur

Director

Sd/-

Yugami Arora

Company Secretary

Place : New Delhi

Date : 27th May, 2016

For and on behalf of the Board



OCL IRON AND STEEL LIMITED

Registered Office: Vill. Lamloi, P.O. Garvana, Rajgangpur-770017 (Distt. Sundargarh, Orissa)
Tel. : +91-6624 222562/563 Fax : +91-6624 222 564 E-mail: oclrgp@oclsteel.in
Web : www.oclsteel.in CIN : L27102OR2006PLC008594

ATTENDANCE SLIP

Name of the Shareholder / Proxy* DP ID** Folio No.
Client ID** No. of Shares held

I/We hereby record my/our presence at the **Eleventh Annual General Meeting** of the Company held at **Vill-Lamloi, P.O.-Garvana, Rajgangpur - 770 017 (Distt. Sundargarh, Orissa) on Monday, the 26th day of September, 2016 at 09.30 a.m.**

SIGNATURE OF THE SHAREHOLDER/PROXY*

* Strike out whichever is not applicable.

** Applicable for investors holding shares in electronic form.

Note : Please handover the slip at the entrance of the Meeting venue.

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OCL IRON AND STEEL LIMITED

Registered Office: Vill. Lamloi, P.O. Garvana, Rajgangpur-770017 (Distt. Sundargarh, Orissa)
Tel. : +91-6624 222562/563 Fax : +91-6624 222 564 E-mail: oclrgp@oclsteel.in
Web : www.oclsteel.in CIN : L27102OR2006PLC008594

PROXY FORM-MGT-11

[Pursuant to Section 105(6) of the Companies Act, 2014 and Rule 19(3) of the Companies (Management and Administration) Rules, 2015]

CIN: L27102OR2006PLC008594

Name of the Company: OCL IRON AND STEEL LIMITED

Registered Office: Vill. Lamloi, P.O. Garvana, Rajgangpur-770017 (Distt. Sundargarh, Orissa)

Name of the member(s):

Registered address:

E-mail Id:

Folio No/Client Id:

DP ID:

I/We, being the member(s) of Shares of the above named Company, hereby appoint

- Name:
Address:
E-mail Id:
Signature:, or failing him
- Name:
Address:
E-mail Id:
Signature:, or failing him
- Name:
Address:
E-mail Id:
Signature:, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 11th Annual General Meeting of the Company, to be held on, 26th day of September, 2016 at 09.30 a.m. at the Registered Office of the Company and at any adjournment thereof, in respect of such resolution set out in the Notice convening the meeting, as are indicated below:

Resolution No. 1: Adoption of Annual Standalone and Consolidated Audited Financial Statement, Report of Auditor's and Directors' for the financial year ended 31st March, 2016

Resolution No. 2: Re-appointment of Mr. Vinod Kumar Uppal (DIN: 00897121), who retires by rotation.

Resolution No. 3: Ratification of appointment of M/s A.C. Gupta & Associates, Chartered Accountants as Statutory Auditors of the Company.

Resolution No. 4: Ratification of remuneration of Mr. Yash Pal Sardana (Membership No. 17996), as Cost Auditors of the Company

Signed thisday of, 2016

Signature of Shareholder

Signature of Proxy Holder (s)

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the Meeting.

BOOK-POST

If undelivered please return to :

OCL IRON AND STEEL LIMITED

Regd Office:

Vill. Lamloi, P.O. Garvana, Rajgangpur - 770017

Distt: Sundargarh, Orissa