



Annual Report
of
Kumar Autocast Limited
FY 2015 - 16

BOARD OF DIRECTORS

- | | |
|---------------------------------|--------------------------------|
| (1) Mr. Arun Kumar Sood | - Chairman & Managing Director |
| (2) Mr. Ashish Kumar Sood | - Executive Director |
| (3) Mr. Ajay Kumar Sood | - Executive Director |
| (4) Mr. Kamalinder Kumar Singla | - Independent Director |
| (5) Mr. Ramesh Kumar Sharma | - Independent Director |
| (6) Mr. Jatinder Kumar Malik | - Independent Director |
| (7) Ms. Megha Goel | - Women Director |

COMPANY SECRETARY

CS. Pranav Khanna

CHIEF FINANCIAL OFFICER

Mr. Sushil Kumar

STATUTORY AUDITORS

M/s Vinay & Associates,
Chartered Accountants

SECRETARIAL AUDITOR

M/s Khanna Ashwani & Associates,
Practicing Company Secretaries.

**REGISTRAR AND TRANSFER
AGENT**

Sky line Financial Services Ltd
D-153A, 1st Floor,
Okhla Industrial Area Phase – 1
New Delhi - 110020

REGISTERED OFFICE

C-179, Focal Point, Phase VI,
Ludhiana-141010, Punjab.
E-mail Id: - asood@kumarautocast.com
CIN: - L27101PB1985PLC006100
PAN: - AAACK6718L

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KUMAR AUTOCAST LIMITED
Regd. Office: - C-179, Focal Point, Phase VI,
Ludhiana-141010, Punjab.
CIN: - L27101PB1985PLC006100
Email Id: asood@kumarautocast.com
Telephone No: 0161-2671428

NOTICE

NOTICE is hereby given that the **31st** Annual General Meeting of the Members of **Kumar Autocast Limited** will be held on **30th September, 2016** at **11:00 A.M.** at **C-179, Focal Point, Phase VI, Ludhiana-141010, Punjab** to transact the following business:

ORDINARY BUSINESS:

ITEM NO.1: Financial and Other Reports

To receive, consider and adopt the Audited Balance Sheet as at **31st March, 2016**, Statement of Profit and Loss for the year ended on that date, together with Report of the Auditor's and Director's thereon.

ITEM NO.2: Re – Appointment of Sh. Arun Kumar Sood.

To appoint Directors in place of **Sh. Arun Kumar Sood (DIN 00685937)** who retires by

ITEM NO. 5: Ratification of Appointment of Auditors.

To consider and ratify the appointment of Statutory Auditors of the company for the Financial Year 2016-17 and to fix their

rotation in terms of **Section 152(6)** of the Companies Act, 2013 and being eligible, offer himself for re-appointment.

ITEM NO.3: Re – Appointment of Sh. Ajay Kumar Sood.

To appoint Directors in place of **Sh. Ajay Kumar Sood (DIN 00685585)** who retires by rotation in terms of **Section 152(6)** of the Companies Act, 2013 and being eligible, offer himself for re-appointment.

ITEM NO. 4: Re – Appointment of Megha Goel.

To appoint Directors in place of **Smt. Megha Goel (holding DIN. 00643658)**, who retires by rotation in terms of **Section 152(6)** of the Companies Act, 2013 and being eligible, offer herself for re-appointment.

*remuneration 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 139, 142** and other applicable provisions, if any, of the **Companies Act, 2013** read with the **Companies (Audit and Auditors) Rules, 2014** and subject to approval by members of the company, the appointment of the **M/s Vinay & Associates**, (Firm Registration No. 004462N) **Chartered Accountants**, as the statutory Auditors of the Company for a term of consecutive **Three** years starting from

SPECIAL BUSINESS:-

ITEM NO: 6. Blanket Approval for Related Party Transactions:

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

“**RESOLVED THAT** pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014 and in terms of applicable provisions of Listing Agreement executed with the Stock Exchanges (including any amendment, modification or re-enactment thereof), and also pursuant to the consent of the Audit Committee and the Board of Directors vide resolutions passed in their respective

ITEM NO: 7. To Approve the remuneration payable to Mr. Ajay Kumar Sood, Whole time Director, w.e.f 01st of October 2016.

Conclusion of **29th** Annual general Meeting till the conclusion of **32nd** Annual general Meeting of the company be and is hereby ratified at the **30th Annual General Meeting** of the Company at such remuneration as may be finalized by the Managing Director in Consultation with auditor plus applicable service tax and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.”

meetings, the approval of the Company be and is hereby for entering into the following proposed Related Party Transactions with respect to sale and purchase of goods and raw material by and from Kumar Autocast Limited for the financial year 2016-17 upto the maximum per annum amounts as appended in table below:

Sr No	Name of the Related	Relationship	Maximum Value of Transaction
1	Kumar Exports	Directors having	30 Crore
2	Forgewell	Directors having	5 Crore

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

RESOLVED THAT Pursuant To Provisions of **Section 196, 197 and 203** and all other applicable provisions if any ,of the **companies Act , 2013**, (“the Act”) read with schedule V to the said act and the companies (Appointment and

Remuneration of Managerial personnel) Rules,2014 (including any statutory modification(s) or re-enactment(s) thereof, for time being in force) and as per the Articles of Association of the Company and subject to such other approval(s) or sanction(s) as may be prescribed, consent of the company be and is hereby accorded to re-appoint **Mr. Ajay Kumar Sood** as **Whole Time Director** of the company under the provisions of the Act, for a period of Five years w.e.f. **01.10.2016** for a remuneration of **Rs. 1,50,000 (Rupees One Lakh Fifty Thousand Only)** per month including **House Rent Allowance (HRA) Rs. 50,000 (Rupees Fifty Thousand Only)** and all perquisites or such other limit as may be ascertained under the provision of Schedule V of the Act, payable as per rules and policies of the company.

Sr No	Remuneration	Details
I	Basic Salary	Rs. 150,000/- Per Month
II	House Rent Allowance	Rs. 50,000/- Per Month
III	Perquisites	Perquisites will be allowed in addition to salary, as mentioned below:
a)	Medical Reimbursement	Reimbursement of actual Medical expenses incurred in India and/or abroad and including hospitalization, nursing home and surgical charges and will also pay health insurance premium for himself and his family subject to the Income Tax Act, 1961.
b)	Leave Travel Concession	Reimbursement of actual travelling expenses for

		proceeding on leave once in a year in respect of himself and his family in accordance with the rules of the Company.
c)	Club Fees	Reimbursement of membership fee of any club in India and/or abroad including admission and life membership fee subject a maximum of two (2) clubs.
d)	Personal Accident	Premium not to exceed Rs. 15,000/- Per Annum.
e)	Car & Telephone	Free Use of Company's car for official work as well as for personal purposes and telephone at company's cost.
f)	Gratuity	Company will pay gratuity at the rate of half month's salary for each completed year of service.
g)	Contribution to Provident Fund	Company will contribute to provident fund, superannuation fund and Annuity fund as per company's policy but subject to Income Tax Act, 1961.

**Perquisites shall be evaluated as per Income-Tax Rules, wherever applicable and in absence of any such rules, perquisites shall be evaluated at actual cost.*

RESOLVED FURTHER THAT The Board and Directors of the company be and hereby is authorized to approve the terms and conditions of re-appointment and make changes in the terms of re-appointment including remuneration and do all such acts, deeds and things which are necessary and incidental to give effect to this resolution.

ITEM NO: 8. To Approve the remuneration payable to Mr. Ashish Kumar Sood, Whole time Director, w.e.f 01st of October 2016.

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

RESOLVED THAT Pursuant To Provisions of **Section 196, 197 and 203** and all other applicable provisions if any ,of the **companies Act , 2013**, (“the Act”) read with schedule V to the said act and the companies (Appointment and Remuneration of Managerial personnel) Rules,2014 (including any statutory modification(s) or re-enactment(s) thereof, for time being in force) and as per the Articles of Association of the Company and subject to such other approval(s) or sanction(s) as may be prescribed, consent of the company be and is hereby accorded to re-appoint **Mr. Ashish Kumar Sood** as **Whole Time Director** of the company under the provisions of the Act, for a period of Five years w.e.f. **01.10.2016** for a remuneration of **Rs. 1,50,000 (Rupees One Lakh Fifty Thousand Only) per month** including **House Rent Allowance (HRA) Rs. 50,000 (Rupees Fifty Thousand Only)** and all perquisites or such other limit as may be ascertained under the provision of Schedule V of the Act, payable as per rules and policies of the company.

Sr No	Remuneration	Details
I	Basic Salary	Rs. 150,000/- Per

		Month
II	House Rent Allowance	Rs. 50,000/- Per Month
III	Perquisites	Perquisites will be allowed in addition to salary, as mentioned below:
a)	Medical Reimbursement	Reimbursement of actual Medical expenses incurred in India and/or abroad and including hospitalization, nursing home and surgical charges and will also pay health insurance premium for himself and his family subject to the Income Tax Act, 1961.
b)	Leave Travel Concession	Reimbursement of actual travelling expenses for proceeding on leave once in a year in respect of himself and his family in accordance with the rules of the Company.
c)	Club Fees	Reimbursement of membership fee of any club in India and/or abroad including admission and life membership fee subject a maximum of two (2) clubs.
d)	Personal Accident	Premium not to exceed Rs. 15,000/- Per Annum.
e)	Car & Telephone	Free Use of Company’s car for

		official work as well as for personal purposes and telephone at company's cost.
f)	Gratuity	Company will pay gratuity at the rate of half month's salary for each completed year of service.
g)	Contribution to Provident Fund	Company will contribute to provident fund, superannuation fund and Annuity fund as per company's policy but subject to Income Tax Act, 1961.

**Perquisites shall be evaluated as per Income-Tax Rules, wherever applicable and in absence of any such rules, perquisites shall be evaluated at actual cost.*

RESOLVED FURTHER THAT The Board and Directors of the company be and hereby is authorized to approve the terms and conditions of re-appointment and make changes in the terms of re-appointment including remuneration and do all such acts, deeds and things which are necessary and incidental to give effect to this resolution.

ITEM NO: 9. To Approve the remuneration payable to Mr. Arun Kumar Sood, Managing Director, w.e.f 01st of October 2016.

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

RESOLVED THAT Pursuant To Provisions of **Section 196, 197 and 203** and all other applicable provisions if any ,of the **companies**

Act , 2013, (“the Act”) read with schedule V to the said act and the companies (Appointment and Remuneration of Managerial personnel) Rules,2014 (including any statutory modification(s) or re-enactment(s) thereof, for time being in force) and as per the Articles of Association of the Company and subject to such other approval(s) or sanction(s) as may be prescribed, consent of the company be and is hereby accorded to re-appoint **Mr. Arun Kumar Sood** as **Managing Director** of the company under the provisions of the Act, for a period of Five years w.e.f. **01.10.2016** for a remuneration of **Rs. 1,50,000 (Rupees One Lakh Fifty Thousand Only) per month** including **House Rent Allowance (HRA) Rs. 50,000 (Rupees Fifty Thousand Only)** and all perquisites or such other limit as may be ascertained under the provision of Schedule V of the Act, payable as per rules and policies of the company.

Sr No	Remuneration	Details
I	Basic Salary	Rs. 150,000/- Per Month
II	House Rent Allowance	Rs. 50,000/- Per Month
III	Perquisites	Perquisites will be allowed in addition to salary, as mentioned below:
a)	Medical Reimbursement	Reimbursement of actual Medical expenses incurred in India and/or abroad and including hospitalization, nursing home and surgical charges and will also pay health insurance premium for himself and his family subject to the Income Tax Act, 1961.
b)	Leave Travel	Reimbursement of

	Concession	actual travelling expenses for proceeding on leave once in a year in respect of himself and his family in accordance with the rules of the Company.
c)	Club Fees	Reimbursement of membership fee of any club in India and/or abroad including admission and life membership fee subject a maximum of two (2) clubs.
d)	Personal Accident	Premium not to exceed Rs. 15,000/- Per Annum.
e)	Car & Telephone	Free Use of Company's car for official work as well as for personal purposes and telephone at company's cost.
f)	Gratuity	Company will pay gratuity at the rate of half month's

		salary for each completed year of service.
g)	Contribution to Provident Fund	Company will contribute to provident fund, superannuation fund and Annuity fund as per company's policy but subject to Income Tax Act, 1961.

**Perquisites shall be evaluated as per Income-Tax Rules, wherever applicable and in absence of any such rules, perquisites shall be evaluated at actual cost.*

RESOLVED FURTHER THAT The Board and Directors of the company be and hereby is authorized to approve the terms and conditions of re-appointment and make changes in the terms of re-appointment including remuneration and do all such acts, deeds and things which are necessary and incidental to give effect to this resolution.

By Order of the Board
For **Kumar Autocast Limited**

Place: Ludhiana
Date: 06.09.2016

Sd/-
(Arun Kumar Sood)
Managing Director
(DIN: - 00685937)
2087, Phase-1, Urban Estate,
Dugri, Ludhiana 141003

Notes:

1. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and such proxy need not be a member of the Company. The proxy, in order to be effective must be received by the Company not less than 48 hours before the Meeting. The Blank Proxy form is enclosed.

2. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote in their behalf at the Meeting.

3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

4. A statement giving the relevant details of the Directors seeking re-appointment under Item

Nos. 2 , 3 & 8 of the accompanying Notice, is annexed herewith in explanatory statement.

5. The Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business to be transacted at the Meeting, is annexed hereto.

6. Members are requested to intimate their queries, if any, related to accounts atleast seven days in advance of meeting so that information can be made available and furnished at meeting.

7. All documents referred to in the notice, unless otherwise specifically stated will be available for members for inspection at the registered office of the Company between 10.30 am to 12.30 pm from the date hereof upto the date of Annual General Meeting.

8. The register of members and share transfer books shall remain closed from Monday the 26th September, 2016 to Friday 30th September, 2016 (Both Days inclusive).

9. Mr Ashwani Khanna proprietor of Khannna Ashwani & Associates been appointed as scrutinizer for providing the report on results of poll/vote for the resolution passed during the AGM.

KUMAR AUTOCAST LIMITED
Regd. Office: - C-179, Focal Point, Phase VI,
Ludhiana-141010, Punjab.
CIN No: - L27101PB1985PLC006100
Email Id: asood@kumarautocast.com
Telephone No: 0161-2671428

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT,

2013:

ITEM NO. 2, 3 & 4 OF THE ORDINARY BUSINESS

INFORMATION AND DETAILS REGARDING DIRECTORS SEEKING RE-APPOINTMENT IN THE ENSUING ANNUAL GENERAL MEETING:

Name of the Director	Megha Goel	Arun Kumar Sood	Ajay Kumar Sood
Director Identification Number (DIN)	00643658	00685937	00685585
Date of Birth	23/07/1982	13/12/1948	26/08/1954
Nationality	Indian	Indian	Indian
Date of Appointment on Board	25/03/2015	01/10/2002	01/10/2007
Qualification	MBA	MA Economics	LLB
No. of Shares Held	NIL	83950	32200
List of Directorships held in other Companies (excluding foreign, private and Section 8 Companies)	NIL	NIL	NIL
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees across Public Companies	NIL	NIL	NIL
Relationship with other Directors	Related to Mr. Arun Kumar Sood, Mr. Ashish Kumar Sood and Mr. Ajay kumar Sood	Related to Mr. Ajay Kumar Sood and Mr. Ashish Kumar Sood	Related to Mr. Arun Kumar Sood and Mr. Ashish Kumar Sood

MEMORANDUM OF INTEREST:

Sh. Ashish Kumar Sood and the appointees themselves are deemed to be interested, however none of the other Directors/ Key Managerial Personnel (KMP) of the company/their relatives are concerned or interested, financial or otherwise, in the resolution set out at item No. 3

FOR ITEM NO . 6 OF SPECIAL BUSINESS.

The Company has made all the transactions in Ordinary Course of Business and at Arm Length Price. The Company has sold the Casting Material to Kumar Exports which is Partnership Firm under the Significant Influence of Director's and under common control but all the transactions are made on the Arm Length Price.

For the Good Corporate Governance the resolution is put for the approval of members to approve the Related Party Transactions made in the Ordinary Course of Business.

Memorandum of Interest:

Mr. Arun Kumar Sood, Mr. Ajay Sood & Mr. Ashish Sood being the Partners in that Partnership Firm are interested in passing this resolution.

FOR ITEM NO. 7, 8 & 9 OF SPECIAL BUSINESS.

The members may note that based on the recommendations of the board of directors of the company at their meeting held on 06.09.2016, approve the Revision/Increase of remuneration of **Mr. Ajay Kumar Sood, Whole Time Director, Mr. Arun Kumar Sood, Managing Director & Ashish Kumar Sood, Whole Time Director** of the company under the provisions of Companies Act, 2013 to **Rs. 200,000 (Rupees Two Lakhs Only) per month** each w.e.f **01st October, 2016** including **House Rent Allowance (HRA) Rs. 50,000 (Rupees Fifty Thousand Only)** plus all prerequisites.

Further the Stakeholders may note that **Mr. Ajay Kumar Sood, Mr. Arun Kumar Sood & Mr. Ashish Kumar Sood** were reappointed w.e.f

01.10.2016 for a period of Five years and term of his office is valid 30.09.2021, Therefore the Board of Directors and Nomination & Remuneration Committee, subject to such approval of shareholders is proposing to re-appoint of **Mr. Ajay Kumar Sood, Mr. Arun Kumar Sood & Mr. Ashish Kumar Sood** for further period of five years with effect from **01.10.2016** on a maximum remuneration of **Rs. 200,000 (Rupees Two Lakhs Only) p.m.** or such other limit as may be ascertained under the provisions of Schedule V of the Act ,payable as per rules and policies of the company”

Since the company does not having adequate profits to make the managerial remuneration as per Section 198 of the companies act, 2013, the above proposal requires approval of shareholders of the company to pay managerial remuneration as per Schedule V of Companies Act, 2013. Hence, the proposal is before shareholders for approval through special resolution.

Statement Required pursuant to provisions of Schedule V of the Companies Act, 2013 is given below,

I. GENERAL INFORMATION:

1. Nature of Industry:

The company carries the business of casting Automotive & Locomotive (Railways) Parts and provides casting of several OEM products to leading global automotives players in India as well as in abroad.

2. Date and Expected date of commencement of Commercial Production:

The Commercial Production of the company's product is started in the year of 1985.

3. In Case of New Companies, expected date of commencement of activities as per project approved by financial institution appearing in the prospectus:

Not Applicable.

4. Financial Performance Based on the given indicators:

Company earned the total revenue before tax during the financial year 2015-16 of Rs. 10,010,564 as compared to Rs. 10,576,416 during the financial year 2014-15. However due to increase in the expenses of Human Capital and adjustments of carrying cost related to fixed assets, the company's gross profit margin is slightly squeezed in financial year 2014-15 as compared to profit of 2013-14.

5. Foreign Investment and Collaboration:

Not Applicable

II. INFORMATION ABOUT THE APPOINTEE (Mr. Ajay Kumar Sood):

1. Background Details:

Mr. Ajay Kumar Sood; is the Whole Time Director of the company. During this Period he has served the company with best of his capabilities. He is the person of immense enthusiasm and dynamism possessing sharp ability for business decision making. He carries with himself a vast business experience. Mr. Ajay Kumar Sood completed his Higher Education from Punjab University and is holding degree in LLB from Kurukshetra University. His association with the Company supported by

strong determination, vast knowledge and 33 years of experience in the field of law and practice is expected to be highly beneficial for identifying potential growth plans and projects for business expansion. Currently, he is the (Director Commercial) Marketing and Finance in the Company.

2. Past Remuneration:

Past Remuneration is Rs. 130,000/- Per Month Including House Rent allowance plus other Incentive and Perquisites as per the company policies.

3. Recognition or Awards:

Not applicable

4. Job Profile and Suitability of the Appointee:

Mr. Ajay Kumar Sood has been in managerial position since last couple of years and has been contributing in his role towards achievement of the common objectives of the organization. Hence, on the basis of the recommendation of the Board along with Nomination & Remuneration Committee, Mr. Ajay Kumar Sood is a suitable candidate for his re-appointment as Whole Time Director of the Company.

5. Remuneration Proposed:

The appointee will be paid remuneration not exceeding Rs 200,000/- (Rupees Two lakhs Only) p.m., such other limit as may be ascertained under the provisions of Schedule V of the Act , Plus other Perquisites & Incentives as per company policies, payable as per rules and policies of the company, for a term of Five years w.e.f 01.10.2016.

6. Comparative Remuneration profile with respect to the Industry, size of the company, profile of the position of the company.

Taking into account the size of the company, industry benchmark in general, profile, position, responsibilities, capabilities and the involvement of Mr. Ajay Kumar Sood in the company and the proposed Remuneration is reasonable and in line with the Remuneration levels in the industry, across the industry and befits his position.

7. Pecuniary relationship directly with the company or relationship with the managerial personnel if ,any:

Except for the proposed Remuneration Mr. Ajay Kumar Sood does not have any pecuniary relationship with the company or with any managerial personnel.

III. INFORMATION ABOUT THE APPOINTEE (Mr. Arun Kumar Sood):

1. Background Details:

Mr. Arun Kumar Sood; is the Managing Director of the company. During this Period he has served the company with best of his capabilities. Mr. Arun Kumar Sood completed his Graduation from Punjab University and holds a Post Graduation degree in MA Economics from Punjab University. The wide exposure has made him wise and result oriented person adding to his dedication and determination to take the Company to great heights involving widespread growth and prosperity. Currently he holds the position of Production Director (Technical) having expertise in castings.

2. Past Remuneration:

Past Remuneration is Rs. 130,000/- Per Month Including House Rent allowance plus other Incentive and Perquisites as per the company policies.

3. Recognition or Awards:

Not applicable

4. Job Profile and Suitability of the Appointee:

Mr. Arun Kumar Sood has been in managerial position since last couple of years and has been contributing in his role towards achievement of the common objectives of the organization. Hence, on the basis of the recommendation of the Board, Mr. Arun Kumar Sood is a suitable candidate for his re-appointment as Managing Director of the Company.

5. Remuneration Proposed:

The appointee will be paid remuneration not exceeding Rs 200,000/- (Rupees Two lakhs Only) p.m., such other limit as may be ascertained under the provisions of Schedule V of the Act , Plus other Perquisites & Incentives as per company policies, payable as per rules and policies of the company, for a term of Five years w.e.f 01.10.2016.

6. Comparative Remuneration profile with respect to the Industry, size of the company, profile of the position of the company.

Taking into account the size of the company, industry benchmark in general, profile, position, responsibilities, capabilities and the involvement of Mr. Arun Kumar Sood in the company and the proposed Remuneration is reasonable and in line with the Remuneration levels in the industry, across the industry and befits his position.

7. Pecuniary relationship directly with the company or relationship with the managerial personnel if ,any:

Except for the proposed Remuneration Mr. Arun Kumar Sood does not have any pecuniary relationship with the company or with any managerial personnel.

IV. INFORMATION ABOUT THE APPOINTEE (Mr. Ashish Kumar Sood):

1. Background Details:

Mr. Ashish Kumar Sood; is the Whole Time Director of the company. During this Period he has served the company with best of his capabilities. . He is a Graduate in BA (Arts) from Punjab University. He has been a crucial part of the Company since its incorporation and his active participation in the affairs of the Company in the past 28 years is expected to be more beneficial as the Company grows and expands its business plans. Currently, he is the Director Purchase {Relationship Manager} in the Company.

2. Past Remuneration:

Past Remuneration is Rs. 130,000/- Per Month Including House Rent allowance plus other Incentive and Perquisites as per the company policies.

3. Recognition or Awards:

Not applicable

4. Job Profile and Suitability of the Appointee:

Mr. Ashish Kumar Sood has been in managerial position since last couple of years and has been contributing in his role towards achievement of the common objectives of the organization. Hence, on the basis of the recommendation of

the Board, Mr. Ashish Kumar Sood is a suitable candidate for his re-appointment as Whole Time Director of the Company.

5. Remuneration Proposed:

The appointee will be paid remuneration not exceeding Rs 200,000/- (Rupees Two lakhs Only) p.m., such other limit as may be ascertained under the provisions of Schedule V of the Act , Plus other Perquisites & Incentives as per company policies, payable as per rules and policies of the company, for a term of Five years w.e.f 01.10.2016.

6. Comparative Remuneration profile with respect to the Industry, size of the company, profile of the position of the company.

Taking into account the size of the company, industry benchmark in general, profile, position, responsibilities, capabilities and the involvement of Mr. Ashish Kumar Sood in the company and the proposed Remuneration is reasonable and in line with the Remuneration levels in the industry, across the industry and befits his position.

7. Pecuniary relationship directly with the company or relationship with the managerial personnel if ,any:

Except for the proposed Remuneration Mr. Ashish Kumar Sood does not have any pecuniary relationship with the company or with any managerial personnel.

IV Other Information

1. Reason Of Loss Or Inadequate Profits:

There is lot of new competition in the market, though the size of market is increasing but due to severe competition and the global economic slowdown leads the current financial results into inadequate profits.

2. Steps taken or proposed to be taken for improvement :

The company has taken stringent cost actions and continues to curtail both employee and non employee costs. Also, the management continues to explore avenues to increase the revenue.

3. Expected increase in Productivity and Profits :

The company is committed to build the business operations within budget and considering that the business operates on a going concern basis, it is

believed that financial position of the company will improve in near future.

The Directors recommend the resolutions set in item no 7-9 for approval of shareholders by way of special resolution.

Memorandum of Interest

None of the Directors, key Managerial Personnel and their relatives are interested in the above proposals except proposed appointee's to the extent of their re-appointment.

By and on behalf of the Board
Kumar Autocast Limited

Dated: 06.09.2016

Place: Ludhiana

Sd/-

Ajay Kumar Sood
(W.T Director)

DIN:00685585

2086, Phase-1, Urban Estate,
Dugri, Ludhiana, 141003

Sd/-

Arun Kumar Sood
(Managing Director)

DIN:00685937

2087, Phase-1, Urban Estate,
Dugri, Ludhiana, 141003

KUMAR AUTOCAST LIMITED
Regd. Office: - C-179, Focal Point, Phase VI,
Ludhiana-141010, Punjab.
CIN No: - L27101PB1985PLC006100
Email Id: asood@kumarautocast.com
Telephone No: 0161-2671428

DIRECTORS' REPORT

To,

The Members,

The Directors of your Company have pleasure in presenting their **31st Annual Report** on the affairs of the Company together with the Audited Accounts of the Company for the year ended **March 31, 2016**.

1. FINANCIAL RESULTS

The Company's financial performance, for the year ended March 31, 2016 is summarized below:

(Amt. in Lakhs)

<u>PARTICULARS</u>	<u>2015-16</u>	<u>2014-15</u>
Revenue from operations(Gross)	2994.18	2979.45
Profit before Depreciation, Interest & Tax (PBDIT)	174.92	189.95
Less: Interest & Financial Expenses	43.28	46.35
Profit Before Depreciation & Tax (PBDT)	131.64	143.60
Less: Depreciation	31.54	37.84
Profit Before Tax (PBT)	100.10	105.76
Less: Provision For Taxation	30.52	34.05
Deferred Tax Charge	14.96	0.02
Add: Deferred Tax Assets	-	-

Profit For The Period and After Tax (PAT)	54.62	71.50
Earnings Per Share (Rs.)		
-Basic	22.12	28.95
-Diluted	22.12	28.95
Balance Available for Appropriation	54.62	71.50
Less: Proposed Dividend on Equity Shares	-	-
Tax on Proposed Dividend	-	-
Transfer to General Reserve	-	-
Surplus Carried to Balance Sheet	54.62	71.50

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under Section 211 (3C) of the Companies Act, 1956 (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of Rule 7 of The Companies (Accounts) Rules, 2014) and the relevant provisions of the Companies Act, 1956 / Companies Act, 2013, as applicable. Accounting policies have been consistently applied except where a newly issued accounting standard, if initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. Management evaluates all recently issued or revised accounting standards on an ongoing basis.

2. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

A. FINANCIAL ANALYSIS AND STATE OF COMPANY AFFAIRS:

PRODUCTION & SALES REVIEW:

During the year, the Revenue from operations was **Rs. 29,87,61,008.22** as against **Rs. 29,72,51,234.58** in the previous year. The Company earned other income of **Rs. 6,57,422.25** during the year as against **Rs. 6,93,738.70** during last year.

PROFITABILITY:

The Company earned profit before depreciation, interest and tax of **Rs.1,74,93,946.63** as against **Rs. 1,89,95,686** in the previous year. After providing for depreciation of **Rs. 31,54,810.66** (Previous Year **Rs. 37,84,149.65**), the profit after tax was **Rs. 1,00,10,564.08** as against **Rs. 1,05,76,416.21** last year.

B. RESOURCE UTILISATION:FIXED ASSETS:

The net fixed assets as at 31st March, 2016 were **Rs. 2,85,05,118.83** as against previous year's fixed assets of **Rs. 2,48,00,045.25**. During the

year, there were additions of fixed assets amounting to **Rs. 26,36,459**(Previous Year **Rs. 91,62,205.50**).

CURRENT ASSETS:

The net current assets as on 31st March, 2016 were **Rs. 12,84,15,442.48**as against **Rs. 11,03,60,524.91**in the previous year.

C. FINANCIAL CONDITIONS AND LIQUIDITY:

Management believes that the Company's liquidity and capital resources are sufficient to meet its expected working capital needs and other anticipated cash requirements. The position of liquidity and capital resources of the Company is given below: -

CASH AND CASH EQUIVALENTS:

(Amt in Rs.)

Particulars	2015-16	2014-15
Beginning of the Year	93,547	3,159,302
End of the Year	72,49,739	93,547
Net Cash provided/(used) by:		
- Operating Activities	16,500,647	8,351,838
- Investing Activities	(1,565,100)	(8,725,442)
- Financing Activities	(7,779,354)	(2,692,151)

3. DIVIDEND

To keep and conserve the profits and reserves for future expansion of the company the Board of Directors of the company has not recommended any dividend for the year **2015-2016**.

4. EXTRACT OF ANNUAL RETURN

As required pursuant to **Section 92(3)**of the Companies Act, 2013 and **Rule 12(1)** of the Companies (Management and Administration) Rules, 2014, an extract of annual return in **MGT 9** as a part of this Annual Report as **ANNEXURE I**.

5. NUMBER OF MEETINGS OF THE BOARD

The Board meets at regular intervals to discuss and decide on Company / business policy and strategy apart from other Board business.

The notice of Board meeting is given well in advance to all the Directors. Usually, meetings of the Board are held in Registered Office, Ludhiana to discuss the complex business strategies. The Agenda of the Board / Committee meetings is circulated at least a week prior to the date of the meeting. The Agenda for the Board and Committee meetings includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

The Board met **Nine** times in financial year 2015 –16 viz., on 15.05.2015, 20.07.2015, 11.08.2015, 04.09.2015, 05.10.2015, 05.11.2015, 02.11.2015,

22.01.2016, 04.03.2016. The maximum interval between any two meetings did not exceed 120 days

5. DIRECTOR'S RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3) (c) of the Companies Act, 2013:

a). that in the preparation of the annual financial statements for the year ended 31st March, 2016, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b). that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

c). that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the Assets of the Company and for preventing and detecting fraud and other irregularities;

d). that Directors' have prepared the annual accounts on a going concern basis;

e). the directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;

f). the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

6. COMMENTS ON AUDITORS REPORT

There are no qualifications, reservation or adverse remark or disclaimer made:

- (i) By the auditor in his report; and
- (ii) By the company secretary in practice in his secretarial audit report.

7. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

8. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. The details of material contracts/ arrangements/ transactions at arm's length basis for the year ended 31st March, 2016 is annexed hereto in **Form AOC-2** and forms part of this report as **ANNEXUREII.**

9. TRANSFER TO RESERVES

NIL amount is transferred to the General Reserve. However an amount of **Rs. 5,46,27,63.08** is proposed to be retained in the surplus.

10. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

In accordance with the provisions of Section 125(2) of the Companies Act, 2013 company has not having any unpaid dividend or excess share application amount in the book of accounts. As company has not declared any dividend in the previous year, hence no amount is transferred to Investor Education and Protection Fund.

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

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

12. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

Energy conservation continues to be an area of major emphasis in our Company. Efforts are made to optimize the energy cost while carrying out the manufacturing operations. Particulars with respect to conservation of energy and other areas as per Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, are annexed hereto and form part of this report as **Annexure III** and is attached to this report.

16. FINANCIAL HIGHLIGHTS

PARTICULARS	<i>(Amt. in Lakhs)</i>				
	2015-16	2014-15	2013-14	2012-13	2011-12
Revenue from operations(Gross)	2987.61	2972.51	2890.22	2588.36	2520.47
TOTAL INCOME	2994.18	2979.44	2893.38	2595.29	2522.89
Earnings before Depreciation, Finance Cost & Tax	174.92	189.96	178.87	109.97	99.11

13. CORPORATE SOCIAL RESPONSIBILITY

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions as per section 135 of Companies Act, 2013 are not applicable.

14. BOARD EVALUATION

Pursuant to the provisions of the **Section 134** of the Companies Act, 2013 read with **Rule 8(4)** of the **Companies (Accounts) Rules, 2014**, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees. The performance evaluations of all the independent Directors have been done by the entire board excluding the director being evaluated. On the basis of the performance evaluation done by the board it shall be determined whether to extend or continue their term of appointment, whenever their respective term expires.

15. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint venture or Associate Company.

expenses (EBDIT)					
Less: Depreciation & Amortization	31.54	37.84	30.62	17.76	19.08
Finance Cost	43.28	46.35	35.89	24.05	11.49
PROFIT FOR THE YEAR	100.10	105.76	112.36	68.16	68.54
Equity Dividend%	-	-	-	-	-
Dividend payout	-	-	-	-	-
Equity Share Capital	24.70	24.70	24.61	24.61	24.61
Equity Share Suspense Account	-	-	-	-	-
Equity Share warrants	-	-	-	-	-
Reserves & Surplus	751.90	650.71	572.85	487.60	446.16
Net Worth	776.60	675.41	597.46	512.21	470.77
Borrowings (Long term & Short term)	456.29	332.32	305.14	329.59	4.21
Gross Fixed Assets	594.39	627.41	540.10	478.80	423.21
Less: Depreciation					
Net Fixed Assets	285.05	248.00	194.52	154.75	113.46
Investments	-	-	-	-	-
Face Value Per Share	10	10	10	10	10
EPS(Basic & Diluted)	22.12	28.95	30.87	17.38	18.89

17. DEPOSITS

The Company has not accepted and does not intend to accept any deposits from the public. As at 31st March, 2016 there are no outstanding/unclaimed deposits from the public.

18. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators/Courts which would impact

the going concern status of the Company and its future operations.

19. NUMBER OF CASES FILED, IF ANY, AND THEIR DISPOSAL UNDER SECTION 22 OF THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company has Zero tolerance towards any action on the part of any one which may fall under the ambit of 'Sexual Harassment' at workplace, and is fully committed to uphold and maintain the dignity of every women working with the Company. The Policy framed by the Company in this regard provides for protection against sexual harassment of women at workplace and for prevention and redressal of such complaints.

20. PARTICULARS NO. OF COMPLAINTS TO PREVENTION OF SEXUAL HARASSEMENT COMMITTEE

Number of Complaints pending as on beginning of the financial year NIL

Number of Complaints filed during the financial year NIL

Number of Complaints pending as on the end of the financial year NIL

21. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has well defined internal control system. The Company takes abundant care to design, review and monitor the working of internal control system. Internal audit in the organization is an independent appraisal activity and all significant issues are brought to the attention of the Audit Committee of the Board.

22. INTERNAL FINANCIAL CONTROL:

B). KEY MANAGERIAL PERSONNEL

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

23. A). DIRECTORS

i). APPOINTMENTS

INDEPENDENT/WOMEN DIRECTOR

At the 29th Annual General Meeting of the Company held on **30.09.2014**, the Members of the Company had designate **Sh. Ramesh Kumar Sharma, Sh. Kamalinder Kumar Singla** and **Sh. Jatinder Kumar Malik** as an Independent Directors of the Company, for a period of 5 years with effect from 06.12.2013. All Independent Directors have given declarations that they meet the criteria of independence as laid down under **Section 149(6)** of the Companies Act, 2013. Ms. Megha Goel were appointed as women director as per the provisions of Companies Act, 2013 w.e.f 25.03.2015.

DECLARATION UNDER SECTION 149(6):

All the Independent Directors have submitted their disclosures to the board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors.

ii). RETIREMENT BY ROTATION

Pursuant to the provisions of Section 152 of the Companies Act, 2013 **Sh. Arun Kumar Sood (holding DIN. 00685937), Sh. Ajay Kumar Sood (holding DIN 00685585) and Smt. Megha Goel (holding DIN. 00643658)** Whole-time Director and women Director of the Company retires by rotation and being eligible offers himself for re-appointment.

Pursuant to the provisions of **Section 203** of the Companies Act, 2013 the below mentioned KMP's have been appointed/designated in the Board Meeting held on 25th March, 2015 and 11th Aug, 2015 as detailed below:

WHOLE TIME KEY MANAGERIAL PERSONNEL OF THE COMPANY	DESIGNATION
Mr. Arun kumar Sood	Managing Director
CS Pranav Khanna*	Company Secretary(CS)
Mr. Sushil Kumar	Chief Financial Officer(CFO)

* During the Financial Year CS. Jatin Kumar has resigned from the position of whole time company Secretary and CS. Pranav Khanna has joined the company as Whole Time Company Secretary on 02.11.2015.

24. AUDITORS AND AUDITORS REPORT

A). STATUTORY AUDITORS

M/s Vinay & Associates, Chartered Accountants (Firm Registration No. 004462N) the Statutory Auditors of the Company, have been appointed by the Shareholders of the Company for three consecutive years i.e. from conclusion of 29th Annual General Meeting to the conclusion of 32nd Annual General Meeting, whose first year will be completed in the ensuing Annual General Meeting. Pursuant to provisions of Section 139 (1) of the Companies Act, 2013, this appointment shall be ratified by the Shareholders at every Annual General Meeting during their tenure. Therefore, it is recommended to the shareholders to ratify the appointment of **M/s Vinay & Associates**, the Statutory Auditors, in their forthcoming Annual General Meeting.

Further, the Statutory Auditors of the Company have submitted Auditors' Report on the accounts of the Company for the accounting year ended 31st March, 2016 which is self-explanatory.

B). SECRETARIAL AUDITOR

M/S Khanna Ashwani & Associates, Company Secretary in Practice, were appointed as

Secretarial Auditor of the Company by the Board of Directors in their meeting held on 16.06.2016 for the financial year 2015-16.

The Secretarial Auditors of the Company have submitted their Report in Form No. MR-3 as required under Section 204, of the Companies Act, 2013 for the financial year ended 31st March, 2016. The Report forms part of this report as **Annexure IV**.

C). INTERNAL AUDITOR:

M/S J.S Bahl & Co, Chartered Accountants, were appointed as Internal Auditor of the Company pursuant to provisions of **Section 138** of the Companies Act, 2013 by the Board of Directors in their meeting held on 16.06.2016 to conduct internal audit of the functions and activities of the Company and maintain internal control systems of the Company.

25. BOARD COMMITTEES

A. AUDIT & RISK MANAGEMENT COMMITTEE.

The Audit and Risk Management committee of the Board of Directors was re-constituted on **18.06.2014** in conformity of provisions of the Companies Act, 2013. The committee comprises

of three Independent directors i.e. **Sh. Ramesh Kumar Sharma, Sh. Kamalinder Kumar Singla and Sh. Jatinder Kumar Malik.** Sh. Ramesh Kumar Sharma is the Chairperson of the said committee. The Committee met Four (4) times during the year.

B. NOMINATION AND REMUNERATION COMMITTEE

The Nomination & Remuneration Committee was re-constituted by the Board on **18.06.2014**, consisting of three Non Executive Independent directors i.e. **Sh. Ramesh Kumar Sharma, Sh. Kamalinder Kumar Singla and Sh. Jatinder Kumar Malik.** Sh. Kamalinder Kumar Singla is the Chairperson of said Committee. The Committee met two times during the year under review.

26. POLICIES

A). VIGIL MECHANISM AND WHISTLE BLOWER POLICY

Pursuant to provisions of **Section 177 (9)** of the Companies Act, 2013, the Company has established a “Vigil Mechanism” incorporating Whistle Blower Policy in terms of the Listing Agreement for employees and directors of the Company, for expressing the genuine concerns of unethical behavior, frauds or violation of the codes of conduct by way of direct access to the Chairman/Chairman of the Audit Committee in exceptional cases. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns.

B). REMUNERATION POLICY

The Nomination & Remuneration Committee of the Company has formulated the Nomination & Remuneration policy on Director’s appointment and remuneration includes the criteria for determining qualifications, positive attributes, independence of a director and other matters as provided under **Section 178(3)** of the Companies

Act, 2013. The Nomination & Remuneration Policy is annexed thereto and form part of this Report as **ANNEXURE V.**

C). RISK MANAGEMENT POLICY

The Audit & Risk Management Committee has formulated Risk Management Policy of the Company which has been subsequently approved by the Board of Directors of the Company. The aim of risk management policy is to maximize opportunities in all activities and to minimize adversity.

The policy includes identifying types of risks and its assessment, risk handling and monitoring and reporting, which in the opinion of the Board may threaten the existence of the Company.

D). RELATED PARTY TRANSACTION POLICY

Related Party Transaction Policy, as formulated by the Company defines the materiality of related party transactions and lays down the procedures of dealing with Related Party Transactions that may have potential conflict with the interest of the Company at large. Transactions entered with related parties as defined under the Companies Act, 2013 during the Financial Year 2015-16 were mainly in the Ordinary Course of business and on an arm's length basis. Prior approval of the Audit and Risk Management Committee is obtained by the Company before entering into any Related Party Transaction as per the applicable provisions of the Companies Act 2013

27. SHARES

A). BUY BACK OF SECURITIES

The Company has not bought back any of its securities during the year under review.

B). SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the year under review.

C). BONUS SHARES

No Bonus Shares were issued during the year under review.

D).EMPLOYEES STOCK OPTION PLAN

The Company has not provided any Stock Option Scheme.

28.HUMAN RESOURCES /INDUSTRIAL RELATIONS:

The Company continues to lay emphasis on building and sustaining an excellent organization climate based on human performance. Performance management is the key word for the company. During the year the Company employed around 261 employees.

Pursuit of proactive policies for industrial relations has resulted in a peaceful and harmonious situation on the shop floors of the various plants.

29. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

The disclosures in respect of managerial remuneration as required under section 197(12) read with **Rule 5(1)** of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is annexed hereto and form part of this report as **Annexure VI**.

None of the employee of the Company receives salary of **Rs. 60 Lacs** per annum or **Rs. 5 Lacs** per month or more during the Financial Year 2014-2015 as per **Rule 5(2)** and **5(3)** Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

In terms of section **197(14)** of the Companies Act, 2013, the Company does not have any Holding or Subsidiary Company.

30. LISTING WITH STOCK EXCHANGE

The Shares of the Company were listed on Ludhiana Stock Exchange Ltd but due to de-recognition of said stock exchange, LSE shall no longer be performing any Stock Exchange related activities post December 30, 2014.

In accordance with the SEBI guidelines, LSE has entered into agreement with National Stock Exchange (NSE) for shifting the Exclusive listed companies on Dissemination Board of NSE. National Stock Exchange Ltd vide circular no.**NSE/CML/28210** dated **November 28, 2014** has placed Exclusive listed companies of LSE on Dissemination Board and will be available for buying and selling on Dissemination Board of NSE w.e.f. December 01, 2014.

As per the SEBI circular no. CIR/ MRD/ DSA/ 14/ 2012 dated 30th May, 2012, the Companies on Dissemination Board, shall get its shares relisted on the any stock exchange having nationwide terminals, or provide the exit opportunity to its shareholders. In compliance of the above said circular, the Board has made the Re-listing application to National Stock Exchange (NSE) on 28.03.2016 but due to change in Re – Listing Criteria of NSE, the Re listing application made by our company is rejected by the NSE.

Board feels aggrieved upon the said refusal letter of the NSE, and subsequently filed the Appeal to SEBI (Securities Exchange Board of India) against that refusal letter issued by NSE. Till date matter is pending before the SEBI and company has not received any correspondence for the same.

31.CORPORATE GOVERNANCE REPORT

Clause 49 of listing agreement which outlines the corporate governance report is not applicable to our company, as our company's paid up capital is less than 10 crores and net worth is less than 25 crores for F.Y 2015 – 16.

32. STATUTORY DISCLOSURES

None of the Directors of the Company are disqualified under the provisions of section 164 of the Companies Act 2013. The Directors have made the requisite disclosures, as required under the Companies Act 2013.

33. ACKNOWLEDGEMENT

The Board of Directors places on record its sincere appreciation for the dedicated services rendered by the employees of the Company at all levels and the constructive co-operation extended by them. Your Directors would like to express their grateful appreciation for the assistance and support by all Government Authorities, Auditors, financial institutions, banks, suppliers, other business associates and last but not the least the Shareholders.

By and on behalf of the Board
Kumar Autocast Limited

Dated: 25.05.2016

Place: Ludhiana

Sd/-

Ajay Kumar Sood
(W.T Director)

DIN:00685585

2086, Phase-1, Urban Estate,
Dugri, Ludhiana, 141003

Sd/-

Arun Kumar Sood
(Managing Director)

DIN:00685937

2087, Phase-1, Urban Estate,
Dugri, Ludhiana, 141003

ANNEXURE 1 - EXTRACT OF ANNUAL RETURN

(Referred to Paragraph 17 under "Annual Return" section of our Report of even date)

FORM NO. MGT 9

As on financial year ended on 31.03.2016

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

I. REGISTRATION & OTHER DETAILS:

1	CIN	L27101PB1985PLC006100
2	Registration Date	09/01/1985
3	Name of the Company	KUMAR AUTOCAST LIMITED
4	Category/Sub-category of the Company	Company Limited By Shares Non-govt company
5	Address of the Registered office & contact details	C-179, Focal Point, Phase VI, Ludhiana, Punjab. Telephone No: 0161-267142
6	Whether listed company	N.A. (Dissemination Board)
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Skyline Financial Services (P) Ltd D – 153A, 1 st Floor, Okhla Industrial Area, Phase 1 , New Delhi – 110020

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Casting	243-Casting of metals	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
NIL					

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 [As on 31-March-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	178900	1798900	72.43%	-	178900	1798900	72.43%	0.00%
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (1)	-	178900	1798900	72.43%	-	178900	1798900	72.43%	0.00%

(2) Foreign									
a) NRI Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (2)	-	-	-	-	-	-	-	-	-
TOTAL (A)	-	178900	1798900	72.43%	-	178900	1798900	72.43%	0.00%

B. Public Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
1. Institutions										
a) Mutual Funds	-	-	-	-	-	-	-	-	-	
b) Banks / FI	-	-	-	-	-	-	-	-	-	
c) Central Govt	-	-	-	-	-	-	-	-	-	
d) State Govt(s)	-	-	-	-	-	-	-	-	-	
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-	
f) Insurance Companies	-	-	-	-	-	-	-	-	-	
g) FIIs	-	-	-	-	-	-	-	-	-	
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	

i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	58000	58000	23.48%	-	58000	58000	23.48%	0%
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	10100	10100	4.09%	-	10100	10100	4.09%	0%
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	68100	68100	27.57%	-	68100	68100	27.57%	0%
Total Public (B)	-	68100	68100	27.57%	-	68100	68100	27.57%	0%

C. Shares held by Custodian for GDRs & ADRs

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Total (A+B+C)	0.00	247000	247000	100.00 %	0.00	247000	247000	100.00 %	0.00 %

(ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Arun Kumar Sood	83,950	33.99%	0.00	83950	33.99%	0.00	0.00%
2	Ajay Kumar Sood	32,200	13.04%	0.00	32200	13.04%	0.00	0.00%
3	Ashish Kumar Sood	39,050	15.81%	0.00	39050	15.81%	0.00	0.00%
4	Shama Sood	13,550	5.49%	0.00	13550	5.49%	0.00	0.00%
5	Alka Sood	50	0.02%	0.00	50	0.02%	0.00	0.00%
6	Seema Sood	10100	4.09%	0.00	10100	4.09%	0.00	0.00%

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

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year			No Change			
	Changes during the year						
	At the end of the year						

(iv) Shareholding Pattern of top ten Shareholders

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

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the Year		Cumulative Shareholding during the Year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Raghubir Singh Panchal						
	At the beginning of the year			10100	4.09%	10100	4.09%
	Changes during the year			No Change	0.00%	No Change	0.00%
	At the end of the year			10100	4.09%	10100	4.09%
2	Sh. Paramjit Singh						
	At the beginning of the year			9000	3.64%	9000	3.64%
	Changes during the			No Change	0.00%	No Change	0.00%

	year						
	At the end of the year			9000	3.64%	9000	3.64%
3	Smt. Rajinder Kaur						
	At the beginning of the year			4100	1.66	4100	1.66
	Changes during the year			No Change	0.00%	No Change	0.00%
	At the end of the year			4100	1.66	4100	1.66
4	Sh. Preet Mohinder Singh						
	At the beginning of the year			4000	1.62%	4000	1.62%
	Changes during the year			No Change	0.00%	No Change	0.00%
	At the end of the year			4000	1.62%	4000	1.62%
5	Vinod Sagar						
	At the beginning of the year			3500	1.42%	3500	1.42%
	Changes during the year			No Change	0.00%	No Change	0.00%
	At the end of the year			3500	1.42%	3500	1.42%
6	Smt Renu Sharma						
	At the beginning of the year			3500	1.42%	3500	1.42%
	Changes during the year			No Change	0.00%	No Change	0.00%
	At the end of the year			3500	1.42%	3500	1.42%

7	Sh. Rakesh Dhanda						
	At the beginning of the year			2600	1.05%	2600	1.05%
	Changes during the year			No Change	0.00%	No Change	0.00%
	At the end of the year			2600	1.05%	2600	1.05%
8	Shivam Sood						
	At the beginning of the year			2050	0.83%	2050	0.83%
	Changes during the year			No Change	0.00%	No Change	0.00%
	At the end of the year			2050	0.83%	2050	0.83%
9	Sh. SurinderAbrol						
	At the beginning of the year			2050	0.83%	2050	0.83%
	Changes during the year			No Change	0.00%	No Change	0.00%
	At the end of the year			2050	0.83%	2050	0.83%
10	Sh. Ramesh Kumar Sharma						
	At the beginning of the year			2000	0.81%	2000	0.81%
	Changes during the year			No Change	0.00%	No Change	0.00%
	At the end of the year			2000	0.81%	2000	0.81%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Arun Kumar Sood						
	At the beginning of the year			83,950	33.99%	83,950	33.99%
	Changes during the year			No change	0.00%	No change	0.00%
	At the end of the year			83,950	33.99%	83,950	33.99%
2	Ajay Kumar Sood						
	At the beginning of the year			32,200	13.04%	32,200	13.04%
	Changes during the year			No change	0.00%	No change	0.00%
	At the end of the year			32,200	13.04%	32,200	13.04%
3	Ashish Kumar Sood						
	At the beginning of the year			39,050	15.81%	39,050	15.81%
	Changes during the year			No change	0.00%	No change	0.00%
	At the end of the year			39,050	15.81%	39,050	15.81%

**Other directors and KMP's do not have any shareholding in the company as on 31.03.2016*

V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	33,232,924	-	-	33,232,924
ii) Interest due but not paid	-	-	-	-

iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	33,232,924	-	-	33,232,924
Change in Indebtedness during the financial year				
Addition				
Loan Taken	15,937,859	-	-	15,937,859
Interest On Loan	4,328,571	-	-	4,328,571
Reduction				
Loan Repaid	3,541,000	-	-	3,541,000
Net Change	16,725,430	-	-	16,725,430
Indebtedness at the end of the financial year				
i) Principal Amount	45,629,784	-	-	45,629,784
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	39,055	-	-	39,055
Total (i+ii+iii)	45,668,839	-	-	45,668,839

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
1.	Gross salary	Arun Kumar	Ajay Kumar	Ashish Kumar	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,560,000	1,560,000	1,560,000	4,680,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961				

2.	Stock Option	-			-
3.	Sweat Equity	-			-
4.	Commission - as % of profit - others, specify...	-			-
5.	Others, please specify (Medical Reimbursement)	51,037	62,559	72,090	185,686
6.	Total (A)	1,611,037	1,622,559	1,632,090	4,865,686
	Ceiling as per the Act (As per Schedule V for Companies having Inadequate Profits)	3,000,000	3,000,000	3,000,000	9,000,000 in accordance to effective capital

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	Independent Directors · Fee for attending board committee meetings · Commission · Others, please specify	N/A	N/A	N/A	N/A	-
	Total (1)					
	Other Non-Executive Directors · Fee for attending board committee meetings · Commission · Others, please specify	N/A	N/A	N/A	N/A	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

C. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N/A	90,000	2,70,000	360,000

	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2.	Stock Option	N/A	N/A	N/A	-
3.	Sweat Equity	N/A	N/A	N/A	-
4.	Commission - as % of profit - others, specify...	N/A	N/A	N/A	-
5.	Others, please specify				
6.	Total	-	90,000	270,000	360,000

** Company Secretary Salary is represented in terms of Part of Year for FY 2015-16 as joined on 02.11.2015.*

PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
A. Company					
Penalty	Nil				
Punishment	Nil				
Compounding	Nil				
B. Directors					
Penalty	Nil				
Punishment	Nil				
Compounding	Nil				
C. Other Officers In Default					
Penalty	Nil				
Punishment	Nil				
Compounding	Nil				

By and on behalf of the Board
Kumar Autocast Limited

Dated: 25.05.2016

Place: Ludhiana

Sd/-

Ajay Kumar Sood

(W.T Director)

DIN:00685585

**2086, Phase-1, Urban Estate,
Dugri, Ludhiana, 141003**

Sd/-

Arun Kumar Sood

(Managing Director)

DIN:00685937

**2087, Phase-1, Urban Estate,
Dugri, Ludhiana, 141003**

ANNEXURE 'II'

FORM NO. AOC -2

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

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 transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party	1. NIL
	Nature of Relationship	None
2.	Nature of contracts/arrangements/transaction	None
3.	Duration of the contracts/ arrangements/ transaction	NIL
4.	Amount (In Lakhs)	N.A.
5.	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.
6.	Date of approval by the Board	

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party	1. Mr. Ashish Kumar Sood 2. Mr. Arun Kumar Sood 3. Mr. Ajay Kumar Sood
	Nature of Relationship	Key Managerial Personnel
2.	Nature of contracts/arrangements/transaction	Employment Contract (Salaries)
3.	Duration of the contracts/ arrangements/ transaction	Ongoing
4.	Amount (In Lakhs)	Rs. 48.65 Lakhs P.A.
5.	Salient terms of the contracts or arrangements or transaction including the value, if any	Salary is payable to each directors on monthly basis at Rs. 130,000/-
6.	Date of approval by the Board	18.06.2014

SL. No.	Particulars	Details
1.	Name (s) of the related party	1. Kumar Exports
	Nature of Relationship	Associate Firm
2.	Nature of contracts/arrangements/transaction	Sale & Purchase of Casting Materials
3.	Duration of the contracts/ arrangements/ transaction	Ongoing
4.	Amount (In Lakhs)	Rs. 2500 Lakhs
5.	Salient terms of the contracts or arrangements or transaction including the value, if any	Sale and Purchase of Casting and Forging Materials
6.	Date of approval by the Board	18.06.2014

By and on behalf of the Board
Kumar Autocast Limited

Dated: 25.05.2016

Place: Ludhiana

Sd/-

Ajay Kumar Sood
(W.T Director)
DIN:00685585

**2086, Phase-1, Urban Estate,
Dugri, Ludhiana, 141003**

Sd/-

Arun Kumar Sood
(Managing Director)
DIN:00685937

**2087, Phase-1, Urban Estate,
Dugri, Ludhiana, 141003**

ANNEXURE 'III'

DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

[Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014]

A. CONSERVATION OF ENERGY

1. The steps taken or impact on conservation of energy;

Kumar Autocast Limited continued to emphasize on the conservation and optimal utilization of energy in manufacturing unit of the Company. The energy conservation measures Implemented during FY 2016 are listed below:

- Maintenance of the machines as per schedule.
- Lights in the Factory area are switched off whenever not required.
- Energy audit is conducted and recommendations are implemented.

2. Additional Investments & Proposals, if any, being implemented for Reduction of Consumption of Energy:

The company continued its efforts towards effective utilization of energy for reduction in power consumption. The Company is constantly exploring the use of alternate sources of energy that are commensurate with the scale of present operations and the type of products being manufactured.

3. The capital investment on energy conservation equipments;

During the year under review, there was no capital investment on Energy Conservation Equipments.

Disclosure of particulars with respect to conservation of energy:

Particulars	2015-16	2014-15
POWER CONSUMPTION		
Units Purchased (KWH)	7,301,744	6,353,852
Amount (Rs.)	57,657,683	47,880,192
Average Rate Per Unit (Rs.)	7.89	7.53

B. TECHNOLOGY ABSORPTION

(1) Efforts, in brief, made towards technology absorption, adaptation and innovation:

- Imparting training to personnel in various manufacturing techniques by experts.

(2) Benefits derived like Product Improvement, Cost Reduction, Product Development or

Import Substitution as a result of above efforts:

- Increase productivity.
- Power saving.
- Manpower cost reduced.
- Raw materials cost reduction.
- Production wastage reduced.

(3) Information regarding technology imported during the last 3 years

- The Details of Technology Imported - NIL
- The Year of Import - Not Applicable
- Whether Technology Has been Fully Absorbed - Not Applicable
- If Not Fully Absorbed, Areas Where Absorption has not taken place and the reasons thereof - Not Applicable

(4) Expenditure on Research and Development

During the year under review the company did not incurred any expenses on Research and Development.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

During the year under review the company has imported the raw material using foreign exchange amounting to Rs. 2,583,400/-

By and on behalf of the Board
Kumar Autocast Limited

Dated: 25.05.2016

Place: Ludhiana

Sd/-
Ajay Kumar Sood
(W.T Director)
DIN:00685585
2086, Phase-1, Urban Estate,
Dugri, Ludhiana, 141003

Sd/-
Arun Kumar Sood
(Managing Director)
DIN:00685937
2087, Phase-1, Urban Estate,
Dugri, Ludhiana, 141003

ANNEXURE 'IV'

Form No. MR-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2016.

[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,
Kumar Autocast Limited
C-179, Focal Point
Phase VI,
LUDHIANA,
Punjab (India).

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices made by **Kumar Autocast 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 the books, papers, minutes 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 **31.03.2016** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute book, forms and returns filed and other records maintained by the company for the financial year ended on **31.03.2016** according to the provisions of:

- (i) The **Companies Act, 2013** (the Act) and the rules made thereunder;
- (ii) The **Securities Contracts (Regulation Act, 1956 ('SCRA'))** and the rules made thereunder - not applicable during the audit period
- (iii) The **Depositories Act, 1996** and the Regulations and Bye-laws framed thereunder – Not Applicable during the audit period.
- (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 – Not applicable during the audit period.

(v) The following Regulations and Guidelines prescribed under the **Securities and Exchange Board of India Act, 1992** ('SEBI Act') not applicable during the audit period, as the company is listed on the Ludhiana Stock Exchange being the Regional Stock Exchange which has been de recognized by the SEBI vide exit order WTM/RKA /MRD/166/2014 under the circular CIR/MRD/DSA/14/2012. The company is on Dissemination board of NSE and according to the circular treated as unlisted company; thereby SEBI regulations are not applicable. :-

(a) The Securities and Exchange Board of India (**Substantial Acquisition of Shares and Takeovers**) **Regulations**, 2011; – Not applicable during the audit period.

(b) The Securities and Exchange Board of India (**Prohibition of Insider Trading**) **Regulations**, 1992; – Not applicable during the audit period.

(c) The Securities and Exchange Board of India (**Issue of Capital and Disclosure Requirements**) **Regulations**, 2009; – Not applicable during the audit period.

(d) The Securities and Exchange Board of India (**Employee Stock Option Scheme and Employee Stock Purchase Scheme**) **Guidelines**, 1999; – Not applicable during the audit period.

(e) The Securities and Exchange Board of India (**Issue and Listing of Debt Securities**) **Regulations**, 2008; – Not applicable during the audit period.

(f) The Securities and Exchange Board of India (**Registrar to an Issue and Share Transfer Agents**) **Regulations, 1993** regarding the Companies Act and dealing with client; – Not applicable during the audit period.

(g) The Securities and Exchange Board of India (**Delisting of Equity Shares**) **Regulations**, 2009; – Not applicable during the audit period. and

(h) The Securities and Exchange Board of India (**Buyback of Securities**) **Regulations**, 1998; – Not applicable during the audit period.

(i) The Securities and Exchange Board of India (**Listing Obligation & Disclosure Requirements**) **Regulations**, 2015; – Not applicable during the audit period.

(vi) **Other Applicable laws.**

We have relied on the representation made by the Company & its Officers for system and mechanism formed by the Company for compliances under other applicable Acts as Environmental Laws & Labour Laws.

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

(i) The Listing Agreements entered into by the Company with Stock Exchange(s) being not applicable during the audit period.

(ii) Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, 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 Companies Act, 2013.

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

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

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

Place: Ludhiana

Date: 06.09.2016

Signature:

Sd/-

Ashwani Khanna

FCS No. 3254

CP No. 2220

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

LIST OF LABOUR LAWS AND ENVIRONMENTAL LAWS WHICH HAVE BEEN VERIFIED DURING AUDIT PERIOD

❖ **List of Labour Laws**

- Factories Act, 1948
- Industrial Disputes Act, 1947
- The Payment of Wages Act, 1936
- The Minimum Wages Act, 1948
- Employee's State Insurance Act, 1948
- The Payment of Bonus Act, 1972
- The Apprentices Act, 1961
- Employee's Provident Fund and Miscellaneous Provisions Act, 1952

❖ **List of Environmental Laws**

- Environment (Protection) Act, 1986
- Water (Prevention and Control of Pollution) Act, 1974
- Air (Prevention and Control of Pollution) Act, 1981

06.09.2016

The Members,
Kumar Autocast Limited
C-179, Phase VI, Focal Point
LUDHIANA
Punjab (India).

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

Place: Ludhiana
Date: 06.09.2016

Signature: Sd/-
(Ashwani Kumar Khanna)

FCS No. 3254

CP No. 2220

ANNEXURE 'V'

NOMINATION & REMUNERATION POLICY OF THE COMPANY:

1. PREFACE:

Pursuant to the **Section 178** of the Companies Act, 2013 read with the **Rule 6** of the Companies (Meeting of the Board and its powers) Rules, 2014, the Nomination and Remuneration committee of the Board of the Company has formulated a policy to decide the criteria for the appointment and for the remuneration to the Directors, key managerial personnel and other employees. The Policy also aims to attract, motivate and retain manpower in a competitive and global markets scenario which is formulated by the Committee and approved by the Board of Directors in their meeting held on **24.12.2014**.

Produced here below is the “**Nomination & Remuneration Policy**” of the Company in compliance with **Section 178** of the Companies Act, 2013 for the object as mentioned herein.

2. ROLE OF THE COMMITTEE:

- a) To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down and recommend to Board their appointment and removal.
- b) To formulate criteria for determining qualifications, positive attributes and independence of a Director.
- c) To recommend to the Board remuneration policy related to remuneration of Directors (Whole Time Directors, Executive Directors etc), Key Managerial Personnel and other employees while ensuring the following:-
 - That the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the company successfully.
 - That relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
 - That remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate of the working of the company and its goals.
 - To formulate criteria for evaluation of Directors and the Board.
 - To devise a policy on Board diversity.

3. MEMBERSHIP:

- a). The Committee shall consist of a minimum 3 non-executive directors, majority of them being Independent.
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

4. CHAIRMAN:

- a) Chairman of the Committee shall be an Independent Director.
- b) Chairman of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- c) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- d) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

5. FREQUENCY OF MEETINGS:

The meeting of the Committee shall be held at such regular intervals as may be required.

6. COMMITTEE MEMBERS' INTERESTS:

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

7. SECRETARY:

The Company Secretary of the Company shall act as Secretary of the Committee.

8. VOTING:

- a) Decisions of the Committee shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

9. MINUTES OF COMMITTEE MEETING:

The minutes of all the proceedings of all meetings must be signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board meetings.

10. EFFECTIVE DATE & AMENDMENTS:

This policy will be effective from **24.12.2014** and may be amended subject to the approval of Board of Directors.

By and on behalf of the Board
Kumar Autocast Limited

Dated: 06.09.2016

Place: Ludhiana

Sd/-
Ajay Kumar Sood
(W.T Director)
DIN:00685585
2086, Phase-1, Urban Estate,
Dugri, Ludhiana, 141003

Sd/-
Arun Kumar Sood
(Managing Director)
DIN:00685937
2087, Phase-1, Urban Estate,
Dugri, Ludhiana, 141003

ANNEXURE 'VI'

Particulars of Employees and Related Disclosures

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

1. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the Financial Year 2015-16, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2015-16 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sr. No.	Name of Director/ KMP and Designation	Remuneration of Director / KMP for the Financial Year 2014-15 (Rs. In Lacs)	% Increase in Remuneration in the Financial Year 2014-15	Ratio of Remuneration of each Director / to median remuneration of employees	Comparison of the Remuneration of the KMP against the performance of the Company
1.	Arun Kumar Sood, Executive Director	16.11	NIL	10.95:1	Profit before interest, depreciation and tax decreased by 7.91% and profit after tax decreased by 23.60 % in financial year 2015-16.
2.	Ashish Kumar Sood, Executive Director	16.32	NIL	11.09:1	
3.	Ajay Kumar Sood, Executive Director	16.22	NIL	11.02:1	
4.	Kamalinder Kumar Singla, Non-Executive Independent Director	-	-	-	-
5.	Ramesh Kumar Sharma, Non-Executive Independent Director	-	-	-	-

	rector				
6.	Jatinder Kumar Malik, Non-Executive Independent Director	-	-	-	-
7.	Sushil Kumar Chief Financial officer	270,000/-	-	1.83:1	Profit before interest, depreciation and tax decreased by 7.91% and profit after tax decreased by 23.60 % in financial year 2015-16.
8.	Jatin Kumar** Company Secretary	25,000/-	-	0.81:1	
9.	Pranav Khanna** Company Secretary	90,000/-		1.46:1	

* Details not given as **Mr. Kamalinder Kumar Singla, Mr. Ramesh Kumar Sharma and Mr. Jatinder Kumar Malik** were appointed as Independent Directors w.e.f. 30th September, 2014 and no such sitting fee is paid to attend the meetings.

** Mr. Jatin Kumar has resigned from the position of company secretary w.e.f 02.11.2015 and CS. Pranav Khanna has appointed in place of CS Jatin Kumar as Company Secretary Cum Compliance Officer. The Salary of both the Company Secretaries Represents the Part of Year in the particular financial year.

INDEPENDENT AUDITOR'S REPORT

TO

THE MEMBERS OF KUMAR AUTOCAST LIMITED

1. Report on the Financial Statements

We have audited the accompanying standalone financial statements of **KUMAR AUTOCAST LIMITED**, which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss and the cash flow statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

2. Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 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 maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3. 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 financial statements are free from material misstatement.

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

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

4. 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 profit and its cash flows for the year ended on that date.



5. Report on Other Legal and Regulatory Requirements

- A. 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 the paragraph 3 and 4 of the order to the extent applicable.
- B. As required by section 143 (3) of the Act, we report that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) In our opinion and to the best of our information given to us, there is no branch office of the company therefore no comments is called for.
 - d) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - e) In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - f) In our opinion and to the best of our information, there is no observation or comments on financial transactions or matters which have any adverse effect on the functioning of the company.
 - g) On the basis of the 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.

- h) In our opinion, there is no qualification, reservation or adverse remark relating to the maintenance of accounts and other matters connected therewith.
- i) In our opinion, the company has adequate internal financial control system and operation thereof is effective. and
- j) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there are any material foreseeable losses.
 - iii. There is no requirement for any amount to be transferred to the Investor Education and Protection Fund by the Company.

FOR VINAY & ASSOCIATES
Chartered Accountants
Firm Registration No-004462N



VINAY K. SRIVASTAV
Partner

M.NO. 082988

PLACE: LUDHIANA
DATED: 25.05.2016

Annexure-A to the Auditors' Report

The Annexure referred to in the Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31st March 2016, we report that:

1.
 - a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) Fixed assets have been physically verified by the management during the year and there is a regular programme of verification which, in our opinion, is reasonable having regards to the size of the company and the nature of its assets and as informed, no material discrepancies were noticed on such verification.
 - c) In our opinion and according to information and explanation given to us, all the title deeds of immovable properties are held in the name of the company.
2. As per the information furnished, the inventories have been physically verified by the management at reasonable intervals during the period. In our opinion having regard to the nature of stocks, the frequency of the physical verification is reasonable and no material discrepancies were noticed.
3. As per the information furnished, company has not granted any secured or unsecured loans other than Trade Advances, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013, therefore no comments is called for.
4. In our opinion and according to the information and explanations given to us, the Company has not made any investments and not given loans, guarantees under the provisions of Section 185 and 186 of the Act, therefore no comment is called for.
5. According to information and explanation given to us, the company has not accepted any deposits in contravention of sections 73 to 76 of Companies Act 2013 and the rules framed there under.



6. According to information and explanation given to us, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
7. a) According to the information and explanations given to us and records examined by us, the company has been regular in depositing undisputed statutory dues with the appropriate authorities in respect of Provident Fund, Income tax, Sale Tax, Value Added Tax, Duty of Customs, Service Tax, Cess, Excise Duty & other Material statutory dues.

According to the information and explanations given to us, no undisputed arrear of statutory dues were outstanding as at 31st March, 2016 from the date they became payable.

- b) According to the information and explanations given to us, there are no material statutory dues which have not been deposited with the appropriate authorities on account of any dispute.
8. According to information and explanation given to us and records examined by us, the company has not defaulted in repayment of dues to Financial Institutions or Bank or government as to the Balance Sheet date.
9. Based on our examination of our records and information and explanation given to us, the company has applied the term loan for the purpose for which they are obtained. The company did not raise any money by way of initial public offer or further public offer.
10. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.
11. According to the information and explanations given to us and the books of account verified by us, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.



12. In our opinion and according to the information and explanations given to us, the company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
13. According to the information and explanations given to us and based on our examination of the records of the Company, transaction with the related parties are in compliance with sections 177 and 188 of Companies Act, where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. According to the information and explanations given to us and based on our examination 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.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3 (xv) of the Order is not applicable.
16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

PLACE: LUDHIANA.
DATED: 25.05.2016

FOR VINAY & ASSOCIATES
Chartered Accountants
Firm Registration No-004462N

VINAY K. SRIVASTAV
Partner

M.NO.082988

KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA
BALANCE SHEET AS AT 31st MARCH, 2016

(Amount in Rupees)

PARTICULARS	NOTES	AS ON 31.03.2016	AS ON 31.03.2015
I. EQUITY AND LIABILITIES			
(1) SHARE HOLDER'S FUND			
(a) Share Capital	1	2,470,000.00	2,470,000.00
(b) Reserves and Surplus	2	75,190,934.43	65,071,259.54
(2) NON CURRENT LIABILITIES			
(a) Long Term Borrowings	3	3,607,000.00	7,148,000.00
(b) Deferred Tax Liabilities (Net)	4	2,104,123.00	608,322.00
(3) CURRENT LIABILITIES			
(a) Short Term Borrowings	5	42,022,784.02	26,084,924.52
(b) Trade Payables	6	18,318,928.27	20,156,091.43
(c) Other Current Liabilities	7	15,499,919.59	11,593,646.67
(d) Short Term Provisions	8	3,052,000.00	7,170,200.00
TOTAL (I)		162,265,689.31	140,302,444.16
II. ASSETS			
NON CURRENT ASSETS			
(1) (a) Fixed Assets			
(i) Tangible Assets	9	28,505,118.83	24,800,045.25
(b) Long Term Loans and Advances	10	5,345,128.00	5,141,874.00
2			
CURRENT ASSETS			
a) Inventories	11	9,670,612.00	9,947,178.51
b) Trade Receivables	12	105,438,799.21	88,871,898.24
c) Cash and cash equivalents	13	7,249,739.86	93,547.16
d) Other Current Assets	14	6,056,291.41	11,447,901.00
NOTES ON ACCOUNT	1-22		
TOTAL (I+II)		162,265,689.31	140,302,444.16

(0.00)

(0.00)

AUDITOR'S REPORT
SUBJECT TO OUR SEPARATE REPORT
OF EVEN DATE
FOR VINAY & ASSOCIATES
CHARTERED ACCOUNTANTS

PLACE: LUDHIANA.
DATED: 25.05.2016

VINAY K. SHRIVASTAVA
PARTNER
M.NO. 082988



FOR & ON BEHALF OF BOARD OF DIRECTORS.

ARUN KUMAR SOOD
DIRECTOR
DIN - 00685937

ASHISH SOOD
DIRECTOR
DIN- 00672179

SUSHIL KUMAR
CHIEF FINANCIAL OFFICER

PRANAV KHIANNA
COMPANY SECRETARY

KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA
PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH, 2016

(Amount in Rupees)

PARTICULARS	NOTES	CURRENT YEAR	PREVIOUS YEAR
INCOME			
REVENUE FROM OPERATIONS	15	298,761,008.22	297,251,234.58
OTHER INCOME	16	657,422.25	693,738.70
TOTAL REVENUE	:	299,418,430.47	297,944,973.28
EXPENSES			
- MATERIAL CONSUMED	17	161,418,336.43	173,365,768.84
- EMPLOYEES BENEFIT EXP.	18	38,397,729.10	36,370,128.51
- FINANCE COST	19	4,328,571.89	4,635,120.90
- OTHER EXPENSES	20	82,108,418.31	69,213,389.17
- DEPRECIATION	9	3,154,810.66	3,784,149.65
TOTAL	:	289,407,866.39	287,368,557.07
PROFIT :			
- PROFIT BEFORE TAX		10,010,564.08	10,576,416.21
- PROVISION FOR TAXATION		3,052,000.00	3,405,200.00
- DEFERRED TAX ASSETS			-
- DEFERRED TAX CHARGE		1,495,801.00	20,375.00
PROFIT FOR THE YEAR AFTER TAX		5,462,763.08	7,150,841.21
Earnings per Equity Share-Basic & Diluted (in Rs.) (Face Value of Rs.10/- each)	21	22.12	28.95
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNT	1-22		

AUDITOR'S REPORT
SUBJECT TO OUR SEPARATE REPORT
OF EVEN DATE
FOR VINAY & ASSOCIATES
CHARTERED ACCOUNTANTS

VINAY K. SHIVASTAVA
PARTNER
M.NO. 082988

PLACE: LUDHIANA.
DATED: 25.05.2016

FOR & ON BEHALF OF BOARD OF DIRECTORS,

Arun Kumar Sood
ARUN KUMAR SOOD
DIRECTOR
DIN - 00685937

Ashish Sood
ASHISH SOOD
DIRECTOR
DIN- 00672179

Sushil Kumar
SUSHIL KUMAR
CHIEF FINANCIAL OFFICER

Pranav Khanna
PRANAV KHANNA
COMPANY SECRETARY

KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

SHARE CAPITAL

NOTE

1

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
AUTHORISED CAPITAL		
500000 EQUITY SHARES OF Rs. 10/- EACH.	5,000,000.00	5,000,000.00
TOTAL	5,000,000.00	5,000,000.00
ISSUED, SUBSCRIBED & PAID CAPITAL		
247000 EQUITY SHARES OF Rs. 10/- EACH FULLY PAID UP	2,470,000.00	2,470,000.00
TOTAL	2,470,000.00	2,470,000.00

1.1 RECONCILIATION OF THE SHARES OUTSTANDING AT THE BEGINNING AND AT THE END OF THE YEAR

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
Equity Shares of Rs.10 each fully paid	Number	Number
Shares outstanding at the beginning of the year	247000	247000
Shares issued during the year	-	-
Shares bought back during the year	-	-
Shares outstanding at the end of the year	247000	247000

1.2 TERMS / RIGHTS ATTACHED TO SHARES

- i) Company has only Equity Share Capital as such no Preference Shares are subscribed and Paid up.
- ii) There is no partly paid up Equity Share
- iii) Issued Capital has equal right of all shareholders including distribution of dividend and repayment of capital.
- iv) No part of the share of the company has held by any holding company or its ultimate holding company including subsidiaries or associates thereof.

1.3 Details of shareholders having more than 5% share of total capital

S.No.	Name of the Shareholder	% of the share holding
1	Sh Arun kumar Sood	33.99
2	Sh. Ajay Kumar Sood	13.04
3	Sh. Ashish Kumar Sood	15.81
4	Smt. Shama Sood	5.49

1.4 Company has not reserved any share for issue under any options and contracts/commitments for the sale of shares/disinvestments.

1.5 Detail of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash , bonus shares and details of bought back share during the last five years

S.No.	Aggregating No. and Class of share	Nature of Share
	----- NIL -----	

1.6 Details of convertible securities into equity/ preference share

S.No.	Date of Issue of Securities	Earliest Date of conversion
	----- NIL -----	

1.7 UNPAID CALLS OF ISSUED SHARES INCLUDING SUCH SHARES HELD BY DIRECTORS AND OFFICERS	NIL
---	-----

1.8 DETAILS OF FORFEITED SHARES WITH ORIGINAL PAID UP AMOUNT	NIL
---	-----



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

RESERVES AND SURPLUS

NOTE

2

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
1 OTHER RESERVES (GENERAL RESERVE) CAPITAL SUBSIDY RESERVE	11,352,518.40 1,460,000.00	11,352,518.40 1,460,000.00
2 SURPLUS AS PER PROFIT & LOSS A/C		
Balance at the beginning of the year	52,258,741.14	45,029,717.93
Add: Net profit for the current year	5,462,763.08	7,150,841.21
Add: Excess/ Deficit Depreciation	4,670,752.81	
Add: Provision for Taxation W/Back		78,182.00
Sub Total	62,392,257.03	52,258,741.14
Less: Income Tax & FBT W/off	13,841.00	-
Balance at the closing of the year	62,378,416.03	52,258,741.14
TOTAL	75,190,934.43	65,071,259.54



LONG TERM BORROWINGS

NOTE

3

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
1 - SECURED LOANS		
a) VEHICLE LOAN - From . DAIMLER FINANCIAL SERVICES INDIA PVT LTD. Less: Amount disclosed under the head " other current liabilities" (refer note no 7) Non Current Term Loans from Banks	-	1,053,245.00 1,053,245.00
a) PLANT & MACHINERY - From . SIDBI Less: Amount disclosed under the head " other current liabilities" (refer note no 7) Non Current Term Loans from Banks	5,659,000.00 2,052,000.00 3,607,000.00	9,200,000.00 2,052,000.00 7,148,000.00
TOTAL	3,607,000.00	7,148,000.00

3.1 TERMS OF REPAYMENT OF TERM LOANS

Particulars	Repayment Period from Origination (Years)	Installments Period
Loan From DAIMLER FINANCIAL SERVICES INDIA PVT. LTD.	3	Monthly
Loan from SIDBI	4.5	Monthly

3.2 NATURE OF SECURITY OF LONG TERM BORROWINGS ARE AS UNDER:

- a) Vehicle Loans are secured by hypothecation of the vehicles purchased there against
b) Loan taken from SIDBI against Hypothecation of movable assets and mortgage of property.

3.3 Particular of default of loan installment and interest :-

No Default



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

DEFERRED TAX LIABILITIES (NET)

NOTE

4

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
DEFERRED TAX LIABILITY C/F	608,322.00	587,947.00
ADD: DEFERRED TAX CHARGE DURING THE YEAR	1,495,801.00	20,375.00
LESS: DEFERRED TAX CREDIT DURING THE YEAR	-	-
TOTAL	2,104,123.00	608,322.00

- 4.1 During the year, the company has implemented Accounting Standard -22 "Accounting for Taxes on Income" issued by The Institute of Chartered Accountants of India. Consequently, Deferred Taxes have been recognized in respect of following items of timing differences between accounting income and the taxable income.

ITEM OF TIMING DIFFERENCE	Deferred Tax Assets/ (Liabilities) as on 01.04.2015	(Charge) / Credit during the year	Balance Assets/ (Liabilities) as on 31.03.2016
DEPRECIATION	(608,322.00)	(1,495,801.00)	(2,104,123.00)

The Deferred Tax Liabilities (Net) as on 01.04.2015 of Rs.608322/-has been adjusted against the revenue reserves.
The deferred Tax charge of Rs.1495801/- for the year has been recognized in the profit & loss account. Consequently, the profit after taxation for the year is Decreased by Rs.1495801/-.



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

SHORT TERM BORROWINGS

NOTE

5

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
A) LOANS REPAYABLE ON DEMAND		
FROM BANKS		
DUE TO ICICI BANK LTD.		
- CASH CREDIT A/C- 631951000009	42,022,784.02	26,084,924.52
TOTAL	42,022,784.02	26,084,924.52

5.1 NATURE OF SECURITY OF SHORT TERM BORROWINGS ARE AS UNDER:

Working Capital Loan is secured against Hypothication of stock of raw material, Finished Goods, Stock of Spares, Book Debts & Plant & Machinery & Properties.

5.2 Particular of default of loan installment and interest :-

No Default



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

TRADE PAYABLES

NOTE

6

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
OTHER TRADE PAYABLES		
SUNDRY CREDITORS		
- Due to Micro, Small & Medium Enterprises	-	-
- Others	18,318,928.27	15,233,240.18
SUNDRY PAYABLES		
- CHEQUES ISSUED BUT NOT PRESENTED	-	4,922,851.25
TOTAL	18,318,928.27	20,156,091.43

6.1 MICRO, SMALL & MEDIUM ENTERPRISE DEVELOPMENT ACT, 2006:

The Company has so far not received information from vendors regarding their status under the Micro Small & Medium Enterprise Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interest paid/payable under this Act has not been given.



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

OTHER CURRENT LIABILITIES

NOTE

7

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
A. CURRENT MATURITIES OF LONG TERM DEBT		
- CAR LOAN FROM DAIMLER FINANCIAL SERVICES INDIA PVT. LTD.	-	1,053,245.00
- Loan from SIDBI	2,052,000.00	2,052,000.00
B. OTHER PAYABLES		
ADVANCES FROM CUSTOMERS	182,122.51	182,122.51
SUNDRY PAYABLES NOTE 7.1	13,265,797.08	8,306,279.16
TOTAL	15,499,919.59	11,593,646.67

7.1 SUNDRY PAYABLES

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
Audit Fee Payable	59,653.00	55,087.00
Bonus Payable	1,481,944.00	794,669.00
E.S.I. Payable	104,378.00	80,747.00
Electricity Exp. Payable	2,390,630.00	2,076,453.00
Expenses Payable	46,078.91	82,391.71
Freight Payable	13,420.00	-
Insurance Fund Payable	5,238.00	4,306.00
J.S. Bahl & Co.	19,800.00	18,000.00
Khanna Ashwani & Associates	14,400.00	16,000.00
Leave with wages Payable	859,043.00	923,053.00
Pension Fund Payable	85,578.00	70,316.00
Provident Fund Payable	169,681.00	139,481.00
Preet Consultancy	845,465.00	1,351,987.00
Punjab Labour Welfare Fund Payable	38,050.00	30,022.00
Remuneration Payable	326,396.00	328,097.00
C.S.T. Payable	3,362.00	5,280.00
Swatch Bharat Cess Payable	75.00	-
American Express Corporate Card (Duc on account of Electricity Bill Paid)	3,712,716.52	-
Service Tax Payable	2,094.00	3,042.00
Security Deposit Receipt	15,000.00	15,000.00
Siddhivinayak Enterprises	-	30,000.00
Pawan Tea Stall	26,740.00	20,500.00
TDS Payable	297,861.00	215,656.00
Telephone Exp. Payable	20,825.65	19,249.45
VAT Payable	1,265,722.00	317,050.00
Wages & Salary Payable	1,461,646.00	1,709,892.00
TOTAL	13,265,797.08	8,306,279.16



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

SHORT TERM PROVISIONS

NOTE

8

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
A. OTHERS		
Provision for Income Tax	3,052,000.00	7,170,200.00
TOTAL	3,052,000.00	7,170,200.00



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

FIXED ASSETS CHART AS PER COMPANIES ACT

Date of Purchase / Put to use	Original Cost (Rs)	Additions	SALE AMOUNT	SUB TOTAL	Dep charged upto 31-03-2015	WDV as on 01-04-2015	Life as per Co Act, 2013	Life Used till 31/03/2015	Remaining Life	Salvaged value	Depreciable amount over whole life	Dep should be charged up to 31-03-2015	Excess Dep- (Already charged)	Dep for the year	DEP UPTO 31-03-2016	Dep W/Back	WDV as on 31-03-2016
Land																	
1984-85	98662.30	0	0	98662.30	-	98,662.30	-	-	-	-	-	-	-	-	-	-	98662.30
1986-87	51826.90	0	0	51826.90	-	51,826.90	-	-	-	-	-	-	-	-	-	-	51826.90
1987-88	220880.00	0	0	220880.00	-	220,880.00	-	-	-	-	-	-	-	-	-	-	220880.00
1995-00	56650.00	0	0	56650.00	-	56,650.00	-	-	-	-	-	-	-	-	-	-	56650.00
428019.20																	
Buildings																	
1987-88	1326156.05	0	0	1326156.05	1256398.19	69757.86	30	28	2	66307.80	1259848.25	1175858.36	80,539.83	41,994.94	1217853.31	0.00	108302.74
1988-89	34408.83	0	0	34408.83	32297.79	2111.04	30	27	3	1720.44	32688.39	29423.55	2,878.24	3089.61	30509.16	0.00	3899.67
1989-90	82381.28	0	0	82381.28	76377.72	6243.56	30	25	5	4119.06	78262.22	65218.51	10,919.20	2608.74	67827.25	0.00	14554.03
1991-92	460053.62	0	0	460053.62	421312.80	38740.82	24	6	6	23002.68	437050.94	349640.75	71,672.05	14568.36	364709.12	0.00	95844.50
2004-05	62500.00	0	0	62500.00	42002.75	20997.25	30	31	19	3125.00	59375.00	21770.83	20,231.92	1979.17	23750.00	0.00	38750.00
1828149.25																	
Ceiling Fan																	
1992-93	15533.00	0	0	15533.00	15356.06	176.94	10.00	23.00	0.00	776.05	14756.35	14756.35	599.71	0.00	14756.35	0.00	776.65
1993-94	17875.00	0	0	17875.00	17653.44	221.56	10.00	22.00	0.00	893.75	16981.25	16981.25	672.19	0.00	16981.25	0.00	893.75
1994-95	8243.36	0	0	8243.36	8114.25	129.11	10.00	21.00	0.00	7831.19	7831.19	7831.19	283.06	0.00	7831.19	0.00	412.17
1995-96	1515.00	0	0	1515.00	1485.70	29.30	10.00	20.00	0.00	75.75	1439.25	1439.25	46.45	0.00	1439.25	0.00	412.17
1999-00	5285.00	0	0	5285.00	5049.59	235.41	10.00	16.00	0.00	5020.75	5020.75	5020.75	28.84	0.00	5020.75	0.00	75.75
2002-03	1050.00	0	0	1050.00	969.81	80.19	10.00	15.00	0.00	997.50	997.50	997.50	27.69	0.00	997.50	0.00	75.75
2003-04	900.00	0	0	900.00	808.71	91.29	10.00	13.00	0.00	45.00	855.00	855.00	46.29	0.00	855.00	0.00	45.00
2004-05	2160.00	0	0	2160.00	1872.77	287.23	10.00	12.00	0.00	108.00	2052.00	2052.00	179.23	0.00	2052.00	0.00	108.00
2005-06	12797.00	0	0	12797.00	11011.97	1785.03	30.00	10.00	0.00	639.85	12157.15	12157.15	(1,145.18)	0.00	12157.15	0.00	639.85
2006-07	2318.00	0	0	2318.00	1904.43	413.57	10.00	9.00	1.00	115.90	2202.10	2202.10	(77.46)	220.21	2202.10	0.00	639.85
2008-09	3150.00	0	0	3150.00	2337.81	812.19	10.00	7.00	3.00	157.50	2992.50	2992.50	243.06	299.25	2992.50	0.00	243.06
2009-10	11397.00	0	0	11397.00	7789.70	3597.30	10.00	5.00	5.00	569.85	10827.15	10827.15	1,303.41	1082.72	10827.15	0.00	243.06
2010-11	1479.00	0	0	1479.00	870.42	608.58	10.00	6.00	4.00	73.95	1405.05	1405.05	702.53	167.89	1405.05	0.00	243.06
2013-14	2286.00	0	0	2286.00	1689.68	606.32	10.00	2.00	8.00	114.30	2171.70	2171.70	434.34	161.98	2171.70	0.00	243.06
2014-15	4287.00	0	0	4287.00	569.79	3717.21	10.00	1.00	9.00	214.35	4072.65	4072.65	162.53	407.27	4072.65	0.00	162.53
2015-16	7543.00	0	0	7543.00	76400.77	0	10.00	0	10.00	377.15	7165.85	0	0	571,966.1096	571,966.1096	0	6971,03389
Air Conditioner																	
1989-90	8800.00	0	0	8800.00	8747.57	52.43	10.00	26.00	0.00	440.00	8360.00	8360.00	387.57	0.00	8360.00	0.00	440.00
8747.57																	
Calculator																	
1997-98	500.00	0	0	500.00	485.53	14.47	5.00	18.00	0.00	25.00	475.00	475.00	10.53	0.00	475.00	0.00	25.00
500.00																	

NOTE - 9



1994-95	7988.00	0	7988.00	7862.20	135.80	5.00	21.00	0.00	399.11	7594.89	7594.89	267.31	0.00	7594.89	0.00	303.11
1995-96	7988.00	0	7862.20	7862.20												
1996-97	7800.00	0	7800.00	7620.44	179.56	5.00	19.00	0.00	381.02	7418.96	7418.96	201.47	0.00	7418.96	0.00	381.02
1997-98	7800.00	0	7800.00													
1998-99	7800.00	0	7800.00													
1999-00	7800.00	0	7800.00													
2000-01	7800.00	0	7800.00													
2001-02	7800.00	0	7800.00													
2002-03	7800.00	0	7800.00													
2003-04	7800.00	0	7800.00													
2004-05	7800.00	0	7800.00													
2005-06	7800.00	0	7800.00													
2006-07	7800.00	0	7800.00													
2007-08	7800.00	0	7800.00													
2008-09	7800.00	0	7800.00													
2009-10	7800.00	0	7800.00													
2010-11	7800.00	0	7800.00													
2011-12	7800.00	0	7800.00													
2012-13	7800.00	0	7800.00													
2013-14	7800.00	0	7800.00													
2014-15	7800.00	0	7800.00													
2015-16	7800.00	0	7800.00													
	41534374.88	0	2305115.88	28752471.30	0.00	15	0	15	115255.79	2180960.09	0.00	40832.30	0.00	2764203.58	0.00	2764203.58



SCOOTER	2008-12	19000.00	0	0	19000.00	15580.06	2419.94	8	7	1	950.00	18050.00	12635.00	3,945.06	1805.00	1440.00	0.00	4560.00	
CYCLE		19000.00				15580.06													
1986-87		3418.50	0	0	3418.50	3412.25	6.25	10	28	0	170.93	3247.58	3247.58	164.68	0.00	3247.58	0.00	170.93	
1988-89		1952.70	0	0	1952.70	1946.41	6.29	10	27	0	97.69	1856.02	1856.02	97.42	0.00	1856.02	0.00	97.68	
1989-90		693.00	0	0	693.00	692.95	2.05	10	25	0	31.75	603.25	603.25	603.25	0.00	603.25	0.00	31.75	
1990-91		2423.00	0	0	2423.00	2411.69	11.31	10	24	0	121.15	2301.85	2301.85	109.84	0.00	2301.85	0.00	121.15	
1991-92		3022.57	0	0	3022.57	3007.12	15.45	10	24	0	151.13	2871.44	2871.44	135.68	0.00	2871.44	0.00	151.13	
1994-95		1120.00	0	0	1120.00	1107.47	12.53	10	20	0	56.00	1064.00	1064.00	43.47	0.00	1064.00	0.00	56.00	
1995-96		1745.00	0	0	1745.00	1724.80	20.20	10	20	0	87.25	1657.75	1657.75	67.05	0.00	1657.75	0.00	87.25	
1998-99		1400.00	0	0	1400.00	1393.69	106.31	10	16	0	64.00	1326.00	1316.00	32.02	0.00	1316.00	0.00	64.00	
2004-05		1600.00	0	0	1600.00	1460.81	139.19	10	12	0	70.00	1530.00	1330.00	(86.31)	0.00	1330.00	0.00	70.00	
2007-08		5750.00	0	0	5750.00	4627.34	1122.66	10	11	2	80.00	1520.00	1520.00	(59.39)	0.00	1520.00	0.00	80.00	
2009-10		2502.00	0	0	2502.00	1752.78	749.22	10	8	4	287.50	5467.50	4370.00	257.34	546.25	4916.25	0.00	833.75	
		26849.77				24627.35			6		125.10	2376.90	1426.14	326.64	237.69	1683.83	0.00	838.17	
VEHICLE (OLD)																			
1986-87		5998.10	0	0	5998.10	5997.72	0.38	10	28	0	299.91	5698.20	5698.20	299.53	0.00	5698.20	0.00	299.91	
1988-89		58200.00	0	0	58200.00	58199.93	0.07	10	17	0	2910.00	55290.00	55290.00	2,900.93	0.00	55290.00	0.00	2910.00	
1992-93		18065.22	0	0	18065.22	18065.22	0.02	10	23	0	903.26	17161.96	17161.96	903.24	0.00	17161.96	0.00	903.26	
1993-94		25000.00	0	0	25000.00	24998.81	1.19	10	22	0	1250.00	23750.00	23750.00	1,248.81	0.00	23750.00	0.00	1250.00	
1996-97		14812.00	0	0	14812.00	14811.29	0.71	10	19	0	740.60	14071.40	14071.40	740.39	0.00	14071.40	0.00	740.60	
		122075.32				122073.45													
TRUCK																			
2004-05		621567.00	0	0	621567.00	604603.74	16963.26	8	10	0	31078.35	590488.65	590488.65	14,115.09	0.00	590488.65	0.00	31078.35	
		621567.00				604603.74													
TRAM																			
2007-08		268861.00	0	0	268861.00	249681.90	19179.10	8	8	0	13443.05	255417.95	255417.95	(5,736.05)	0.00	255417.95	0.00	13443.05	
		268861.00				249681.90													
TRACTOR & TROLLY																			
2007-08		420766.00	0	0	420766.00	395393.64	25426.36	8	8	0	21038.30	399277.20	399277.20	(4,388.00)	0.00	399277.20	0.00	21038.30	
2013-14		577958.00	0	0	577958.00	25978.76	318779.24	8	2	6	28897.90	549060.10	137265.03	121,913.74	68652.51	205897.54	0.00	372060.46	
		998724.00				654518.40													
Grand Total		6271469.53			5943967.67	37941424.29	24800045.24				2948612.28	56063044.59	27872885.57	4,670,752.81	3154810.66	36445482.14	5490924.90	28505118.83	



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

LONG TERM LOANS AND ADVANCES

NOTE

10

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
SECURITY DEPOSIT (Unsecured Considered good)		
- Security	20,500.00	20,500.00
- Security P.S.E.B.	5,324,628.00	5,121,374.00
TOTAL	5,345,128.00	5,141,874.00

- 10.1 In the opinion of the Board, Security Deposits, Loan & Advances have a value on realization in ordinary course of business at least equal to the amount at which they are stated



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

INVENTORIES

NOTE

11

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
(TAKEN AS VALUE & CERTIFIED BY THE MANAGEMENT)		
RAW MATERIAL (1st Stage at Floor)	3,154,847.00	3,011,338.00
FINISHED GOODS	5,279,835.00	3,858,715.51
STORE & SPARES	335,950.00	470,455.00
OTHERS	897,738.00	2,588,760.00
POWER GENERATION	2,242.00	17,910.00
TOTAL	9,670,612.00	9,947,178.51



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

TRADE RECEIVABLES

NOTE

12

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
Unsecured considered good unless otherwise stated	-	-
Outstanding for a period exceeding six month	164,101.50	164,101.50
Others	105,274,697.71	88,707,796.74
TOTAL	105,438,799.21	88,871,898.24

12.1 Debt Due by Directors or Officers or any Firms or any associates concern:-

--- NIL ---



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

CASH AND CASH EQUIVALENTS

NOTE

13

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
i) CASH AND CASH EQUIVALENTS		
a) Balances With Banks		
HDFC BANK LTD. (C/A-1953)	10,365.67	10,480.17
STATE BANK OF INDIA- CA-4400	13,704.10	12,406.10
ICICI BANK LTD. (C/A. - 12454)	7,153,083.22	2,331.22
b) Cash in Hand	72,586.87	68,329.67
TOTAL	7,249,739.86	93,547.16



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

OTHER CURRENT ASSETS

NOTE

14

PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
OTHERS		
ADVANCES TO SUPPLIERS	69,464.00	333,451.00
EXCISE DUTY RG 23-A (PART-II)	201,418.00	158,862.00
EXCISE DUTY RG 23-C (PART-II)	10,270.00	15,551.00
EXCISE DUTY PAID (UNDER PROTEST)	2,315.00	2,315.00
EXCISE DUTY YET TO BE ADJUSTED	97,471.00	97,644.00
MODVAT (E.D) RECOVERABLE	276,454.00	523,629.00
PREPAID EXPENSES	48,942.00	70,703.00
PREPAID INSURANCE	131,415.03	130,058.00
SERVICE TAX RECOVERABLE	152,525.38	171,823.00
SUBSIDY RECEIVABLE	-	1,460,000.00
ADVANCE TAX PAID (A.Y. 2015-2016)	-	3,750,000.00
ADVANCE TAX PAID (A.Y. 2014-2015)	-	3,725,000.00
ADVANCE TAX PAID (A.Y. 2016-2017)	3,325,000.00	-
ADVANCE TAX (VAT DEPOSITED)	6,798.00	-
TDS & TCS (A.Y. 2016-17)	64,139.00	-
TDS & TCS (A.Y. 2015-16)	-	40,611.00
TDS & TCS (A.Y. 2014-15)	-	49,396.00
LICENCE FEE (P.P.C.B.)	171,275.00	-
MEIS LICENCE (PURCHASE)	402,444.00	-
INTEREST ACCRUED BUT NOT DUE	542,998.00	365,495.00
SH. ANIL KUMAR SOOD	553,363.00	553,363.00
	6,056,291.41	11,447,901.00



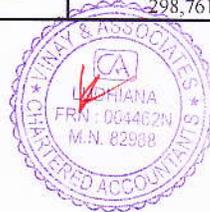
KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

REVENUE FROM OPERATIONS
FOR THE YEAR ENDED 31.03.2016

NOTE

15

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
SALE OF PRODUCT - SALES OF PRODUCTS	338,304,310.00	335,697,590.00
LESS : SALE RETURNS	3,017,698.78	1,676,864.42
SUB TOTAL	335,286,611.22	334,020,725.58
LESS : EXCISE DUTY	36,525,603.00	36,769,491.00
TOTAL	298,761,008.22	297,251,234.58



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

OTHER INCOME
FOR THE YEAR ENDED 31.03.2016

NOTE

16

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
INTEREST INCOME	624,031.00	406,106.00
SUNDRY BALANCES W/OFF	-	287,632.70
EXCHANGE RATE FLUCTUATION	33,391.25	-
TOTAL	657,422.25	693,738.70



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

MATERIAL CONSUMED
FOR THE YEAR ENDED 31.03.2016

NOTE

17

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
OPENING STOCK		
- RAW MATERIAL (1st stage at Floor)	3,011,338.00	7,778,427.00
- FINISHED GOODS	3,858,715.51	2,054,764.00
- OTHERS	2,588,760.00	807,047.00
Sub Total	9,458,813.51	10,640,238.00
ADD: PURCHASES	161,291,942.92	172,184,344.35
Sub Total	170,750,756.43	182,824,582.35
LESS CLOSING STOCK		
- RAW MATERIAL (1st stage at Floor)	3,154,847.00	3,011,338.00
- FINISHED GOODS	5,279,835.00	3,858,715.51
- OTHERS	897,738.00	2,588,760.00
Sub Total	9,332,420.00	9,458,813.51
MATERIAL CONSUMED	161,418,336.43	173,365,768.84



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

**EMPLOYEES BENEFIT EXPENSES
FOR THE YEAR ENDED 31.03.2016**

NOTE

18

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
SALARIES, WAGES & OTHER ALLOW.	34,777,866.10	33,301,620.90
ESI & OTHER FUNDS	2,392,932.00	2,274,691.00
GRATUITY	488,574.00	96,427.00
STAFF & LABOUR WELFARE EXP.	738,357.00	697,389.61
TOTAL	38,397,729.10	36,370,128.51

18.1 DEFINED CONTRIBUTION PLANS

Contribution to defined contribution plans Charged off for the year are as under:-

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
Company's Contribution to Provident Fund & Others	1,507,687.00	1,394,465.00
Company's Contribution to Employees State Insurance Scheme	885,245.00	880,226.00

**18.2 SALARIES, WAGES & OTHER ALLOWANCES
FOR THE YEAR ENDED 31.03.2016**

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
BONUS	1,533,242.00	886,231.00
HOUSE RENT ALLOWANCE (SALARY)	976,700.70	950,791.10
LEAVE WITH WAGES	901,016.00	997,065.00
SALARY	3,551,572.70	3,454,757.00
TRAVELLING & CONVEYANCE (SALARY)	527,745.10	517,666.60
WASHING ALLOWANCES (SALARY)	273,786.70	268,364.20
WAGES	17,865,002.40	17,386,784.80
HOUSE RENT ALLOWANCE (WAGES)	5,096,411.20	4,858,239.90
TRAVELLING & CONVEYANCE (WAGES)	2,679,107.40	2,613,222.50
WASHING ALLOWANCES (WAGES)	1,373,281.90	1,368,498.80
TOTAL	34,777,866.10	33,301,620.90

**18.3 CONTRIBUTION TO E.S.I. & OTHER FUNDS
FOR THE YEAR ENDED 31.03.2016**

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
E.S.I. FUND	885,245.00	880,226.00
INSURANCE FUND	55,407.00	51,501.00
LABOUR WELFARE FUND	55,980.00	22,281.00
PENSION FUND	905,021.00	841,008.00
PROVIDENT FUND	491,279.00	479,675.00
TOTAL	2,392,932.00	2,274,691.00



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

FINANCE COST
FOR THE YEAR ENDED 31.03.2016

NOTE 19

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
A. INTEREST EXPENSES		
- BANK INTEREST	4,238,354.00	4,551,604.26
B. OTHER BORROWING COST		
- BANK CHARGES	90,217.89	83,516.64
TOTAL	4,328,571.89	4,635,120.90



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

OTHER EXPENSES
FOR THE YEAR ENDED 31.03.2016

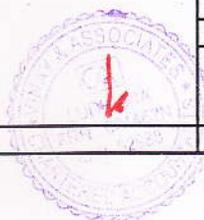
NOTE

20

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
a) MANUFACTURING EXP.		
- ELECTRICITY CONSUMED	57,652,473.02	48,020,065.00
- STORE CONSUMED	4,063,497.74	2,919,890.82
- FREIGHT INWARD	4,396,824.43	4,961,846.50
Total (a)	66,112,795.19	55,901,802.32
b) ADMINISTRATIVE EXPENSES		
ANNUAL MAINT. SERVICES CONTRACT	117,960.00	102,020.00
COMPUTER EXPENSES	-	3,896.00
DIWALI EXPENSES	128,314.00	113,054.00
EXCHANGE FLUCTUATION	-	8,605.75
INSPECTION FEES	32,867.18	-
ISO 9002 CHARGES	32,085.00	11,750.00
LISTING EXPENSES	63,495.00	-
LOSS ON SALE OF MACHINERY	241,687.45	5,657.46
LEGAL & PROFESSIONAL CHARGES	628,883.00	344,315.00
POSTAGE & TELEGRAM	5,860.00	105.00
PRINTING & STATIONERY	100,793.00	81,829.93
TESTING CHARGES	494,234.60	373,119.00
TRAINING EXPENSES	20,000.00	-
INSURANCE EXP.	163,991.65	179,126.00
MISC. EXPENSES	79,900.00	77,675.46
RENT, RATE & TAXES	143,859.48	156,471.00
REPAIR & MAINT.	766,896.01	2,868,461.39
MACHINERY REPAIR	3,140,749.75	-
NEWS PAPER, BOOKS & PERIODICALS	1,614.00	-
RENT PAID	240,000.00	240,000.00
SUBSCRIPTION	34,301.00	11,319.00
TELEPHONE CHARGES	295,113.19	287,516.13
TRAVELLING & CONVEYANCE (OTHERS)	241,633.69	196,700.55
DIRECTOR'S REMUNERATION	4,865,686.00	4,836,148.00
VEHICLE EXPENSES	818,515.19	778,761.75
LICENCE FEE (P. C. B.) W/OFF	30,225.00	-
AUDITORS REMUNERATION	57,500.00	57,500.00
Total (b)	12,746,164.19	10,734,031.42
(c) SELLING & DISTRIBUTION EXP.		
- ADVERTISEMENT	3,024.00	34,746.00
- BUSINESS PROMOTION EXP	26,140.40	20,889.35
- CASH DISCOUNT	334,312.26	1,053,805.89
- COMMISSION	1,966,633.00	1,335,867.00
- REBATE & DISCOUNT	829,871.47	4,343.99
- SALE TAX PAID	-	6,570.00
- FREIGHT (Outward)	89,477.80	121,333.20
Total (c)	3,249,458.93	2,577,555.43
TOTAL (a) + (b) + (c)	82,108,418.31	69,213,389.17

20.1 POWER & FUEL
FOR THE YEAR ENDED 31.03.2016

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
OPENING STOCK	17,910.00	2,708.00
ADD: PURCHASE	115,291.00	155,075.00
TOTAL :	133,201.00	157,783.00
LESS: CLOSING STOCK	2,242.00	17,910.00
TOTAL :	130,959.00	139,873.00
ELECTRICITY CONSUMED	57,521,514.02	47,880,192.00
TOTAL	57,652,473.02	48,020,065.00



20.2 STORE & SPARES CONSUMED
FOR THE YEAR ENDED 31.03.2016

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
OPENING STOCK	470,455.00	180,735.00
ADD: LABORATORY GOODS TOOLS	250,739.48 3,678,253.26	123,306.00 3,086,304.82
TOTAL	4,399,447.74	3,390,345.82
LESS: CLOSING STOCK	335,950.00	470,455.00
TOTAL	4,063,497.74	2,919,890.82

20.3 DIRECTORS REMUNERATION
FOR THE YEAR ENDED 31.03.2016

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
DIRECTOR'S REMUNERATION	4,680,000.00	4,680,000.00
MEDICAL EXPENSES	185,686.00	156,148.00
TOTAL	4,865,686.00	4,836,148.00

20.4 VEHICLE EXPENSES
FOR THE YEAR ENDED 31.03.2016

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
DIESEL TRUCK & TRACTOR A/C	316,631.00	286,200.00
DIESEL TEMPO	60,101.00	63,721.00
PETROL EXPENSES	147,944.96	119,015.49
PETROL EXPENSES (SCOOTER)	23,200.00	22,586.00
SCOOTER REPAIR	8,075.00	10,725.00
TRUCK REPAIR	42,509.00	81,974.01
TRACTOR REPAIR	32,760.00	29,203.00
VEHICLE REPAIR & MAINT.	187,294.23	165,337.25
TOTAL	818,515.19	778,761.75

20.5 AUDITORS REMUNERATION
FOR THE YEAR ENDED 31.03.2016

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
- AS AUDIT FEES	20,000.00	20,000.00
- FOR TAX AUDIT FEES	10,000.00	10,000.00
- AS COMPANY LAW MATTER	15,000.00	15,000.00
- AS INCOME TAX MATTER	12,500.00	12,500.00
TOTAL	57,500.00	57,500.00



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

EARNING PER SHARE

NOTE

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PARTICULARS	AS ON 31.03.2016	AS ON 31.03.2015
Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders	5,462,763.08	7,150,841.21
Weighted Average Number of Equity Shares used as denominator for calculating EPS	247,000	247,000
Basic and Diluted Earnings per Share	22.12	28.95

**CONTINGENT LIABILITIES AND COMMITMENTS
(TO THE EXTENT NOT PROVIDED FOR)**

NOTE

22

- | | | |
|--|------------|------------------------|
| i) In respect of claims against the company not acknowledged as debts | --- Nil--- | (Previous year Rs.Nil) |
| ii) For Guarantees | --- Nil--- | (Previous year Rs.Nil) |
| iii) Other money for which the company is contingently liable Rs | --- Nil--- | (Previous year Rs.Nil) |
| iv) Estimated amount of contracts remaining to be executed on capital account and not provided for Rs | --- Nil--- | (Previous year Rs.Nil) |
| v) For letter of Credit Rs. | --- Nil--- | (Previous year Rs.Nil) |
| vi) Capital expenditure commitments net of advances is Rs | --- Nil--- | (Previous year Rs.Nil) |
| vii) Provision for accrued gratuity estimated at Rs.1056889/- under the payment of Gratuity Act, 1972 has not been made as the company accounts for the same is on cash basis. | | |



KUMAR AUTOCAST LIMITED
C - 179, Phase-VI, Focal Point, LUDHIANA

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

	For the year ended 31st March 2016	For the year ended 31st March 2015
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Extraordinary items and tax	10,010,564	10,576,416
Adjustments for :		
Depreciation	3,154,811	3,784,150
Interest Expenses	4,238,354	4,551,604
Interest Income	(624,031)	(406,106)
Provision for Taxation	(3,052,000)	(3,405,200)
Provision for Tax W/back	-	78,182
Income Tax W/back	(13,841)	-
	3,703,293	4,602,630
	13,713,857	15,179,046
Changes in Working capital		
Adjustments for :		
Decrease in Inventories	276,567	876,502
Increase in Trade Receivable	(16,566,901)	(633,103)
Increase/Decrease in Current Liabilities	13,888,769	(3,234,971)
Increase in Loans & Advances	5,188,356	(3,835,637)
Cash generated from Operations	2,786,790	(6,827,208)
Net cash flow from operating activities	16,500,647	8,351,838
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(2,639,469)	(9,162,206)
Sale of Fixed Assets	450,338	30,657
Interest received	624,031	406,106
Net Cash Used in Investing activities	(1,565,100)	(8,725,442)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Decrease/Increase in Long Term Borrowings	(3,541,000)	1,850,453
Increase in Share Capital	-	9,000
Interest Paid	(4,238,354)	(4,551,604)
Net Cash used in Financing Activities	(7,779,354)	(2,692,151)
Net Increase in cash and cash equivalents	7,156,193	(3,065,755)
Cash and cash equivalents at the beginning of the year	93,547	3,159,302
Cash and cash equivalents at the end of the year	7,249,740	93,547
	0.00	(0)

FOR KUMAR AUTOCAST LIMITED

PLACE: LUDHIANA
DATED: 25.05.2016

Arun Kumar Sood

ARUN KUMAR SOOD
DIRECTOR
DIN - 00685937

Ashish Sood

ASHISH SOOD
DIRECTOR
DIN - 00672179

Sushil Kumar

SUSHIL KUMAR
CHIEF FINANCIAL OFFICER

Pranav Khanna

PRANAV KHANNA
COMPANY SECRETARY

AUDITORS CERTIFICATE

We have checked the above cash flow statement of Kumar Autocast Limited, derived from the Audited Annual Financial Statements for the year ended 31st March, 2016 with the books and records maintained in the ordinary course of business and found the same to be in accordance therewith.

FOR VINAY & ASSOCIATES
CHARTERED ACCOUNTANTS

(VINAY K. SHRIYASTAV)
M. NO. 082988

PLACE: LUDHIANA
DATED: 25.05.2016



KUMAR AUTO CAST LIMITED, LUDHIANA.

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS AS ON 31.03.2016

1. SIGNIFICANT ACCOUNTING POLICIES:

i) ACCOUNTING CONVENTION:

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

ii) FIXED ASSETS:

Fixed Assets are stated at historical cost less accumulated depreciation thereon. Costs include freight, taxes and other incidental charges incurred to bring the assets to their working condition for intended use.

iii) DEPRECIATION:

Depreciation has been provided in terms of schedule – II of the Companies Act, 2013 on SLM basis.

iv) BORROWING COSTS:

Borrowing Costs incurred by the Company for Purchase / Installation of Capital Assets up to the date such asset is ready for commercial use, is capitalized.

v) REVENUE RECOGNITION:

The company is following mercantile system of accounting except for gratuity which is treated on cash basis in terms of section 40-A (7). Sale of goods is considered at the time of dispatch of Finished Goods to the Customers. Sales are exclusive of Sale Tax

vi) INVENTORIES:

The basis of valuation of inventories is as under:

- Raw Material is valued at Cost.
- Works in Process are valued at average cost
- Finished goods are valued at estimated cost.
- Stores & Spares & Packing material at cost
- Scrap at realizable value



vii) **INVESTMENTS:-**

Investments are valued at cost

viii) **CENVAT :**

Cenvat credit on Excise Duty paid Inputs and Capital Assets is accounted for by reducing The purchase cost of the related inputs or the Capital Assets as the case may be.

ix) **INSURANCE CLAIM:**

Insurance claims are treated on accrual basis.

x) **GENERAL:**

Accounting policies not specifically referred to are in consistent with the general accepted accounting policies.

xi) Previous year figures has been regrouped or recast where necessary.

xii) **TAXATION:**

The provision for Current Tax is computed in accordance with the provisions of the Income Tax Act, 1961

xiii) **USE OF ESTIMATES:**

The Preparation of financial statements requires the management of the Company to make estimates and assumptions that affect the reported balances of the assets and liabilities and disclosure relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the year.

2. Debit or Credit balances are shown at their realizable / payable value as per opinion of Board.

3. **VALUE OF RAW MATERIAL AND STORES CONSUMED AND PERCENTAGE THEREOF**

PARTICULARS	Current year		Previous year	
	Value	%age	Value	%age
- Raw Material	161418336.43	100%	173365768.84	100%
- Stores & Spares	4063497.74	100%	2919890.82	100%



4. EXPENDITURE IN FOREIGN CURRENCY :

FOREIGN TRAVELING	NIL	NIL

5. CIF VALUE OF IMPORTS:

IMPORT OF RAW MATERIAL	2583400/-	NIL
------------------------	-----------	-----

6. RETIREMENT BENEFIT:

- i) The company is paying gratuity as and when it is payable consequent to retirement or/ resignation of employee. Gratuity liability for the year is Rs.1056889/- for which no provision is made in the profit & loss a/c therefore the profit shown in the Profit & Loss a/c is subject to gratuity liability of Rs.1056889/-.
- ii) Contribution payable by the Company to the concerned government authorities in respect of Provident Fund, Family Pension Fund and Employee State Insurance are charged to the statement of Profit & Loss.
- iii) In accordance with Accounting Standard 28, the company has assessed as on the date of applicable of the aforesaid standards & as well as on the Balance Sheet date whether there is any indication with regard to the impairment of any of the assets. Based on such assessment it has been ascertained that no potential loss is present. Therefore no provision for any impairment loss has been made in the books of accounts.

7. INFORMATION ABOUT SEGMENTS REPORTING:

As the company's business activity falls within a single primary business segment viz. "Un-Machined & Machined Castings" the Disclosure requirements of Accounting Standards (AS-17) "Segment Reporting" issued by The Institute of Chartered Accountants of India are not applicable.

8. Detail of transactions entered into with the related parties during the year as required by Accounting Standard (AS-18) on "Related Party Disclosure" issued by the Institute of Chartered Accountants of India are as under:-



a) Transactions with the Related Parties:

(In Rs.)

Nature of Transactions during the year	Associates	Key Management Personnel	Relatives of Key Management Personnel
Purchases from Kumar Exports	18029095/-	---	---
Sales of Casting to Kumar Exports	193861769/-	---	---
Remuneration to Ashish Kumar Sood	---	1632090/-	---
Remuneration to Ajay Kumar Sood	---	1622559/-	---
Remuneration to Arun Kumar Sood	---	1611037/-	---

**SUBJECT TO OUR SEPARATE
REPORT OF EVEN DATE**

**FOR VINAY & ASSOCIATES
CHARTERED ACCOUNTANTS**

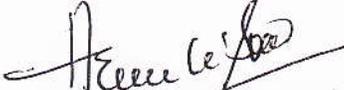
VINAY K. SRIVASTAV

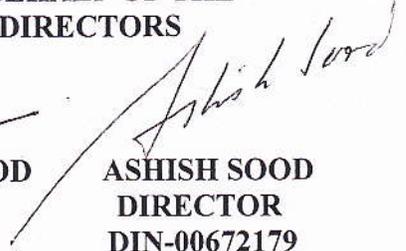
M. NO. 082988

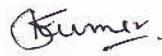
PLACE: LUDHIANA

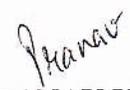
DATED: 25.05.2016

**FOR & ON BEHALF OF THE
BOARD OF DIRECTORS**


**ARUN KUMAR SOOD
DIRECTOR
DIN- 00685937**


**ASHISH SOOD
DIRECTOR
DIN-00672179**


**SUSHIL KUMAR
CHIEF FINANCIAL OFFICER**


**PRANAV KHANNA
COMPANY SECRETARY**

Form No. MGT-11

Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3)

of the Companies (Management and Administration) Rules, 2014]

CIN: L27101PB1985PLC006100

Name of the company: Kumar Autocast Limited

Registered office: C-179, Focal Point, Phase VI, Ludhiana-141010, Punjab.

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

1. Name:

Address:

E-mail Id:

Signature: -----

2. Name:

Address:

E-mail Id:

Signature: -----

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **31st** Annual general meeting of the company, to be held on the 30th day of September, 2016, at **11:00 A.M.** at **C-179, Focal Point, Phase VI, Ludhiana** and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution(S)	Vote	
		For	Against
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2016		
2.	Re-appointment of Sh. Ajay Kumar Sood, Whole Time Director of the Company, who retires by rotation.		
3.	Re-appointment of Arun Kumar Sood, Managing Director of the Company, who retires by rotation.		
4.	Re-appointment of Smt. Megha Goel Women Director of the Company, who retires by rotation.		
5.	Ratification of appointment of M/s Vinay & Associates , Chartered Accountants as Statutory Auditors & fixing their remuneration		
6.	Approval of Material Related Party Transactions.		
7.	Increase in remuneration of Mr. Arun Kumar Sood from Rs. 130,000 to Rs. 200,000 Per Month plus other perquisites & incentives.		
8.	Increase in remuneration of Mr. Ajay Kumar Sood from Rs. 130,000 to Rs. 200,000 Per Month plus other perquisites & incentives.		
9.	Increase in remuneration of Mr. Ashish Kumar Sood from Rs. 130,000 to Rs. 200,000 Per Month plus other perquisites & incentives.		

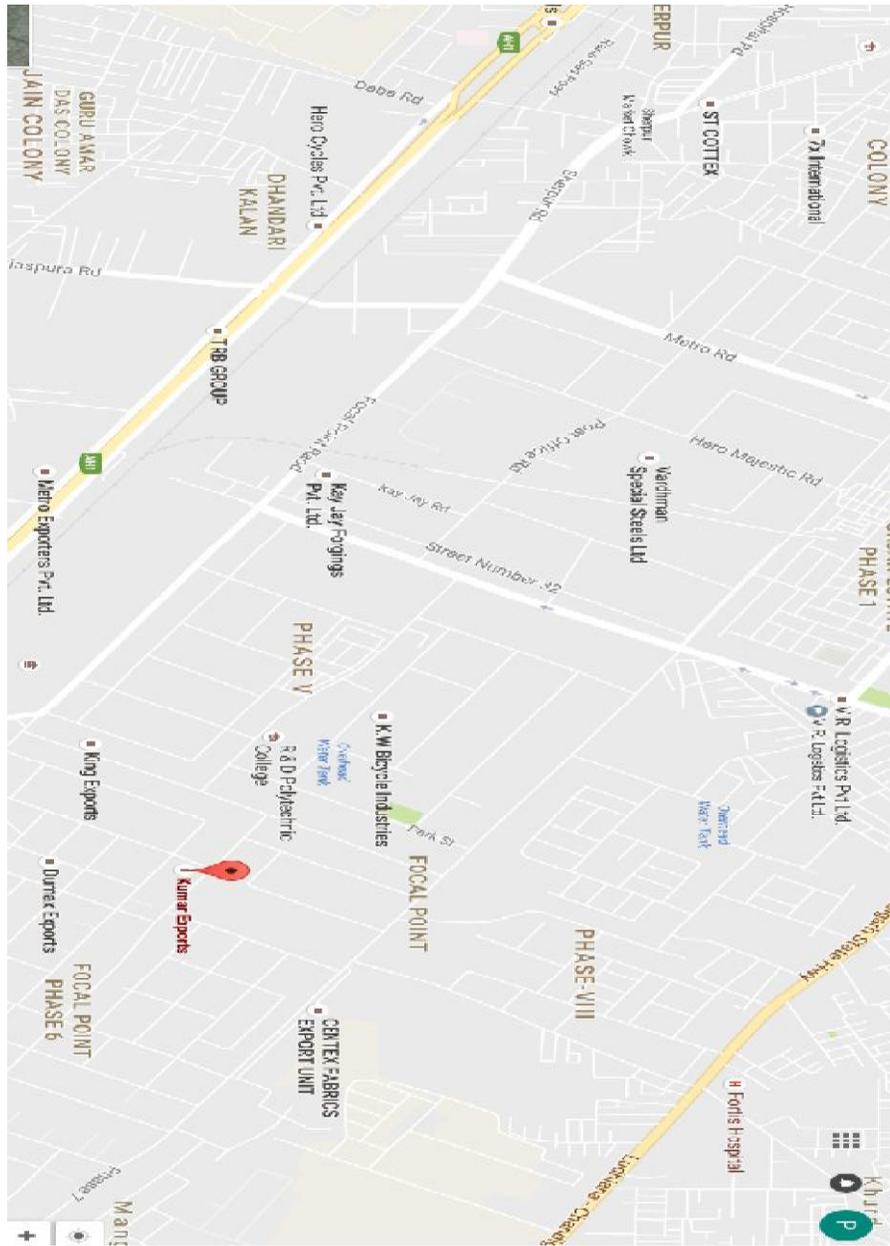
Signed this..... day of..... 2016

Signature of shareholder

Signature of Proxy holder(s)

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

Route Map for Venue of AGM



If Undelivered, please return it to

Kumar Autocast Limited

Regd Office: C-179, Phase VI, Focal Point

Ludhiana, Punjab - 141010