

## DIRECTORS' REPORT

To,  
The Members,  
**Welspun Tradings Limited**

Your directors have pleasure in presenting their 15<sup>th</sup> Annual Report and audited standalone financial statement for the financial year ended 31<sup>st</sup> March, 2016.

### FINANCIAL RESULTS

**(Amount in Rs. million)**

Particulars	For the year ended	
	31.03.2016	31.03.2015
Income	12,523.12	26,509.90
Expense	12,398.64	26,382.36
Profit / (Loss) before tax	124.47	127.54
Less: Provision for tax Current Tax and Deferred Tax	42.77	43.52
Profit / (Loss) After Tax	81.70	84.01

### PERFORMANCE

During the financial year standalone sales decreased in terms of value by 53.25% & quantity by 49.19% compared to previous year. Standalone Profit after Tax decreased by 2.76% compared to last year.

### RESERVES AND DIVIDEND

Your Directors do not recommend any dividend for the year ended March 31, 2016.

### DETAILS OF SUBSIDIARY.

The Company has 1 subsidiary viz. Welspun Middle East DMCC, Dubai (UAE). A report on the performance and financial position of the subsidiary is included in the un-audited consolidated financial statement as presented in Form AOC-1 annexed to this Report as Annexure 1.

### PUBLIC DEPOSITS

The Company has not accepted any deposit within the meaning of the Chapter V to Companies Act 2013. Further, no amount on account of principal or interest on deposit was outstanding as at the end of the year under report.

## **SHARE CAPITAL**

The Company does not have any equity shares with differential rights and hence disclosures as required in Rule 4(4) of the Companies (Share Capital and Debentures) Rules, 2014 are not required. The Company has not issued any sweat equity or stock options.

## **AUDITORS**

### **i) Statutory Auditors:**

Your Company's Auditors M/s. Price Waterhouse Chartered Accountants LLP, who have been appointed up to the conclusion of the 18<sup>th</sup> Annual General Meeting subject to ratification by the Members of the Company at every Annual General Meeting, have given their consent to continue to act as the Auditors of the Company for the remaining tenure. Members are requested to consider their re-appointment as the Auditors of the Company and to fix their remuneration by passing an ordinary resolution under Section 139 of the Companies Act, 2013.

### **ii) Secretarial Auditors:**

The Board of Directors has re-appointed M/s. M Siroya and Company, Practicing Company Secretary, as the Secretarial Auditor of your Company for the year 2016-17.

## **AUDITORS' REPORT**

### **(a) Statutory Auditors' Report**

The notes on account referred to in the Auditors' Report are self-explanatory and therefore, do not call for any further comments.

### **(b) Secretarial Audit Report**

Secretarial Audit Report given by M/s. M Siroya and Company, Company Secretaries is annexed with the report as Annexure 2.

## **CORPORATE SOCIAL RESPONSIBILITIES**

Disclosures as required under Rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 are annexed to this report as Annexure 3.

## **DIRECTORS AND MANAGERIAL PERSONNEL**

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Krishnan Srinivasan retires by rotation at the forthcoming Annual General Meeting and being eligible, has been recommended for re-appointment.

Since last report - there is no change in Key Managerial Personnel (i.e. Whole-time Director & Company Secretary) and directors except resignation of Ms. Kushboo Mandawewala and appointment of Ms. Revathy Ashok as an independent woman director with effect from May 3, 2016.

### **DECLARATION BY INDEPENDENT DIRECTOR(S).**

The independent directors have individually declared to the Board that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 at the time of their respective appointment and there is no change in the circumstances as on the date of this report which may affect their status as an independent director.

### **FORMAL ANNUAL EVALUATION**

As done last year, this year also, the Company followed the same evaluation process with specific focus on the performance vis-à-vis the plans, meeting challenging situations, performing leadership role within, and effective functioning of the Board. The evaluation process invited, through IT enabled platform, and graded responses to a structured questionnaire for each aspect of the evaluation viz. time spent by each of the directors; accomplishment of specific responsibilities and expertise; conflict of interest; integrity of the Director; active participation and contribution during discussions. For the financial year 2015-16, the annual performance evaluation was carried out which included evaluation of the Board, independent directors, non-independent directors, executive directors, Chairman, Committees of the Board, quantity, quality and timeliness of information to the Board. The independent directors evaluated all non-independent directors, the Board, the Committees, the Chairman and the information to the Board. The Nomination and Remuneration Committee and the Board evaluated performance of the independent directors, the Board itself, the Chairman, the Executive Directors, the Committees of the Board, the information provided to the Board. All results were satisfactory.

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

The Company's Board comprises of mix of Executive and Non-Executive Directors with considerable experience and expertise across a range of fields such as finance,

accounts and general management and business strategy. Except independent directors, all other directors are liable to retire by rotation as per the provisions of the Companies Act, 2013.

The composition and category of directors and relevant details relating them are given below:

Name of the Director	Category	Board Meetings Attended during the Year 2015-16	Attendance at the Last AGM	No. of other Directorship (as last declared to the Company)			Member / Chairman in No. of Board/ Committees including other Companies (as last declared to the Company)@
				Pub.	Pvt	Other Body Corpo rate	
(1) Mr. Srinivasan Krishnan	E, NI	4/4	No	Nil	Nil	Nil	-
(2) Mr. K.H.Viswanathan	NE, I	4/4	Yes	5	-	-	2C, 4M
(3) Mr. Rajkumar Jain	NE, I	4/4	Yes	5	1	-	2C, 2M
(4) Mr. Ram Gopal Sharma	NE, I	4/4	Yes	7	1	-	5C, 3M
(5) Mrs. Kushboo Abhishek Mandawewala#	NE, NI	1/4	No	5	Nil	Nil	-
(6) Ms. Revathy Ashok\$	NE, I	N.A.	N.A.	7	2	-	2C, 4M

@ Chairmanship/membership of the Audit Committee and the Share Transfer, Investors' Grievance and Stakeholders' Relationship Committee alone considered.

# Resigned with effect from May 3, 2016.

\$ Appointed with effect from May 3, 2016

Abbreviations:

P = Promoter, I = Independent, NI = Non Independent, E = Executive Director, NE = Non-Executive Director, L = Lenders, C=Chairman, M=Member.

4 meetings of the Board of Directors were held during the financial year 2015-16 on the following dates: April 27, 2015, July 20, 2015, November 05, 2015, and January 28, 2016.

In addition to the above, a meeting of the Independent Directors was held on March 17, 2016 in compliance with the Section 149(8) read with Schedule V to the Companies Act, 2013. The said meeting was attended by Mr. Ramgopal Sharma, Mr. Rajkumar Jain and Mr. K. H. Viswanathan and the Company Secretary was also invited to join the meeting.

It is confirmed that there is no relationship between the directors inter-se.

## COMMITTEES OF THE BOARD OF DIRECTORS

Information on the Audit Committee, the Nomination and Remuneration Committee and meetings of those committees held during the year is as under:



## AUDIT COMMITTEE:

The Committee comprises 3 non-executive directors having accounting and finance back-ground. All of the members are independent. The composition of the Committee and attendance of the members is given hereunder:

Name of the Member	Member/ Chairman	Number of Meetings Attended
Mr. Rajkumar Jain	Chairman	10/10
Mr. K. H. Viswanathan	Member	10/10
Mr. Ram Gopal Sharma	Member	10/10

The Company Secretary of the Company, Mr. Pradeep Joshi acts as the Secretary of the Committee.

10 meetings of the Audit Committee of the Board of Directors were held during the financial year 2015-16 on following dates: April 21, 2015, April 27, 2015, May 18, 2015, July 17, 2015, July 20, 2015, October 12, 2015, November 05, 2015, January 12, 2015, January 28, 2016 and March 9, 2016.

None of recommendations made by the Audit Committee were rejected by the Board.

**Terms of Reference:** The terms of reference stipulated by the Board of Directors to the Audit Committee are as contained under Section 177 of the Companies Act, 2013.

## DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES.

The Company has a Whistle Blower Policy and Vigil Mechanism for its directors and employees and no personnel have been denied access to the Audit Committee.

## NOMINATION AND REMUNERATION COMMITTEE

The Company had constituted the Nomination and Remuneration Committee consisting of non-executive directors all of which are independent director. During the year under review, 2 meeting of the Committee were held on April 27, 2015 and November 5, 2015.

**Terms of reference:** To recommend appointment of, and remuneration to, Managerial Personnel and review thereof from time to time.

**Composition of the Committee:** The Committee comprises of 3 independent and non-executive directors as on date of this Report viz. Mr. Rajkumar Jain-Chairman, Mr. K. H. Viswanathan-Member and Mr. Ram Gopal Sharma-Member.

**PARTICULARS OF EMPLOYEES**

A) Details of the every employee of the Company as required pursuant to 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. -

Name	Designation	Age	DOJ	Current CTC (Rs.)	Qualification	Previous Company	Nature of Employment	% Of Equity Shares held in the Company	Relative of any Director/ Manager of the Company	DOI/ Transfer
MANISH PATHAK	PRESIDENT (MDO)	48	1-Aug-15	42,92,304	BE (Mech)	Welspun Middle East DMCC	Permanent	Nil	No	N.A.

B) Whole-time Director of the Company was not in receipt of any commission from the Company and at the same time, remuneration or commission from the Company’s holding or subsidiary Company.

Particulars of remuneration to the executive directors including the details of remuneration paid/payable to the executive directors for the financial year 2015-16 are as under: Nil

No remuneration or perquisite was paid to, and no service contract was entered into with, but the sitting fees were paid to, the following directors for attending meetings of Board / Committees of the Board.

	Name of the Director	Sitting Fees (Rs.)
1	Mr. K. H. Viswanathan	306,000
2	Mr. Rajkumar Jain	306,000
3	Mr. Ram Gopal Sharma	311,000

The above mentioned sitting fees paid to the non-executive Directors was within the limits prescribed under the Companies Act, 2013 for payment of sitting fees.

None of the directors had any transaction with the Company.

**PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS UNDER SECTION 186 OUTSTANDING AS AT MARCH 31, 2016 ARE AS UNDER:**

Loans to	Amount in Rs. Million
Welspun Middle East DMCC	139.25
Investment in	
Welspun Middle East DMCC	3.36

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

All related party transactions that were entered into during the year under report were on an arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company.

None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.

Disclosures as required under the Companies Act, 2013 are given in Form AOC-2 annexed as Annexure 4 to this Report.

## **EXTRACT OF THE ANNUAL RETURN**

An extract of the annual return in Form MGT-9 of the Companies (Management and Administration) Rules, 2014 is attached to this report as Annexure 5.

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

Since the Company is a not a manufacturing unit, the particulars relating to Conservation of Energy, Research and Development and Technology Absorption are not applicable.

Total foreign exchange used and earned:

Used : Rs. 1,910.54 million

Earned : Rs. 11,812.18 million

## **INTERNAL CONTROLS.**

Your Company has adequate internal control system, which is commensurate with the size, scale and complexity of its operations. Your Company has designed and implemented a process driven framework for Internal Financial Control ("IFC") within the meaning of the explanation of Section 134 (5) (e) of the Companies Act, 2013. For the year ended March 31, 2016 the Board is of the opinion that your Company has sound IFC commensurate with the nature of its business operations including in build controls through newly implemented SAP (ECC-6) version; wherein controls are in place and operating effectively and no material weakness exists. Your Company has a process in place to continuously monitor existing controls and identify gaps and implement new and / or improved controls wherever the effect of such gaps would have a material effect of your Company's operation.

## MISCELLANEOUS DISCLOSURES

During the year under report:

- there was no change in the general nature of business of your Company;
- no material change or commitment has occurred which would have affected the financial position of your Company between the end of the financial year of your Company to which the financial statements relate and the date of the report;
- no significant and material order was passed by the regulators or courts or tribunals which would have impacted the going concern status and your Company's operations in future; and
- your Company has not made any provision of money for the purchase of, or subscription for, shares in your Company or its holding company, to be held by or for the benefit of the employees of your Company and hence the disclosure as required under Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 is not required.

## DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) & 134(5) of the Companies Act, 2013, your directors hereby confirm that:

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

## **ACKNOWLEDGEMENT**

Your directors thank the Government Authorities, Financial Institutions, Banks, Customers, Suppliers, Shareholders, Employees and other business associates of the Company, who through their continued support and co-operation, have helped as the partner in your company's progress and achievement of its objectives.

**Mumbai**  
**May 3, 2016**

Sd/-  
**S. Krishnan**  
**Director**  
**DIN - 06829167**

sd/-  
**Ram Gopal Sharma**  
**Director**  
**DIN - 00026514**

## Annexure 1.

### Form AOC-1

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

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

#### Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rupees in million)

1. Sl. No.	1
2. Name of the subsidiary :	Welspun Middle East DMCC
3. Reporting period for the subsidiary concerned, if different from the holding company's reporting period :	N.A.
4. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. :	USD*
5. Share capital :	3.36
6. Reserves & surplus:	(73.93)
7. Total assets :	78.03
8. Total Liabilities :	148.61
9. Investments :	Nil
10. Turnover :	Nil
11. Profit / (Loss) before taxation :	(7.76)
12. Provision for taxation:	Nil
13. Profit / (Loss) after taxation:	(7.76)
14. Proposed Dividend:	Nil
15. % of shareholding	100.00%

\* Closing rate US\$1=INR 66.255; Average Rate US\$1=INR 65.461

Names of subsidiaries which are yet to commence operations - Not Applicable

Name of subsidiaries which have been liquidated or sold during the year - Not Applicable

#### Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures: Not applicable

Form No. MR-3

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016

*[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,  
The Members,  
Welspun Tradings Limited

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 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 books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2016 according to the provisions of:

- (i) The Companies Act, 1956 (the Old Act) and the rules made thereunder;
- (ii) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (iii) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment. There is no Foreign Direct Investment and External Commercial Borrowing in the Company; and
- (iv) As confirmed by the management, there are no other laws specifically applicable in relation to the business of the Company.

Based on the representation made by the Company and its officers and verification of the relevant records, the Company has proper system and process in place for compliance under the other applicable Laws, Acts, Rules, Regulations, Guidelines, and Standards. Major heads/groups of Acts, laws, Rules, Regulations, Guidelines and Standards as applicable to the Company are given below:

- (i) Labour Laws and other incidental laws related to labour and employees appointed by the Company either on its payroll or on contractual basis as related to wages, gratuity, provident fund, ESIC, compensation etc.;

- (ii) Acts as prescribed under Direct Tax and Indirect Tax;
- (iii) Land Revenue laws of Maharashtra and Gujarat State;
- (iv) Labour Welfare Act of Maharashtra State; and
- (v) Local laws as applicable to the offices of the Company.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India, w.e.f July 1, 2015; and
- ii. The Company is an unlisted Company and therefore compliance with listing agreement is not applicable.

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

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

Adequate notice 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 and none of the board members dissented to any resolutions/recommendations during the year.

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

**We further report that** during the audit period the Company has not undertaken any events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

**For M Siroya and Company  
Company Secretaries**

**Sd/-  
Mukesh Siroya  
Proprietor  
FCS No.: 5682  
CP No.: 4157**

Date: 03.05.2016  
Place : Mumbai



To,  
The Members,  
Welspun Tradings Limited

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that 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. Wherever required, we have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For M Siroya and Company  
Company Secretaries**

**Sd/-  
Mukesh Siroya  
Proprietor  
FCS No.: 5682  
CP No.: 4157**

Date: 03.05.2016  
Place : Mumbai

**Corporate Social Responsibility (CSR)**

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

1. A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.

The Company is not only committed for doing Corporate Social Responsibility but it aimed at creating Corporate Social value. The CSR vision is enshrined in the 3E's i.e.:

- i) Education;
- ii) Empowerment of women; and
- iii) Environment and Health.

These 3E's are implemented through:

- The programs organized by the trust created by the group;
- Tie-ups with Non-Governmental Organizations / Developmental Agencies / Institutions; and
- Facilitating Government initiatives.

The Company does not have any website.

2. The Composition of the CSR Committee.

The Committee comprises of 3 non-executive directors as on date of this Report viz. 1) Mr. Ramgopal Sharma - an Independent Director as the Chairman; 2) Mr. Krishnan Srinivasan - Member; and 3) Mr. K.H. Viswanathan - Member, Mr. Pradeep Joshi - Company Secretary.

3. Average net profit of the Company for last three financial years: Rs. 111.545 million.
4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above) Rs. 2.2301 million.
5. Details of CSR spent during the financial year.
  - a. Total amount to be spent for the financial year: Rs. 2.2301 million.
  - b. Amount unspent, if any: Rs. Nil
  - c. Manner in which the amount spent during the financial year is detailed below

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
<i>Sr. No</i>	<i>CSR Project / Activity undertaken</i>	<i>Sector in which the project is identified</i>	<i>State and District where project was undertaken</i>	<i>Amount of outlay budget</i>	<i>Direct Expenditure on program / Over Heads (Rs. in lakhs)</i>	<i>Cumulative expenditure up to 31.3.16 (Rs. in lakhs)</i>	<i>Amount spent Direct or through implementing agency</i>	<i>Whether qualified as per Sch VII Of Co's Act.</i>
1	Promoting Adult literacy by providing books and conducting classes in Villages	Promoting Education among elderly Schedule 7(ii)	Gujarat / Dist- Kutch/ Anjar	--	0.48	0.48	Direct	YES
2	Providing software, LED TV and Furniture at Smart Classes in villages & maintenance of smart classes in Anjar	Promoting Education Schedule 7(ii)	Gujarat / Dist- Kutch/ Anjar  Karnataka/ Dist- Mandaya	--	3.13	3.13	Direct	YES
3	Providing Scholarships to meritorious students	Promoting Special Education schedule 7(ii)	Gujarat / Dist- Kutch Anjar	--	1.25	1.25	Direct	YES
4	Providing machineries & tutors for vocational training at Ratnal School	Promoting Special Education & Vocational Skills schedule 7(ii)	Gujarat/ Dist- Kutch/ Anjar	--	1.29	1.29	Direct	YES
5	Providing School books, School Uniform, medicines and	Reducing inequality among economically backward	Karnataka / Dist- Mandya	--	0.24	0.24	Direct	YES

	food items to Ashrayadhyama Orphanage	schedule 7(iii)						
6	Providing Safe Drinking water system at Kundregundi School and Holalu Village Mandya and Amleshwar School Dahej	Promoting preventive healthcare Schedule 7(i)	Karnataka / Dist-Mandya  Gujarat / Dist – Bharuch Dahej	--	3.27	3.27	Direct	YES
7	Conducting Medical Camps at Gejjelgere Colony, Varagarahalli, Gowdigeri, Kudregundi & Holalu.	Promoting preventive healthcare Schedule 7(i)	Karnataka/ Dist-Mandya	--	1.50	1.50	Direct	YES
8	Providing sewing machines and donation of cows to widows at Gejjelgere Village, Varagarahalli, Gowdigeri, Kudregundi & Holalu Mandya	Empowering Women 7(iii)	Karnataka/ Dist-Mandya	--	4.42	4.42	Direct	YES
9	Providing education for improving child rights and child education in cotton farming district of Bharuch	Measures for reducing inequalities faced by socially & economically backward groups schedule 7(iii)	Gujarat/ Dist-Bharuch	--	6.73	6.73	*Through Outside Agency	YES
			<b>TOTAL</b>		<b>22.31</b>	<b>22.31</b>		

\* Implemented through Bal Raksha Bharat Foundation.

It is hereby confirmed by and on behalf of the Corporate Social Responsibility Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

**For and on Behalf of the Board**

Sd/-  
S. Krishnan  
**Whole-time Director**  
DIN - 06829167

sd/-  
Ram Gopal Sharma  
**Chairman of CSR Committee**  
DIN - 00026514

**Annexure 4****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 arm's length transactions under third proviso thereto.

1. **Details of contracts or arrangements or transactions not at arm's length basis.**  
**Not applicable**
2. **Details of material contracts or arrangement or transactions at arm's length basis which are more than 10% of the total transactions of the same type:**

Name(s) of the related party and nature of relationship	Duration of the contracts / arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board	Amount paid as advances, if any:	Amount (Rs. Million)
<b>Holding Company</b>					
<b>Welspun Corp Ltd</b>					
Purchases of Goods	Ongoing	Based on transfer pricing guidelines	06.08.2014	1,809.82	9,787.78
Rent paid	3 years	Based on transfer pricing guidelines	-	Nil	4.46
Reimbursement of Expenses (Payable) / Receivable	Ongoing	Based on transfer pricing guidelines	06.08.2014		119.42
<b>Fellow subsidiary</b>					
<b>Welspun Middle East Pipe LLC</b>					
Sale of Goods	Ongoing	Based on transfer pricing guidelines	06.08.2014	Nil	177.00
Purchase of goods	Ongoing	Based on transfer pricing guidelines	06.08.2014	Nil	366.26
<b>Subsidiary</b>					
<b>Welspun Middle East DMCC</b>					
Commission on Sales	Ongoing	Based on transfer pricing guidelines	01.11.2012	Nil	99.82
Loan Interest	36 months	Based on transfer pricing guidelines	09.08.2012	Nil	6.65

Sd/-  
S. Krishnan  
Whole-time Director  
DIN - 06829167

sd/-  
Ram Gopal Sharma  
Director  
DIN - 00026514

## Form No. MGT - 9

## EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2016

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

**I. REGISTRATION AND OTHER DETAILS**

- i. CIN :- U72200GJ2001PLC039513
- ii. Registration Date : May 09, 2001
- iii. Name of the Company : Welspun Tradings Limited
- iv. Category / Sub Category of the Company : Public Company/  
Company having Share Capital and Limited by Shares
- v. Address of the Registered office and contact details: Welspun City,  
Village Versamedi, Taluka Anjar. Dist. Kutch, Gujarat-370110.  
Contact: The Company Secretary, Tele.: 02836-662079; email  
Companysecretary\_WTSL@welspun.com.
- vi. Whether listed company: No.
- vii. Name, address and contact details of Registrar and Transfer Agent, if  
any : N.A.

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the Company are Trading in Welded Pipes (NIC code 2004: 51909 (Other wholesale n.e.c.), 100% to total turnover of the Company.

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -**

Sr. No.	Name And Address Of The Company	CIN / GLN	Holding/ Subsidiary/ Associate	% Of Shares Held	Applicable Section
1	Welspun Corp Limited	L27100GJ1995PLC025609	Holding	100%	2(46)
2	Welspun Middle East DMCC	Not Applicable	Subsidiary	100%	2(87)(ii)

#### IV. SHARE HOLDING PATTERN (equity share capital break-up as percentage of Total Equity).

##### i. Category-wise share holding

Sr. No.	Category of Shareholder	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% change during the year
		Number of shares held in dematerialized form	Number of shares held in Physical form	Total number of shares	% of total shares	Number of shares held in dematerialized form	Number of shares held in Physical form	Total number of shares	% of total shares	
(A)	<b>Shareholding of Promoter and Promoter Group2</b>									
1	<b>Indian</b>									
(a)	Individuals/ Hindu Undivided Family	-	-	-	-	-	-	-	-	-
(b)	Central Government/ State Government(s)	-	-	-	-	-	-	-	-	-
(c)	Bodies Corporate	50,13,396	-	50,13,396	100.00	50,13,396	-	50,13,396	100.00	-
(d)	Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-
(e)	Any Others (Individual) Nominees for Promoter)	-	6	6	0.00	-	6	6	0.00	-
	<b>Sub Total(A)(1)</b>	<b>50,13,396</b>	<b>6</b>	<b>50,13,402</b>	<b>100.00</b>	<b>50,13,396</b>	<b>6</b>	<b>50,13,402</b>	<b>100.00</b>	<b>-</b>

##### ii. Shareholding of Promoters

Sl. No	Shareholder's name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	
1	Welspun Corp Limited	50,13,396	100.00	Nil	50,13,396	100.00	Nil	0.00
	<b>Total of Promoters</b>	<b>50,13,396</b>	<b>100.00</b>	<b>Nil</b>	<b>50,13,396</b>	<b>100.00</b>	<b>Nil</b>	<b>0.00</b>

##### iii. Change in Promoters' shareholding (please specify, if there is no change)

Sr. No		Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	No Change				

**Shareholding pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

S.No.	Name of the Shareholders	Shareholding at the beginning of the year		Date-wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.).	Cumulative shareholding during the year.		At the end of the year (or on the date of separation, if separated during the year)	
		No. of shares	% of total shares of the company		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1								
2								
3								
4				Not Applicable				
5								
5								
6								
7								
8								
9								
10								

**iv. Shareholding of Directors and Key Managerial Personnel :**

S.No.	Name of the Director / KMP	Shareholding at the beginning of the year		Date-wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.).	Cumulative shareholding during the year.		At the end of the year (or on the date of separation, if separated during the year)	
		No. of shares	% of total shares of the company		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
<b>Directors</b>								
1	K.H.Viswanathan	-	-	-	-	-	-	-
2	Rajkumar Jain	-	-	-	-	-	-	-
3	Ramgopal Sharma	-	-	-	-	-	-	-
4	S.Krishnan (Whole-time Director)	-	-	-	-	-	-	-
5	Kushboo Mandawewala	-	-					
<b>Key Managerial Personnel</b>								
6	Pradeep Joshi-CS (as nominee of Welspun Corp Limited)	1	-		1	-	1	-



## V. INDEBTEDNESS

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

	Secured loans excluding deposits	Unsecured loans	Deposits	Total indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i. Principal Amount	Nil	Nil	Nil	Nil
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
<b>Total (i + ii + iii)</b>	Nil	Nil	Nil	Nil
<b>change in indebtedness during the financial year.</b>				
• Addition	-	-	-	-
• Reduction	-	-	-	-
<b>Net change</b>	Nil	Nil	Nil	Nil
<b>Indebtedness at the end of the financial year</b>				
i. Principal Amount	-	-	-	-
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	Nil	Nil	Nil	Nil

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

A. Remuneration to Managing Director, whole-time directors and/or Manager

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager
		Whole time Director (Mr. S. Krishnan)
1	Gross Salary	Nil
	a) Salary as per provisions contained in section 17(1) of the Income Tax Act 1961.	
	b) Value of perquisites u/s. 17(2) Income Tax Act, 1961	
	c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961	
2	Stock Option	Nil
3	Sweat equity	Nil
4	Commission - As % of profit	Nil
	Commission - Others, specify.....	
5	Others, please specify	
	Total (A)	Nil
	Ceiling as per the Act.	1% of the Net profits of the Company (exclusive of any fees payable to directors for attending meetings of the Board or Committee thereof provided that the amount of such fees does not exceed Rs. one lakh rupees per meeting of the Board or committee thereof.)

B. Remuneration to other directors

Sr. No.	Particulars of Remuneration	Name of Directors			Total amount
		RGS	KHV	RKJ	
	<b>1. Independent Directors</b>				
	• Fee for attending board committee meetings	311,000	306,000	306,000	923,000
	• Commission				
	• Others, please specify				
	<b>Total (1)</b>	<b>311,000</b>	<b>306,000</b>	<b>306,000</b>	<b>923,000</b>
	<b>2. Other Non-Executive Directors</b>				
	• Fee for attending board committee meetings	KM			
	• Commission				
	• Others, please specify				
		Nil			
	<b>Total (2)</b>	<b>Nil</b>			
	<b>Total (B) = (1 + 2)</b>				<b>923,000</b>
	Total Managerial Remuneration				<b>923,000</b>
	Overall Ceiling as per the Act.	1% of the Net profits of the Company (exclusive of any fees payable to directors for attending meetings of the Board or Committee thereof provided that the amount of such fees does not exceed Rs. one lakh rupees per meeting of the Board or committee thereof.)			

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

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
	Gross Salary				
1	a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	Nil	Nil	Nil	Nil
	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	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
	Commission				Nil
4	- As % of profit	Nil	Nil	Nil	
	- Others, specify				
5	Others, please specify				
	<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

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

Type	Section of the Companies Act	Brief Description	Details of penalty / punishment / compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give details)
<b>A. COMPANY</b>					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
<b>B. DIRECTORS</b>					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.

# Price Waterhouse Chartered Accountants LLP

## INDEPENDENT AUDITORS' REPORT

To the Members of Welspun Tradings Limited

### Report on the Financial Statements

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

### Management's Responsibility for the Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements to 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 and Accounting Standard 30, Financial Instruments: Recognition and Measurement issued by the Institute of Chartered Accountants of India to the extent it does not contradict any other accounting standard referred to in Section 133 of the Act read with Rule 7 of 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.

### Auditors' Responsibility

3. Our responsibility is to express an opinion on these financial statements based on our audit.
4. We have taken into account the provisions of the Act and the Rules made thereunder including the accounting standards and matters which are required to be included in the audit report.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditors' 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

Price Waterhouse Chartered Accountants LLP, 252, Veer Savarkar Marg, Shivaji Park, Dadar (West)  
Mumbai - 400 028  
T: +91 (22) 66691500, F: +91 (22) 66547804 / 07

Registered office and Head office: Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi 110 002

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no; LLPIN AAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/N500016 (ICAI registration number before conversion was 012754N)





# Price Waterhouse Chartered Accountants LLP

## INDEPENDENT AUDITORS' REPORT

To the Members of Welspun Tradings Limited

Report on the Financial Statements

Page 2 of 3

the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

### Opinion

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

### Report on Other Legal and Regulatory Requirements

9. As required by 'the Companies (Auditor's Report) Order, 2016', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order.
10. As required by Section 143 (3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of the written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A.
  - (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:



# Price Waterhouse Chartered Accountants LLP

## INDEPENDENT AUDITORS' REPORT

To the Members of Welspun Tradings Limited

Report on the Financial Statements

Page 3 of 3

- i. The Company has disclosed the impact, if any, of pending litigations as at March 31, 2016 on its financial position in its financial statements.
- ii. The Company has long-term contracts as at March 31, 2016 for which there were no material foreseeable losses. The Company does not have any long-term derivative contracts as at March 31, 2016.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the period ended March 31, 2016

For Price Waterhouse Chartered Accountants LLP  
Firm Registration Number: (FRN 012754N/N500016)



Mehul Desai

Partner

Membership Number: 103211

Place: Mumbai

Date: May 3, 2016



# Price Waterhouse Chartered Accountants LLP

## Annexure A to Independent Auditors' Report

Referred to in paragraph [10(f)] of the Independent Auditors' Report of even date to the members of Welspun Tradings Limited on the financial statements for the year ended March 31, 2016.

Page 1 of 2

### Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

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

### Management's Responsibility for Internal Financial Controls

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

### Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.



# Price Waterhouse Chartered Accountants LLP

## Annexure A to Independent Auditors' Report

Referred to in paragraph [10(f)] of the Independent Auditors' Report of even date to the members of Welspun Tradings Limited on the financial statements for the year ended March 31, 2016.

Page 2 of 2

### Meaning of Internal Financial Controls Over Financial Reporting

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

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

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

### Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration Number: 012754N/N500016



Mehul Desai  
Partner  
Membership No. 103211

Place: Mumbai  
Date: May 3, 2016



# Price Waterhouse Chartered Accountants LLP

## Annexure B to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of Welspun Tradings Limited on the financial statements as of and for the year ended March 31, 2016

Page 1 of 2

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
  - (b) The fixed assets of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.
  - (c) The Company does not own any immovable properties as disclosed in Note No. 10 on fixed assets to the financial statements. Therefore, the provisions of Clause 3(i)(c) of the said Order are not applicable to the Company.
- ii. The physical verification of inventory has been conducted at reasonable intervals by the Management during the year. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.
- iv. The Company has not granted any loans or made any investments, or provided any guarantees or security to the parties covered under Section 185 and 186. Therefore, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- vi. Pursuant to the rules made by the Central Government of India, the Company is not required to maintain cost records as specified under Section 148(1) of the Act in respect of its products.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including provident fund, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities.
  - (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of wealth tax and cess, sales tax, duty of customs, duty of excise which have not been deposited on account of any dispute. The particulars of dues of income tax, service tax and value added tax as at March 31, 2016 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (Rs.)	Period to which the amount relates	Forum where the dispute is pending
Gujarat Value Added Tax Act, 2003	Interest	1,522,989	2009-10	Joint Commissioner of Commercial Taxes
Income Tax Act 1961	Income Tax	474,000	2010-11	Dy. Commissioner of Income Tax



# Price Waterhouse Chartered Accountants LLP

## Annexure B to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of Welspun Tradings Limited on the financial statements for the year ended March 31, 2016

Page 2 of 2

- viii. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution or bank. The Company does not have any loans or borrowings from Government nor has it issued any debentures as at the balance sheet date.
- ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- xi. The Company has not paid/ provided for managerial remuneration. Accordingly, the provisions of Clause 3(xi) of the Order are not applicable to the Company.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Accounting Standard (AS) 18, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- xv. The Company has not entered into non cash transactions with its director, in compliance with the provisions of Section 192 of the Act.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration Number: (FRN 012754N/N500016)



Mehul Desai  
Partner

Membership Number: 103211

Place: Mumbai

Date: May 3, 2016



WELSPUN TRADINGS LIMITED  
Balance Sheet as at March 31

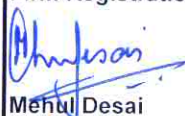
(Amount in Rupees)

Particulars	Note	2016	2015
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	3	50,134,020	50,134,020
Reserves and surplus	4	521,948,679	481,815,362
<b>Non-current liabilities</b>			
Long-term provisions	5	1,403,096	1,353,383
<b>Current liabilities</b>			
Short-term borrowings	6	1,865,872,846	-
Trade payables			
Total outstanding dues of micro enterprises and small enterprises and	7	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	7	997,043,985	5,952,052,730
Other current liabilities	8	2,761,291,743	44,325,990
Short-term provisions	9	40,914,533	15,340,124
<b>TOTAL</b>		<b>6,238,608,902</b>	<b>6,545,021,609</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
<b>Fixed assets</b>			
Tangible assets	10	2,137,493	2,590,195
Intangible assets	10	9,761	15,915
Non-current investments	11	3,361,177	3,361,177
Deferred tax assets (Net)	12	1,160,521	623,185
Long-term loans and advances	13	191,552,798	468,992,506
Other non-current assets	14	-	40,393,815
<b>Current assets</b>			
Current investment	15	180,000,000	-
Inventories	16	-	26,997,442
Trade receivables	17	251,855,632	4,752,402,172
Cash and bank balances	18	3,306,898,637	126,594,354
Short-term loans and advances	19	2,260,229,819	1,109,525,280
Other current assets	20	41,403,064	13,525,568
<b>TOTAL</b>		<b>6,238,608,902</b>	<b>6,545,021,609</b>

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

As per our attached report of even date

For Price Waterhouse Chartered Accountants LLP  
Firm Registration No. : 012754N / N500016

  
Mehul Desai  
Partner

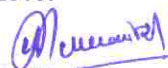
Membership No. 103211

Date: May 3, 2016  
Mumbai

For and on behalf of the Board

  
S Krishnan  
Whole Time Director  
Din : 06829167

  
Rajkumar Jain  
Director  
Din : 00026544

  
Pradeep Joshi  
Company Secretary



## WELSPUN TRADINGS LIMITED

Statement of Profit and Loss for the year ended March 31

(Amount in Rupees)

Particulars	Note	2016	2015
Revenue from operations	21	12,386,286,570	26,495,404,918
Other income	22	136,829,381	14,493,411
<b>Total revenue</b>		<b>12,523,115,951</b>	<b>26,509,898,329</b>
<b>Expenses:</b>			
Purchases of stock-in-trade	23	10,154,032,753	21,716,433,799
Changes in inventories of stock-in-trade	24	26,997,442	237,047,580
Employee benefits expense	25	49,081,516	42,084,481
Other expenses	26	2,047,736,846	4,317,636,784
<b>Total expenses</b>		<b>12,277,848,557</b>	<b>26,313,202,644</b>
<b>Profit before depreciation/amortization, finance costs and tax</b>		<b>245,267,394</b>	<b>196,695,685</b>
Depreciation and amortization expense	10	472,723	466,427
Finance costs	27	120,320,983	68,692,000
<b>Profit before tax</b>		<b>124,473,688</b>	<b>127,537,258</b>
<b>Tax expense:</b>			
Current tax		43,312,600	44,197,384
Deferred tax		(537,336)	(673,159)
<b>Total Tax expenses</b>		<b>42,775,264</b>	<b>43,524,225</b>
<b>Profit for the year</b>		<b>81,698,424</b>	<b>84,013,033</b>
Earnings per equity share: [Nominal value per Share Rs. 10 (March 31, 2015: Rs. 10)]			
Basic and Diluted	35	16.30	16.76
The accompanying notes are an integral part of the financial statements.			

As per our attached report of even date

For Price Waterhouse Chartered Accountants LLP  
Firm Registration No. : 012754N / N500016

Mehul Desai  
Partner  
Membership No. 103211

For and on behalf of the Board


S Krishnan  
Whole Time Director  
Din : 06829167

Rajkumar Jain  
Director  
Din : 00026544

Pradeep Joshi  
Company SecretaryDate: May 3, 2016  
Mumbai

WELSPUN TRADINGS LIMITED  
Cash flow statement for the year ended March 31

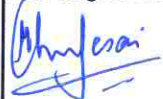
( Amount in Rupees)

Particulars	2016	2015
<b>CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES</b>		
Net Profit before tax	124,473,688	127,537,258
<b>Adjustments for:</b>		
Depreciation	472,723	466,427
Dividend income	(59,231)	(2,625,563)
Interest expenses	515,994	12,050,140
Discounting Charges	119,804,989	56,641,860
Interest Income	(124,511,932)	(9,697,192)
Provision for doubtful debts	-	1,947,477
Provision for doubtful debts written back	(1,905,505)	-
Loss on Sale Fixed Assets	(8)	157
Profit on sale of investments	(12,258,210)	-
Exchange adjustments (Net)	(116,019,553)	16,415,904
<b>Operating Profit/ (Loss) before working capital changes</b>	<b>(9,487,045)</b>	<b>202,736,468</b>
<b>Adjustments for</b>		
Trade and other receivables	390,634,027	(2,496,854,951)
Inventories	26,997,442	207,059,467
Trade and other payables	(2,103,268,519)	4,658,355,821
	<b>(1,685,637,050)</b>	<b>2,368,560,337</b>
<b>Cash generated from operations</b>	<b>(1,695,124,095)</b>	<b>2,571,296,805</b>
Taxes paid (net)	(47,430,836)	(37,071,009)
<b>Net cash generated from/ (used in) operating activities (A)</b>	<b>(1,742,554,931)</b>	<b>2,534,225,796</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of fixed assets	(16,659)	(108,139)
Sale of fixed assets	2,800	2,800
Interest received	81,539,300	3,184,536
Dividend received	59,231	2,625,563
Proceeds from maturity of fixed deposit	-	21,800,000
Investment in mutual funds	(180,000,000)	-
Profit on sale of investments	12,258,210	-
<b>Net cash (used in)/ from investing activities (B)</b>	<b>(86,157,118)</b>	<b>27,504,760</b>
<b>CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES</b>		
Interest paid (Net)	(515,994)	(12,050,140)
Discounting charges	(119,804,989)	(56,641,860)
Proceeds from Bank (Short Term Loans)	1,865,872,846	-
Repayment of short term borrowings	-	(2,396,600,000)
<b>Net cash from/ (used in) financing activities (C)</b>	<b>1,745,551,863</b>	<b>(2,465,292,000)</b>
<b>Net changes in Cash and Cash equivalents (A+B+C)</b>	<b>(83,160,186)</b>	<b>96,438,556</b>
Cash and cash equivalents at the beginning of the year	98,394,354	1,955,798
<b>Cash and cash equivalent at the end of the year</b>	<b>15,234,168</b>	<b>98,394,354</b>

**Notes:**

1. The cash flow has been prepared under the "Indirect Method" as set out in Accounting Standard-3 on Cash flow statements issued by the Institute of Chartered Accountants of India.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration No. : 012754N / N500016



Mehul Desai  
Partner  
Membership No. 103211

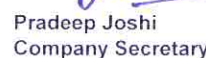
Date: May 3, 2016  
Mumbai

For and on behalf of the Board

  
S. Krishnan  
Whole Time Director  
Din : 06829167



Rajkumar Jain  
Director  
Din : 00026544

  
Pradeep Joshi  
Company Secretary





1 General Information

Welspun Tradings Limited (the "Company"), a wholly owned subsidiary of Welspun Corp Limited, is engaged in the business of trading and Marketing of steel pipes and coils.

2 Summary of Significant Accounting Policies

a Basis of Accounting

The Financial Statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. Pursuant to section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation and recommendation of the National Financial Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply.

Consequently, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) [Companies (Accounting Standards) Rules, 2006, as amended] and other relevant provisions of the Companies Act, 2013.

The Ministry of Corporate Affairs( MCA) has notified the Companies (Accounting Standards) Amendment Rules, 2016 vide its notification dated 30 March 2016. The said notification read with Rule 3(2) of the Companies (Accounting Standards) Rules, 2006 is applicable to accounting period commencing on or after the date of notification i.e. 1 April 2016

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. The Company has ascertained its operating cycle as 12 months for the purpose of current – non current classification of assets and liabilities.

b Tangible Assets

Tangible Assets are stated at acquisition cost, net of accumulated depreciation and accumulated impairment losses. Subsequent expenditures related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Depreciation is provided on a pro-rata basis on the straight-line method over the estimated useful lives of the assets based on a technical evaluation done by management's expert. The useful lives are equal to the those prescribed under Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets/

Asset	Useful Life
Office Equipment	3 Years
Computers	3 Years
Furniture and Fixtures	10 Years
Vehicle	8 Years

c Intangible assets

Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortised on a straight line basis over their estimated useful lives.

Asset	Useful Life
Computer Software	5 Years

d Impairment of Assets

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset (tangible and intangible) may be impaired. For the purpose of assessing impairment, assets are grouped at the levels for which there are separately identifiable cash flows (cash generating unit). If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased. An impairment loss is reversed to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

e Investments

Investments that are readily realisable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as current investments. All other investments are classified as long term investments. Current investments are carried at cost or fair value, whichever is lower. Long-term investments are carried at cost. However, provision for diminution is made to recognise a decline, other than temporary, in the value of the investments, such reduction being determined and made for each investment individually.

f Inventories

Inventories are stated at lower of cost and net realisable value. The cost of stock-in-trade comprises of specific procurement cost and other direct costs. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.





**g Foreign Currency Transactions**

**(a) Initial Recognition**

On initial recognition all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

**(b) Subsequent Recognition**

As at the reporting date non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction. All non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined. All monetary assets and liabilities in foreign currency are restated at the end of accounting period.

(c) All monetary assets and liabilities in foreign currency are restated at the end of accounting period. With respect to long-term foreign currency monetary items the Company has adopted following policy:

i) Foreign exchange difference on account of a depreciable asset is adjusted in the cost of the depreciable asset which would be depreciated over the balance life of the asset.

ii) In other cases the foreign exchange difference is accumulated in a Foreign Currency Monetary Item Translation Difference Account and amortised over the balance period of such long term asset/ liability.

A monetary asset or liability is termed as a long-term foreign currency monetary item if the asset or liability is expressed in a foreign currency and has a term of 12 months or more at the date of origination of the asset or liability.

**h Derivative Instruments and hedge accounting**

(a) In respect of forward exchange contracts other than forward exchange contracts in respect of firm commitments and highly probable forecast transactions the premium or discount arising at the inception of forward exchange contract is amortised as expense or income over the life of the contract. Exchange differences on such contracts are recognised in the Statement of Profit and Loss in the reporting period in which the exchange rates change. Any profit or loss arising on cancellation or renewal of such a forward exchange contract is recognised as income or as expense for the period.

(b) In respect of forward exchange contracts taken to hedge the risks associated with foreign currency fluctuations relating to firm commitments and highly probable forecast transactions and interest rate swaps the Company has adopted Accounting Standard 30 'Financial Instruments: Recognition and Measurement'. Accordingly forward exchange contracts relating to firm commitments and highly probable forecast transactions and interest rate swaps are fair valued at each reporting date.

(c) Changes in the fair value of these hedging instruments that are designated and considered as effective hedges of highly probable forecasted transactions are recognised directly in shareholders' funds under 'Hedging Reserve Account' to be recognised in the Statement of Profit and Loss when the underlying transaction occurs.

**i Revenue recognition**

(a) Sale of goods: Sales are recognised when the significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract.

(b) Export Benefits: Status Holder Incentive scheme and Incremental incentive are accounted on accrual basis.

**Other Income**

(c) Dividend income is recognised when the right to receive dividend is established.

(d) Interest income is recognized on a time proportion basis taking into account outstanding amount and the applicable interest rates.

**j Employee Benefits**

**Provident Fund:** Contribution towards provident fund for employees is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

**Superannuation Fund:** Contribution towards superannuation fund for certain employees is made to SBI Life Insurance Company where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from contribution made on monthly basis.

**Gratuity:** The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

**Compensated Absences:** Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year end are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year end are treated as other long term employee benefits. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.





**k Operating Leases**

Leases in which significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the statement of Profit and Loss on a straight-line basis over the period of the lease.

**l Provisions, contingent liabilities and contingent assets**

**Provisions:** Provisions are recognised when there is a present obligation as a result of a past event, it is possible that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

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

**m Current and Deferred Tax**

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in the respective jurisdictions.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the Company reassesses unrecognised deferred tax assets, if any.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

**n Earnings Per Share**

(a) Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period if any.

(b) The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events such as bonus shares other than the conversion of potential equity shares that have changed the number of equity shares outstanding without a corresponding change in resources.

(c) For the purpose of calculating diluted earnings per share the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares except when the results would be anti-dilutive.

**o Cash and Cash Equivalents**

In the cash flow statement, cash and cash equivalents include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

**p Use of Estimates**

The preparation of the financial statements requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities disclosure of contingent liabilities as at the date of the financial statements and the reported amount of revenue and expenses of the year. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results could differ from those estimates and in such case the difference is recognised when known or materialised.





## 3. Share Capital

(Amount in Rupees)

Particular	2016	2015
<b>Authorised</b> 5,050,000 (March 31, 2015: 5,050,000) Equity Shares of Rs. 10 each	50,500,000	50,500,000
<b>Total</b>	<b>50,500,000</b>	<b>50,500,000</b>
<b>Issued, subscribed and fully paid up shares</b> 5,013,402 (March 31, 2015: 5,013,402) Equity Shares of Rs. 10 each fully paid up	50,134,020	50,134,020
<b>Total</b>	<b>50,134,020</b>	<b>50,134,020</b>

## a) Reconciliation of number of shares

Particular	2016		2015	
	Number of Shares	Amount Rs.	Number of Shares	Amount Rs.
Equity shares outstanding as at the beginning of the year	5,013,402	50,134,020	5,013,402	50,134,020
Add: Shares Issued during the year	-	-	-	-
Equity shares outstanding as at the end of the year	5,013,402	50,134,020	5,013,402	50,134,020

## b) Rights, Preferences and restrictions attached to shares

Equity Shares: The company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion of their shareholding.

## c) Shares held by the holding Company:

(Amount in Rupees)

Name of Shareholder	2016	2015
Welspun Corp Limited 5,013,402 (March 31, 2015: 5,013,402) equity shares	50,134,020	50,134,020
<b>Total</b>	<b>50,134,020</b>	<b>50,134,020</b>

## d) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of Shareholders	2016		2015	
	Number of Shares	%	Number of Shares	%
Welspun Corp Limited	5,013,402	100	5,013,402	100
<b>TOTAL</b>	<b>5,013,402</b>	<b>100</b>	<b>5,013,402</b>	<b>100</b>

## 4. Reserves and Surplus

(Amount in Rupees)

Particular	2016	2015
<b>Hedging Reserve</b>		
Balance as at the beginning of the year	11,956,000	-
Add: Additions during the year	(41,565,107)	11,956,000
<b>Balance as at the end of the year [Refer note 36(b)]</b>	<b>(29,609,107)</b>	<b>11,956,000</b>
<b>Surplus in the Statement of Profit and Loss</b>		
Balance as at the beginning of the year	469,859,362	385,846,329
Add: Profit for the year	81,698,424	84,013,033
<b>Balance as at the end of the year</b>	<b>551,557,786</b>	<b>469,859,362</b>
<b>Total</b>	<b>521,948,679</b>	<b>481,815,362</b>



## 5. Long-term provisions

(Amount in Rupees)

Particular	2016	2015
Provision for compensated absences (Refer note 29C)	1,403,096	1,353,383
<b>Total</b>	<b>1,403,096</b>	<b>1,353,383</b>

## 6. Short-term borrowings

(Amount in Rupees)

Particulars	2016	2015
<b>Unsecured</b>		
Working capital loan from banks - Foreign currency (Out of the above loan Rs. 872,047,846 is backed by corporate guarantee given by Welspun Corp Limited, the parent Company) [The above loan includes USD 15,000,000 at an interest rate of Libor+0.50% and USD 13,161,993 at an interest rate of Libor+1% from banks]	1,865,872,846	-
<b>Total</b>	<b>1,865,872,846</b>	<b>-</b>

## 7. Trade Payables

(Amount in Rupees)

Particulars	2016	2015
(a) Total outstanding dues of micro enterprises and small enterprises and	-	-
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	997,043,985	5,952,052,730
<b>Total</b>	<b>997,043,985</b>	<b>5,952,052,730</b>

Disclosure of payable to suppliers as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such suppliers under the said Act, as per the intimation received from them on request made by the Company. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance Sheet date. There are no delays in payment made to such suppliers during the year or any earlier years and accordingly there is no interest paid or outstanding interest in this regard in respect of payments made during the year or brought forward from previous year.

## 8. Others current liabilities

(Amount in Rupees)

Particulars	2016	2015
<b>Other Payables</b>		
Statutory dues including provident fund and tax deducted at source	1,259,829	1,121,763
Advances from customers	2,759,911,688	43,091,032
Employee benefits payable	120,226	113,195
<b>Total</b>	<b>2,761,291,743</b>	<b>44,325,990</b>

## 9. Short-term provisions

(Amount in Rupees)

Particulars	2016	2015
Provision for employee benefits (Refer note 29C)		
Provision for compensated absences	23,662	13,749
<b>Other Provisions</b>		
Provision for Taxation (net of advance tax of Rs. 32,030,836, previous year Rs. 28,871,009)	11,281,764	15,326,375
Mark to market losses on forward contracts	29,609,107	-
<b>Total</b>	<b>40,914,533</b>	<b>15,340,124</b>





## 11. Non-current investments

(Amount in Rupees)

Particulars	2016	2015
<b>Trade Investments</b> (Unquoted, valued at cost unless stated otherwise)		
Investment in Subsidiary Welspun Middle East DMCC [200 shares (March 31, 2015: 200 shares) of AED. 1,000 each fully paid up]	3,361,177	3,361,177
<b>Total</b>	<b>3,361,177</b>	<b>3,361,177</b>

## 12. Deferred tax assets (Net)

(Amount in Rupees)

Particulars	2016	2015
<b>Deferred Tax Assets</b>		
Provision for doubtful debts and advances	670,648	661,948
Provision for Retirement benefits	493,773	-
<b>Less: Deferred Tax Liabilities</b>		
Depreciation	3,900	38,763
<b>Total</b>	<b>1,160,521</b>	<b>623,185</b>

## 13. Long-term loans and advances

(Amount in Rupees)

Particulars	2016	2015
(Unsecured, considered good)		
Security deposits	2,010,000	2,010,000
Loan to Welspun Middle East DMCC	-	129,178,563
Sales tax deposit	80,025	80,025
Balances with Government authorities	187,674,691	336,009,461
Advance Tax (Net of Provision of Rs.169,579,103 previous year Rs. 125,381,719)	1,788,082	1,714,457
<b>Total</b>	<b>191,552,798</b>	<b>468,992,506</b>

## 14. Other non-current assets

(Amount in Rupees)

Particulars	2016	2015
Long term deposits with banks with maturity period of more than twelve months [Including Accrued Interest Rs. Nil (March 31, 2015: Rs. 4,363,508)]	-	40,393,815
<b>Total</b>	<b>-</b>	<b>40,393,815</b>

## 15. Current investment

(Amount in Rupees)

Particulars	2016	2015
<b>Unquoted</b>		
Mutual fund SBI Premier Liquid Fund - Regular Plan - Growth 75,854.984 Units (March 31, 2015: Nil)	180,000,000	-
<b>Total</b>	<b>180,000,000</b>	<b>-</b>

## 16. Inventories

(Amount in Rupees)

Particulars	2016	2015
Stock-in-trade (Valued at lower of cost and net realisable value)	-	26,997,442
<b>Total</b>	<b>-</b>	<b>26,997,442</b>
<b>Details of stock-in-trade</b>		
Coated Pipe - Lsaw	-	26,997,442
<b>Total</b>	<b>-</b>	<b>26,997,442</b>



## 17. Trade Receivables

(Amount in Rupees)

Particulars	2016	2015
<b>Unsecured, considered good</b>		
Outstanding for a period exceeding 6 months from the date they are due for payment	165,638	23,946,746
Others	251,689,994	4,728,455,426
	251,855,632	4,752,402,172
<b>Unsecured, considered doubtful</b>		
Outstanding for a period exceeding 6 months from the date they are due for payment	41,972	41,972
Others	-	1,905,505
	41,972	1,947,477
Less: Provision for doubtful debts	41,972	1,947,477
	-	-
<b>Total</b>	<b>251,855,632</b>	<b>4,752,402,172</b>

## 18. Cash and Bank Balances

(Amount in Rupees)

Particulars	2016	2015
<b>Cash and cash equivalents</b>		
Cash on hand	67,121	16,114
Bank balances:		
In current accounts	15,167,047	98,378,240
	15,234,168	98,394,354
<b>Other bank balances</b>		
Deposits with maturity more than three months but less than twelve months	3,291,664,469	28,200,000
<b>Total</b>	<b>3,306,898,637</b>	<b>126,594,354</b>

## 19. Short-term loans and advances

(Amount in Rupees)

Particulars	2016	2015
(Unsecured, considered good)		
<b>Loans and advances to related parties (Refer note 30)</b>		
Advances to Welspun Corp Limited, the parent Company	1,778,809,601	-
Loan to Welspun Middle East DMCC	139,246,013	-
<b>Other loans and advances</b>		
Advance to employees	428,580	587,638
Prepaid expenses	12,875,674	68,399,417
Balances with Government Authorities	326,438,897	1,040,381,883
Less: Provision for doubtful advances	1,895,869	1,895,869
	324,543,028	1,038,486,014
Loans and advances to others	4,326,923	2,052,211
<b>Total</b>	<b>2,260,229,819</b>	<b>1,109,525,280</b>

## 20. Other current assets

(Amount in Rupees)

Particulars	2016	2015
Mark to market gain on forward contract	-	11,956,000
Interest accrued on		
Fixed deposits	41,403,064	446,564
Others	-	1,123,004
<b>Total</b>	<b>41,403,064</b>	<b>13,525,568</b>



## 21. Revenue from Operation

(Amount in Rupees)

Particulars	2016	2015
<b>(a) Sale of Products</b>		
Export Sales - stock-in-trade	12,383,908,397	26,483,914,399
	12,383,908,397	26,483,914,399
<b>(b) Other Operating Revenue</b>		
Inspection charges	-	11,490,519
Provision no longer required written back	1,905,505	-
Other Operating Income	472,668	-
	2,378,173	11,490,519
<b>Total</b>	<b>12,386,286,570</b>	<b>26,495,404,918</b>
<b>Details of sale of stock-in-trade</b>		
Bare Pipe - Lsaw	5,951,287,671	16,958,947,192
Coated Pipe - Lsaw	5,876,885,367	9,524,967,207
Coated Pipe - Hsaw	399,410,797	-
Coils	156,324,562	-
<b>Total</b>	<b>12,383,908,397</b>	<b>26,483,914,399</b>

## 22. Other Income

(Amount in Rupees)

Particulars	2016	2015
<b>Interest income on</b>		
Fixed deposits	51,218,863	3,800,930
Others	73,293,069	5,896,262
Dividend income from others	59,231	2,625,563
Net gain on foreign currency transaction and translation	-	2,167,248
Net gain on sale of current investment	12,258,210	-
Miscellaneous income	8	3,408
<b>Total</b>	<b>136,829,381</b>	<b>14,493,411</b>

## 23. Purchases of stock-in-trade

(Amount in Rupees)

Particulars	2016	2015
Purchase of stock-in-trade	10,154,032,753	21,716,433,799
<b>Total</b>	<b>10,154,032,753</b>	<b>21,716,433,799</b>

## 24. Changes in inventories of stock-in-trade

(Amount in Rupees)

Particulars	2016	2015
Stock-in-trade at the beginning of the year	26,997,442	264,045,022
Less: Stock-in-trade at the end of the year	-	26,997,442
<b>Total</b>	<b>26,997,442</b>	<b>237,047,580</b>

## 25. Employee benefits expenses

(Amount in Rupees)

Particulars	2016	2015
Salary, wages and bonus	45,138,750	39,477,604
Contribution to provident and other funds (Refer note 29A)	2,447,858	2,210,195
Gratuity (Refer note 29B)	1,184,166	50,064
Staff welfare expenses	310,742	346,618
<b>Total</b>	<b>49,081,516</b>	<b>42,084,481</b>





## 26. Other expenses

(Amount in Rupees)

Particulars	2016	2015
Coating and other job charges	505,698,272	2,128,352,464
Commission on sales	667,231,915	699,172,701
Freight, material handling and transportation	798,242,178	1,367,050,179
Rent	4,535,760	4,525,906
Product compensation and claims	32,663,808	76,728,240
Insurance	1,044,536	940,283
Rates and taxes	441,952	200,075
Travelling and conveyance	9,300,040	7,820,988
Directors' sitting fees	1,050,060	780,900
Auditors remuneration		
Audit fee	1,700,000	1,200,000
Tax audit fee	300,000	300,000
Other services	200,000	79,225
Reimbursement of expenses	24,598	-
Expenditure towards corporate social responsibility activities (Refer note 37)	2,230,908	1,635,579
Legal and professional fees	8,379,751	20,260,511
Membership and subscription	725,017	690,562
Communication	518,934	523,759
Net loss on foreign currency transaction and translation	6,502,347	-
Provision for doubtful debt	-	1,947,477
Miscellaneous expenses	6,946,770	5,427,935
<b>Total</b>	<b>2,047,736,846</b>	<b>4,317,636,784</b>

## 27. Finance costs

(Amount in Rupees)

Particulars	2016	2015
Interest expense on borrowing	515,994	12,050,140
Discounting and bank charges	119,804,989	56,641,860
<b>Total</b>	<b>120,320,983</b>	<b>68,692,000</b>



WELSPUN TRADINGS LIMITED

Notes forming part of the financial statements as on and for the year ended March 31

10. Fixed assets

Particulars	Gross Block					Depreciation/Amortisation					Net Block	
	As at April 1, 2015	Additions	Deletions	As at March 31, 2016	As at April 1, 2015	Additions	Deletions	As at March 31, 2016	As at March 31, 2016	As at March 31, 2015	As at March 31, 2015	
<b>Tangible assets</b>												
Furniture & Fixture	285,050	-	-	285,050	230,806	6,743	-	237,549	47,501	54,244		
Vehicle	3,120,195	-	-	3,120,195	724,057	382,973	-	1,107,030	2,013,165	2,396,138		
Office Equipments	205,098	16,659	3,500	218,257	87,849	58,460	708	145,601	72,656	117,249		
Computers	83,415	-	-	83,415	60,851	18,393	-	79,244	4,171	22,564		
<b>Total (A)</b>	<b>3,693,758</b>	<b>16,659</b>	<b>3,500</b>	<b>3,706,917</b>	<b>1,103,563</b>	<b>466,569</b>	<b>708</b>	<b>1,569,424</b>	<b>2,137,493</b>	<b>2,590,195</b>		
<b>Intangible assets</b>												
Computer Software	30,769	-	-	30,769	14,854	6,154	-	21,008	9,761	15,915		
<b>Total (B)</b>	<b>30,769</b>	<b>-</b>	<b>-</b>	<b>30,769</b>	<b>14,854</b>	<b>6,154</b>	<b>-</b>	<b>21,008</b>	<b>9,761</b>	<b>15,915</b>		
<b>Total (A+B)</b>	<b>3,724,527</b>	<b>16,659</b>	<b>3,500</b>	<b>3,737,686</b>	<b>1,118,417</b>	<b>472,723</b>	<b>708</b>	<b>1,590,432</b>	<b>2,147,254</b>	<b>2,606,110</b>		
<b>Previous Year</b>	<b>3,619,887</b>	<b>106,140</b>	<b>3,500</b>	<b>3,724,527</b>	<b>652,532</b>	<b>466,427</b>	<b>543</b>	<b>1,118,416</b>				

Note:

Consequent to the enactment of the Companies Act, 2013 (the Act) and its applicability for accounting periods commencing from April 1, 2014, the Company had, wherever required, to reflect the actual usage, realigned the remaining useful lives of few assets in accordance with the provisions prescribed under Schedule II to the Act during the year ended March 31, 2015.

As a result of above change, depreciation for the previous year was higher by Rs.66,698 and profit before tax for the previous year was lower by Rs. 66,698 with a consequential impact on profit after tax for the previous year.



28. Contingent liability and other commitments

(i) **Contingent liability** (Amount in Rupees)

Particulars	2016	2015
Disputed indirect taxes	3,155,533	-

(i) It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of above pending resolution of the respective proceedings.

(ii) The Company does not expect any reimbursements in respect of the above contingent liabilities.

(ii) **Other commitments** (Amount in Rupees)

Particulars	2016	2015
Total amount payable by the Company under a non-cancellable agreement with a vendor	16,053,186	16,899,371

The company has committed to provide continued need based financial support to its wholly owned subsidiary.

29. Disclosures under Accounting Standard 15 (Revised 2005) "Employee Benefits"

(A) **Defined Contribution Plans**

Provident Fund

The Company has recognised the following amounts in the Statement of Profit and Loss for the year :

(Amount in Rupees)

Particulars	2016	2015
Contribution to Provident Fund	1,720,196	1,548,173
Contribution to Pension Scheme	402,361	405,692
Contribution to Superannuation Scheme	325,301	256,330
	<b>2,447,858</b>	<b>2,210,195</b>

(B) **Defined Benefit Plans Gratuity :**

Particulars	2016	2015
	(% p.a.)	(% p.a.)
Discount Rate	7.99	7.85
Rate of Return on Plan Assets	8.00	8.00
Salary Escalation rate	5.00	5.00

(i) **Changes in Present value of Obligation** (Amount in Rupees)

Particulars	2016	2015
Present value of Obligation at the beginning of the year	2,860,262	2,122,402
Interest Cost	224,531	209,403
Current Service Cost	506,023	817,074
Benefit paid	(545,959)	(165,877)
Actuarial (Gains)/ Loss	777,206	(122,740)
Present value of Obligation at the end of the year	<b>3,822,063</b>	<b>2,860,262</b>

(ii) **Changes in Fair value of Plan Assets** (Amount in Rupees)

Particulars	2016	2015
Present value of Plan Assets at the beginning of the year	4,711,321	4,023,525
Expected Return on Plan Assets	376,906	333,983
Contribution made	-	-
Benefit paid	(545,959)	(165,877)
Actuarial Gain/ (Loss)	(53,312)	519,690
Present value of Plan Assets at the end of the year	<b>4,488,956</b>	<b>4,711,321</b>

(iii) **Assets recognised in the Balance Sheet** (Amount in Rupees)

Particulars	2016	2015
Present value of Obligation	3,822,063	2,860,262
Fair Value of Plan Assets	4,488,956	4,711,321
Asset recognised in the Balance Sheet	666,893	1,851,059
Recognised under:		
Short Term loans and advances (Note 19)	<b>666,893</b>	<b>1,851,059</b>





(iv) Expenses recognised in the Statement of Profit and Loss

(Amount in Rupees)

Particulars	2016	2015
Current Service Cost	506,023	817,074
Expected Return on Plan Assets	(376,906)	(333,983)
Interest Cost	224,531	209,403
Net Actuarial (Gain)/ Loss	830,518	(642,430)
Total Expenses recognised in the Statement of Profit and Loss	1,184,166	50,064

(v) Disclosure as required under Para 120 (n) of AS - 15 \* :

(Amount in Rupees)

Particulars	2016	2015	2014	2013
Present value of the Defined Benefit Obligation	3,822,063	2,860,262	2,122,402	4,203,816
Fair value of Plan Assets as at the end of the year	4,488,956	4,711,321	4,023,525	4,203,816
Surplus/(Deficit) in the Plan	666,893	1,851,059	(1,901,123)	-
On Plan Liabilities	777,206	(134,424)	(2,623,732)	(679,668)
On Plan Assets	(53,312)	277,656	(100,588)	-
Total Experience Adjustment	830,518	(412,080)	(2,523,144)	(679,668)

\* Employees enrolled in the year 2012-13 hence the data is provided for four years

C.) Other employee benefit plan:

Particulars	2016	2015
Provision for Compensated absences	1,426,758	1,367,132

30. Related party disclosures

a) Enterprises where control exist and with whom transaction have taken place during the year:

- I Holding Company  
Welspun Corp Limited
- II Subsidiary Company  
Welspun Middle East DMCC
- III Fellow subsidiaries  
Welspun Tubular LLC  
Welspun Middle East Pipe LLC

b) Individuals owning, directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise and with whom transaction have taken place during the year.

Name of the Person	Nature of Relationship
B. K. Goenka *	Chairman - Holding Company

c) Key Management Personnel:

Name of the Related Party	Nature of Relationship
Mr. S. Krishnan *	Whole-time Director

\* No transaction during the year



d) Enterprises over which any person described in (b) or (c) is able to exercise significant influence and with whom transaction have taken place during the year.

## Name of related parties

Welspun Steel Ltd  
Welspun India Ltd  
Welspun Infrastructure and Development Limited  
Welspun Foundation for Health & Knowledge

(Amount in Rupees)

	Transactions		Balances	
	2016	2015	2016	2015
<b>Holding Company</b>				
<b>Welspun Corp Ltd</b>				
Purchases of Goods	9,787,777,202	21,705,544,173	1,778,809,601	(4,774,590,985)
Transfer of Licence	-	1,970,000	-	-
Rent paid	4,455,750	4,382,040	-	-
Reimbursement of Expenses (Payable) / Receivable	119,424,547	(84,578,066)	-	-
Security Deposit Given	-	-	2,000,000	2,000,000
Advance given	1,809,821,669	-	-	-
<b>Fellow subsidiaries</b>				
<b>Welspun Tubular LLC</b>				
Coating Charges	-	-	(355,732)	(335,571)
<b>Welspun Middle East Pipe LLC</b>				
Sale of Goods	176,996,861	11,362,635,815	(366,315,763)	2,821,406,973
Reimbursement of Expenses (Payable) / Receivable	-	(42,993,602)	-	-
Purchase of goods	366,255,553	-	-	-
<b>Subsidiary</b>				
<b>Welspun Middle East DMCC</b>				
Investment	-	-	3,361,177	3,361,177
Commission on Sales	99,815,426	177,257,688	(48,530,248)	(50,926,962)
Other Expenses	1,070,687	-	(1,070,687)	-
Loan given (Loan A/c)	-	95,857,050	132,510,000	125,000,000
Loan Interest	6,651,437	4,162,898	6,736,013	4,178,563
Other receivable	233,163	-	233,163	-
Professional fees	-	-	-	-
<b>Welspun Steel Ltd</b>				
	-	-	(1,143,552)	(1,536,747)
<b>Welspun India Ltd</b>				
Sale of Licenses	-	-	-	-
Rent paid	36,640	107,866	-	-
<b>Welspun Infrastructure and Development Limited</b>				
Rent paid	-	36,000	-	-
<b>Welspun Fin trade Pvt Limited</b>				
Rent paid	43,370	-	-	-
<b>Welspun Foundation for Health &amp; Knowledge</b>				
CSR Expenses / Donation	2,230,908	1,635,579	-	-

Negative amounts in "Balances" represent payable

## 31. Earnings in Foreign Exchange

(Amount in Rupees)

Particulars	2016	2015
FOB Value of Exports	11,746,355,216	25,585,737,247
Interest Received	59,368,743	5,141,697
Recovery of Expenses	6,454,008	11,490,519

## 32. Expenditure in Foreign Currency

(Amount in Rupees)

Particulars	2016	2015
Freight, Material Handling and Transportation	614,434,235	917,813,662
Coating and Other Job Charges	500,674,921	2,118,438,318
Legal and Professional Expenses	-	8,770,581
Inspection Charges - TPI Charges	5,023,351	-
Finance Cost	117,888,030	49,125,197
Repair and Maintenance	3,572,690	76,728,240
Membership & Subscription Expenses	597,060	-
Commission on exports	667,231,915	699,172,701
Travelling and Other Expenses	1,115,693	6,268,231





33. Segment Reporting

In accordance with Accounting Standard 17 "Segmental Reporting", the Company has determined its business segment as "Trading of steel pipes". Since 100% of the Company's business is from trading activities, there are no other primary reportable segments. Thus, the segment revenue, total carrying amount of segment assets, total carrying amount of segment liabilities, total cost incurred to acquire segment assets, total amount of charge of depreciation and amortisation during the year are all as reflected in the financial statements as of and for the year ended March 31, 2016.

ii) Information about Secondary-Geographical Segment

(Amount in Rupees)

	2016			2015		
	Within India	Outside India	Total	Within India	Outside India	Total
Sale of Products	-	12,383,908,397	12,383,908,397	-	26,483,914,399	26,483,914,399
Carrying amount of segment assets	5,844,146,079	394,462,823	6,238,608,902	1,660,079,698	4,884,941,911	6,545,021,609
Capital expenditure	16,659	-	16,659	108,139	-	108,139

34. Operating Lease

The Company has entered into cancellable lease arrangements for office and residential premises, renewable by mutual consent on mutually agreeable terms. The lease rentals of Rs. 4,535,760 (March 31, 2015: Rs. 4,525,906) have been included under the head Rent under Note 26 in the Statement of Profit and Loss.

35. Earnings per share

Particulars	2016	2015
Profit after Taxation (Rupees)	81,698,424	84,013,033
Weighted average number of shares	5,013,402	5,013,402
Earnings Per Share (Rupees) Basic and Diluted	16.30	16.76
Face Value Per Share (Rupees)	10	10

36. Derivative Instruments outstanding as at March 31, 2016 :

The Company is exposed to foreign currency fluctuations on foreign currency assets/ liabilities, receivables/payables denominated in foreign currency. In line with the company's risk management policies and procedures, the Company enters into foreign currency forward contracts, swaps and other derivative contracts to manage its exposure.

(a) The following are outstanding foreign currency forward contracts, swaps and other derivative contracts against the future forecasted receivables/payables.

Designated Cash Flow Hedges	Currency Pair	2016		2015	
		Notional Amount		Notional Amount	
		USD	Rs.	USD	Rs.
Forward Contracts (Buy)	USD-INR	47,679,428	3,254,490,022	5,000,000	326,031,000

(b) Net Mark to Market (Fair Value) loss recognised in Hedging Reserve as on March 31, 2016 on forward contracts of Rs. 29,609,107 (March 31, 2015: Gain of Rs.11,956,000) is expected to be recycled to the statement of profit and loss account by March 2017.

(c)As at the Balance Sheet date, following foreign currency exposure is not hedged by a derivative instrument or otherwise:

Particulars	(Amount in Rupees)	
	2016	2015
Short term Receivables	401,614,099	4,754,307,675
Short term Payables / Borrowings	5,624,357,986	1,165,885,304
Long term Receivables	3,361,177	132,539,740

37. Corporate Social Responsibility Expenditure

Gross amount required to be spent by the company during the year is Rs. 2,230,908 (March 31, 2015: Rs.1,635,579)

Amount spent during the year on:

	2016			2015		
	In cash	Yet to be paid in cash	Total	In cash	Yet to be paid in cash	Total
Construction/ acquisition of any asset	-	-	-	-	-	-
On purposes other than above	2,230,908	-	2,230,908	1,635,579	-	1,635,579

38. Previous year figures have been reclassified to conform to this year's classification.


For Price Waterhouse Chartered Accountants LLP  
Firm Registration No. : 012754N / N500016

  
MEHUL DESAI  
Partner  
Membership No 103211

For and on behalf of the Board

  
S. Krishnan  
Whole Time Director  
Din : 06829167

  
Pradeep Joshi  
Company Secretary

  
Rajkumar Jain  
Director  
Din : 00026544

Date: May 3, 2016  
Mumbai

