

Balurghat
The Balurghat Group Since 1952

BALURGHAT TECHNOLOGIES LIMITED



**23 rd ANNUAL REPORT
2016-2017**

CORPORATE INFORMATION

BOARD OF DIRECTORS

Chairman

Shri Sushil Kumar Sancheti
Independent Director

Non Executive Director

Shri HansrajSethia- Non Independent Director
SmtGita Sharma-Independent Director

Executive Directors

Shri Arun Kumar Sethia-Whole time Director
Shri Pawan Kumar Sethia-MD

CFO- Apurv Sethia

Company Secretary

Mr. Saibal Chowdhury

Auditors

Guha & Sons
Chartered Accountants
Kolkata

REGISTRARS & SHARE TRANSFER AGENTS

MCS Share Transfer Agent Limited
12/1/5 Manoharpukur Road
Kolkata – 700 026

REGISTERED OFFICE

170/2C, A.J.C. Bose Road
Kolkata – 700 014

AUDIT COMMITTEE

Smt Gita Sharma
Shri Arun Kumar Sethia
ShriSushil Kumar Sancheti

BANKERS

State Bank of India
Indusind Bank

NOMINATION AND REMUNERATION COMMITTEE

Shri.Sushil Kumar Sancheti- Chairman, Independent Director
Smt Gita Sharma - Independent Director
Shri HansrajSethia - Non Executive Director

DIRECTOR'S REPORT

The Members of Balurghat Technologies Limited

The Board of Directors is pleased to present the 23rd Annual Report of the company together with the audited financial statement for the year ended on March 31, 2017.

FINANCIAL RESULTS

The financial performance of the Company, for the year ended March 31, 2017 are summarized below: **(Rs. in hundreds)**

Particulars	2016-2017	2015-2016
Profit before Depreciation & Amortization Expenses, Finance Costs & Tax Expenses	130919	115642
Less : Finance Cost	28,247	21,476
Depreciation	26,547	19092
Profit before Tax	76125	75074
Less : Current Tax	25,026	13918
Deferred Tax Liabilities	-3312	-1242
Profit for the year	54,411	62398
Add: Balance in Profit & Loss Account	-1068260	-1130658
Appropriation		
Add: Adjustment of Provision Of IT	-691	
Add: Adjustment of fixed Assets		
Closing Balance	-1014540	-1068260

SUMMARY OF FINANCIAL RESULTS AND PERFORMANCE OF THE COMPANY

Financial Year 2016-2017 was yet another challenging year. Various constraints and the challenging environment impacted company performance. The highlights of the performance are as under:

- Revenue from operation increased by 0.142% to 3823980 hundred for the year as against 3818545 hundred of the previous year.
- PBDIT increased by 13.21% to 130919 hundred for the year as against 115642 hundred of the previous year.
- Profit before tax increased by 1.399% to 76125 hundred for the year as against 75074 hundred of the previous year.
- Net Profit fell by 12.80% to 54,411 hundred for the year as against 62398 hundred of the previous year.

DIVIDEND

In view of the accumulated losses during the current year, your Directors are unable to recommend any dividend for the year under reference.

RESERVES

The Company has transferred an amount of Rs.54411 hundreds to the General Reserve which is current year's profits and the same is in compliance with the applicable provisions prescribed under the Companies Act, 2013.

THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIR

The Company has performed well irrespective of highly competitive market. Increase in Turnover by 0.142 % in such market conditions showed company's operational excellence.

CHANGE IN THE NATURE OF BUSINESS

There has been no change in the nature of business.

MATERIAL CHANGES AND COMMITMENTS, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There has been no such material or significant changes during the year under review.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There are no significant and material orders passed by the regulators or courts or tribunals impacting going concern status and company's operations in future.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and nature of its operations. The scope and authority of the Internal Audit function is well defined and to maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board as well as directly to the Chairman & Managing Director. The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company.

Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and

recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

The company do not have subsidiary companies or associates companies nor it has entered into any joint ventures agreements.

DEPOSITS

The company has not accepted any deposits during the year from the Public under section 73 to 76 of the Companies Act, 2013 nor did it receive the same in any of the previous years and hence there are no overdue / outstanding Deposits or any interest payable thereon and therefore the prescribed details under the Companies Act, 2013 are not required to be furnished.

STATUTORY AUDITORS

Mr. Kalyan Ranjan Guha of M/s Guha & Sons Chartered Accountant retires as Statutory Auditor of the Company from the conclusion of the ensuing AGM. The Audit report given by the Auditor on the Financial Statement of your Company is part of the Annual Report. There has been no qualification ,reservation or adverse remarks given by the Auditor in his report.

In accordance with section 139 of the Companies Act 2013, Listed Companies can not appoint and reappoint an Auditor for more than five consecutive years, if an Auditor is an individual person. Existing Companies which are covered under Auditor Rotational requirements should comply with the requirements within three years from the commencement of the Act. Mr Kalyan Ranjan Guha ,Chartered Accountant(Registration No: 302159E) has been Auditor of the Company for more than twenty years (including three years of transitional period).The Board places on record its deep appreciation of valuable contribution made by Mr Kalyan Ranjan Guha as statutory auditor of the Company for more than twenty years. It is now proposed to appoint a new Statutory Auditor in the ensuing AGM .

SECRETARIAL AUDITOR

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed Mr. Suresh Chandra Paul, Company Secretary in practice to undertake the Secretarial Audit of the Company for FY 2016-17. The Secretarial Audit report is annexed herewith as “Annexure B”.

AUDITORS REPORT

The observations made in the Auditor’s Report are self explanatory and do not call for any further comments u/s 134(3)(f) of the Companies Act, 2013. The Auditors have not made any qualifications in their report.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as “Annexure C”

MANAGEMENT’S DISCUSSION AND ANALYSIS REPORT

Management’s Discussion and Analysis Report for the year under review, as stipulated in SEBI(LODR)Regulations 2015, is presented in a separate section forming part of the Annual Report.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Having regard to the nature of business undertaken by your company, the disclosures on Conservation of Energy and Technology are not required. However there had been foreign exchange outgo of EURO 1314 equivalent to Rs. 99808/- and USD 27767. equivalent to Rs 2028976 and Pound Sterling of Great Britain 9886 equivalent to 964304, Australian Dollar 17494 equivalent to 17,494/- Thailand Bahat 17116 equivalent to 33713,25980 Chinese Yen equivalent to 71057 during the period under review.

AUDIT COMMITTEE

As Per Corporate Governance Report annexed hereto.

CORPORATE SOCIAL RESPONSIBILITY POLICY

As per the criteria prescribed under section 135 of the Companies Act, 2013, the CSR is not applicable to the Company in respect of the financial year 2016-2017 .The company will however, formulate and implement CSR policy as and when it gets applicable to the Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

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

RELATED PARTY TRANSACTION

The company has framed Policy on materiality of related party transactions and dealing with related party transactions. All related party transactions that were entered into during the financial year were on arm’s length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large.

PARTICULARS OF EMPLOYEES

The Statement of Particulars of Employees pursuant to the Provisions of Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 personnel Rules, 2014 in respect of employees of the Company, forms part of this report and annexed herewith as Annexure “D”.

In terms of the provisions of Section Statement of particulars of employees pursuant to Rule 5 (2) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company did not have any employee who has been in receipt of the remuneration in excess of prescribed in the above mention section, during whole or any part of the year under review.

DIRECTORS

NUMBER OF MEETINGS OF THE BOARD

During the year Four Board Meetings were convened and held, details of which are provided in the Corporate Governance Report. The intervening gap between the Meetings was in compliance with the Companies Act, 2013

DECLARATION BY INDEPENDENT DIRECTORS

All independent directors have given declarations that they meet the criteria of independence as laid down under section 149(7) of the Companies Act, 2013 and under the extant provisions of the SEBI(Listing Obligation and Disclosure Requirements)Regulations,2015.

BOARD EVALUATION

Pursuant to the provisions of theSec134(3) (p) Companies Act, 2013 and SEBI(Listing Obligations and Disclosure Requirements),Regulations,2015 the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration Committees. During the year under review, the Independent Director met on 13 February 2017 inter alia, to discuss the performance evaluation of Non – independent Directors and Board Of Directors as a whole and was satisfied overall .Evaluation Process is based on structured questionnaire covering various aspects of the Board’s functioning, Board’s culture , performance was circulated to the members of the Board for the financial year 16-17.Based on the response received, the Board as a whole, the Committees, the Chairperson and individual Directors were separately evaluated in the meeting of the Independent Directors and at the meeting of the Board of Directors. The Board has carried out the performance evaluation of all independent Directors of the Company and is satisfied with their performance..

RE-APPOINTMENT/ RESIGNATION

Sri Pawan Kumar Sethia, the retiring director by rotation was reappointed as Director of the company by the members in the Annual General Meeting held on 28thSeptember ,2016.Mr Pawan Kumar Sethia ,the Managing Director of the Company was reappointed in the same Annual General Meeting held on 28thSeptember 2016 for a period of five years beginning from

23rd February 2017 to 22 February 2022. In this connection all the requisite e-forms that were required to be filed with ROC have been filed and duly approved by the authority. Mr Hanraj Sethia, Non-Independent Non –Executive Director of the Company, retires by rotation at the ensuing AGM and being eligible offer himself for re-appointment.

NOMINATION AND REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration including criteria for determining qualifications, positive attributes and other matters provided under sub section (3) of section 178 of the Companies Act 2013. The Remuneration Policy is stated in the Corporate Governance Report.

RISK MANAGEMENT POLICY

As per requirement of section 134(3)(n) of the companies act 2013 and SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board of Directors has framed risk management policy. The Board has a risk assessment and minimization procedure which is reviewed by the Board periodically. There is a structure in place to identify and mitigate various identifiable risks faced by the Company from time to time. At the Meetings of the Board, these risks are reviewed and new risks are identified. As of now the Directors do not envisage any element of risk which threaten the existence of the Company.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company believes in the conduct of its affairs in a fair and transparent manner to foster professionalism, honesty, integrity and ethical behaviors in all its business activities and has put in place a mechanism of reporting illegal or unethical behavior. The Company has adopted a Vigil Mechanism through which the employees, Directors and other stakeholders are free to report to Senior Management any unethical behavior, improper practices and wrongful conduct taking place in the Company for taking appropriate action. The confidentiality of those reporting violations is maintained and they are not subjected to any discriminatory practice.

SEXUAL HARASSMENT

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has complied with the requirement of formation of a suitable committee as required under the said act. The Board of Directors and/or the Management of the Company has not received any complaint on this account from any of the employees of the Company or from any other person.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or

other designated persons which may have potential conflict with interest of the company at large. The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board of Directors .

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and certain designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the trading window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

STATUTORY DISCLOSURE

None of the Directors of the Company are disqualified as per provision 164(2) of the Companies Act ,2013. Your Directors have made necessary disclosures as required under various provisions of the Companies Act ,2013 and Listing Regulations.

FRAUDS REPORTED BY AUDITORS

There were no frauds reported by the Auditor under section 143(12) of the Companies Act ,2013

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review .
- iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The directors have prepared the annual accounts on a going concern basis.
- v) 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.

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

CORPORATE GOVERNANCE

Your Company complies with all the mandatory requirements as stipulated SEBI Disclosure Regulations,2015 . The Report on Corporate Governance as stipulated under SEBI(LODR) Regulations ,2015 forms part of the Annual Report. The requisite certificate from the Auditors of the company confirming compliance with the conditions of Corporate Governance as stipulated under the aforesaid SEBI(LODR)Regulations,2015 is attached to this Report.

ACKNOWLEDGEMENT

Your Directors would like to express their appreciation for the assistance and co-operation received from the Banks, Government Authorities, Customers, Vendors and Members during the year under review. Your Director also wishes to place on record their deep sense of appreciation for the committed services by the Executives, Staff and Workers of the company.

For and on behalf of the Board of Directors

Dated: 30th May, 2017

Place: Kolkata

Pawan Kumar Sethia

Managing Director

DIN 00482462

Sushil Kumar Sancheti

Chairman

DIN 03281792

Annexure" C"

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on Financial Year Ended on 31.03.2017
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS:

i	CIN	L60210WB1993PLC059296
ii	Registration Date	30/06/1993
iii	Name of the Company	Balurghat Technologies Limited
iv	Category/Sub-category of the Company	
v	Address of the Registered office & contact details	170/2C , AJC Bose Road , Kolkata-700014
vi	Whether listed company	Yes
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	MCS Share Transfer Agent Ltd,12/1/5 , Manoharpukur Road ,Kolkata -700026, PH : (033) 4072-4051 (3Lines)

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

SL No	Name & Description of Main Products/Services	NIC Code of the Product /Service	% to Total Turnover of the Company
1	OTHER PUMPS FOR DISPENSING FUEL	84131191	47.26%
2	TRANSPORT SERVICES OF FREIGHT	99651190	52.73%
4			

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

SI No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1					
2					
3					

SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	1877001	217000	2094001	11.5055	2370718	217000	2587718	14.2182	2.713
b) Central Govt.or State Govt.	0	0	0	-	0	0	0	0	
c) Bodies Corporates	4037500	11000	4048500	22.2445	3536800	11000	3547800	19.4934	2.751
d) Bank/FI	0	0	0	-	0	0	0	0	
e) Any other	0	0		-	0	0	0	0	
SUB TOTAL:(A) (1)	5914501	228000	6142501	33.7500	5907518	228000	6135518	33.7116	-0.400
(2) Foreign									
a) NRI- Individuals	0	0	0	-	0	0	0	0	0
b) Other Individuals	0	0	0	-	0	0	0	0	0
c) Bodies Corp.	0	0	0	-	0	0	0	0	0
d) Banks/FI	0	0	0	-	0	0	0	0	0
e) Any other...	0	0	0	-	0	0	0	0	0
SUB TOTAL (A) (2)	0	0	0	-	0	0	0	0	0
Total Shareholding of Promoter									
(A)= (A)(1)+(A)(2)	5914501	228000	6142501	33.7500	5907518	228000	6135518	33.7116	-0.400

B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	-	0	0	0	0	
b) Banks/Fl	0	0	0		0	0	0	0	
C) Cenntral govt	0	0	0	-	0	0	0	0	
d) State Govt.	0	0	0	-	0	0	0	0	
e) Venture Capital Fund	0	0	0	-	0	0	0	0	
f) Insurance Companies	0	0	0	-	0	0	0	0	
g) FIIS	0	0	0	-	0	0	0	0	
h) Foreign Venture Capital Funds	0	0	0	-	0	0	0	0	
i) Others (specify)	0	0	0	-	0	0	0	0	
SUB TOTAL (B)(1):	0	0	0	-	0	0	0	0	
(2) Non Institutions									
a) Bodies corporates									
i) Indian	279318	2005400	2284718	12.5534	136825	2005400	2142225	11.7705	
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.2 lakhs	3734632	3811833	7546465	41.4642	3674057	3792633	7466690	41.0258	
ii) Individuals shareholders holding nominal share capital in excess of Rs. 2 lakhs	2199564	0	2199564	12.0855	2429715	0	2429715	13.3501	
c) Others (i) Trust	1700	0	1700	0.0093	1700	0	1700	0.0093	
(ii) NRI	4452	20600	25052	0.1376	3552	20600	24152	0.1327	
SUB TOTAL (B)(2):	6219666	5837833	12057499	66.2500	6245849	5818633	12064482	66.2884	

Total Public Shareholding (B)= (B)(1)+(B)(2)	6219666	5837833	12057499	66.2500	6245849	5818633	12064482	66.2884	
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	12134167	6065833	18200000	100	12153367	6046633	18200000	100	

(ii) SHARE HOLDING OF PROMOTERS

SI No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Arun Kumar Sethia	670700	3.685%	0	994700	5.465%	0	1.78%
2	Pawan Kumar Sethia	526100	2.891%	0	526100	2.891%	0	0.000%
3	Kanta Sethia	296000	1.626%	0	296000	1.626%	0	0.000%
4	Sneh Kanta Sethia	271301	1.490%	0	441018	2.423%	0	0.930%
5	Sarita Goenka	175000	0.962%	0	175000	0.962%	0	0.000%
6	Pushpa Sethia	83300	0.458%	0	83300	0.458%	0	0.000%
7	Nirmal Kumar Goenka	35000	0.19%	0	35000	0.19%	0	0.000%
8	Bachhraj Sethia	16600	0.091%	0	16600	0.091%	0	0.000%
9	Hansraj Sethia	12100	0.067%	0	12100	0.067%	0	0.000%
10	Rajendra Kumar Sethia	4100	0.023%	0	4100	0.023%	0	0.000%
11	Sukumar Bhattacharya	2500	0.014%	0	2500	0.014%	0	0.000%
12	Sayar Sethia	900	0.005%	0	900	0.005%	0	0.000%
13	Rajendra Kumar Sethia	200	0.001%	0	200	0.001%	0	0.000%
14	Manoj Sethia	200	0.001%	0	200	0.001%	0	0.000%
15	Sapphire International Pvt Ltd	4010800	22.037%	0	3536800	19.430%	0	-2.607%
16	Darooka Finance Ltd	26700	0.147%	0	0	0.000%	0	-0.147%
17	Aryacorp Pvt Ltd	10000	0.055%	0	10000	0.006%	0	-0.050%
18	Tulsi Cotton Mills Pvt Ltd	1000	0.006%	0	1000	0.006%	0	0.000%
19	Total	6142501	33.750%	0	6135518	33.712%	0	0.040%

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

SI. No.	Shareholders Name	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Share	% of total shares of the company	No of shares	% of total shares of the company
1	Sneh Kanta Sethia				
	At the beginning of the year	271301	1.49%		
	06/09/2016	150000			
	24/08/2016	11000			
	21/02/2017	8717			
	At the end of the year	441018	2.42%		
2	Mr Arun Kumar Sethia				
	At the beginning of the year	670700	3.69		
	16/09/2016	324000			
	At the end of the year	994700	5.47%		
	At the end of the year				

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

(iv)

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the end of the		Cumulative Shareholding during the year	
		No. of shares	% of total shares of	No of shares	% of total shares of the
1	Ramjanam Singh				
	At the beginning of the year	352989	1.9395	352989	1.9395
	Increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	352989	1.9395	352989	1.9395
2	Ravikant Sethia				
	At the beginning of the year	238642	1.3112	238642	1.3112
	Increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	238642	1.3112	238642	1.3112
3	Mega Market Resources P Ltd				
	At the beginning of the year	247600	1.3604	247600	1.3604
	Increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	247600	1.3604	247600	1.3604
4	GITA GOENKA				
	At the beginning of the year	210500	1.1566	210500	1.1566

	Increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/swe at equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	210500	1.1566	210500	1.1566
5	Apurv Sethia				
	At the beginning of the year	538277	2.9576	538277	2.9576
	Increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/swe at equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	538277	2.9576	538277	2.9576
6	SHASHI VIG				
	At the beginning of the year	54173	0.2977	54173	0.2977
	Increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/swe at equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	54173	0.2977	54173	0.2977
7	LSE SECURITIES LIMITED				
	At the beginning of the year	126000	0.69%	126000	0.69%
	Increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/swe at equity etc)				
	At the end of the year (or on the date of separation, if separated during the year)				
	RANBIR KAUR				
	At the end of the year.	126601	0.70%	126601	0.6956
8	Radhe Shyam Vig				
	At the beginning of the year	76128	0.4183	76128	0.4183
	Increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g.				

	At the end of the year (or on the date of separation, if separated during the year)	76746	0.4217	76746	0.4217
9	Atul Kumar Mahadev Patel				
	At the beginning of the year	60035	0.3299	60035	0.3299
	Increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	60035	0.3299	60035	0.3299
10	Rajesh Kumar Kandoi				
	At the beginning of the year	55000	0.3022	55000	0.3022
	Increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	55000	0.3022	55000	0.3022
Sl. No		Shareholding at		Cumulative Shareholding	
	For Each of the Directors & KMP	No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Pawan Kumar Sethia				
	At the beginning of the year	526100	2.890%	526100	2.890%
	At the end of the year	526100	2.890%	526100	2.890%
2	Apurv Sethia				
	At the beginning of the year	538277	2.9576	538277	2.9576
	At the end of the year	538277	2.9576	538277	2.9576
3	Arun kr sethia				
	At the beginning of the year	670700	3.69%	670700	3.69%
	At the end of the year	994700	5.47%	994700	5.47%
4	Hans Raj Sethia				
	At the beginning of the year	12100	0.0670%	12100	0.067%
	At the end of the year	12100	0.067%	12100	0.067%

5.4654

Apurv sethia is CFO of the company

V INDEBTEDNESS

Rs in hundreds

Indebtedness of the Company including Interest Outstanding/Accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposit	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	103326	86007		189333
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	103326	86007		189333
Change in Indebtedness during the financial year				
Additions	118024	83000		201024
Reduction	33269	73391		106660
Net Change	84755	9609		94364
Indebtedness at the end of the financial year				
i) Principal Amount	188081	95616		283697
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	188081	95616		283697

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager		
1	Gross salary	Pawan Kumar Set	Arun Kumar Sethia	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	1500000		1440000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961			

4	Commission				
	as % of profit				
	others (specify)				
5	Others, please specify	P.F	57600		108000
	Total (A)				
	Ceiling as per the Act		WITHIN LIMIT		WITHIN LIMIT

B. Remuneration to other directors:

Sl.No	Particulars of Remuneration	Name of the Directors		
1	Independent Directors			
	(a) Fee for attending board committee meetings	Nil	Nil	
	(b) Commission			
	(c) Others, please specify			
	Total (1)			
2	Other Non Executive Directors			
	(a) Fee for attending board committee meetings			
	(b) Commission			
	(c) Others, please specify.			
	Total (2)			
	Total (B)=(1+2)			
	Total Managerial Remuneration			
	Overall Ceiling as per the Act.			

Independent and Non Executive directors waived their sitting fees for this year .

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		company secretary	cfo	Total
1	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	204000	960000	1164000
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961			
2	Stock Option			
3	Sweat Equity			
4	Commission			
	as % of profit			
	others, specify			
5	Others, please specify			

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

S.C. PAL & ASSOCIATES

Practicing Company Secretaries

Office:-39,Surya SenStreet,3rd Floor
Kolkata-700 009

Annexure to the Report of the Board of Directors

Form No.MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017.

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

To,
The Members,
M/s. Balurghat Technologies Limited,
170/2C A.J.C Bose Road
Kolkata-700014

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by '**M/s Balurghat Technologies Limited**'(CIN:L60210WB1993PLC059296)..Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the '**M/s. Balurghat Technologies Limited** ', books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by '**M/s. Balurghat Technologies Limited**' ("the Company") for the financial year ended on 31st March 2017, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
Not applicable as the Company has no Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

Not applicable as the company has not raised share capital during the financial year under review.

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

Not applicable as the Company has not granted any Options to its employees during the financial year under review.

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

Not applicable as the Company has not issued any debt securities during the financial year under review.

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

Not applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review.

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

Not applicable as the Company has not bought back any of its securities during the financial year under review.

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

➤ Motor vehicles Act 1988

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

Secretarial Standard-1 and Secretarial Standard-2 issued by The Institute of Company Secretaries of India.

The Company has complied with the applicable clauses of the Listing Agreement entered into by the Company with the stock Exchange (BSE) with applicable clauses of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 in India.

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I report that during the year under review, the Company has complied with the provisions of the Act ,rules regulations and guidelines mentioned above.

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

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors ,Non –Executive Directors and independent Directors.

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

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

During the audit period under review all decisions at Board meeting and Committee Meeting were carried out unanimously

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

I further report that during the audit period the Company has no specific events/ actions having major bearing the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. referred to above.

Suresh Chandra Pal
(Practicing Company Secretary)

Place: Kolkata
Date: 30/06/2017

ACS No.32198
C P No. 11952

Note:This report is to be read with our letter of even date which is annexed as “ANNEXURE A” and forms an integral part if this report.

S.C. PAL & ASSOCIATES

Practicing Company Secretaries

Office:-39, Surya Sen Street, 3rd Floor
Kolkata-700 009

“ANNEXURE A”

To,
The Members,
M/s. Balurghat Technologies Limited,
170/2C ,A.J.C.Bose Road
Kolkata-700014

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

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

Place: Kolkata
Date: 30/06/2017

Suresh Chandra Pal
(Practicing Company Secretary)
ACS No.32198
C P No. 11952

“ANNEXURE ‘D’ ”

Statement of Particulars of Employees pursuant to the Provisions of Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014

1. The ratio of the remuneration of each Director to the median remuneration of the employee for the financial year 2016-17

Sl. No	Name	Designation	Ratio of remuneration
1	Sri Pawan Kumar Sethia	Managing Director	6.25:1
2	Sri Arun Kumar Sethia	Whole time Director	6.00:1

Note:

None of the other directors are paid any remuneration. Sitting fees have been waived by Directors. As such their names are not included in the above table

2. The percentage increase in remuneration of each Director, CFO, CS in the financial year

Sl. No	Name	Designation	% increase
1	Sri Pawan Kumar Sethia	Managing Director	Nil
2	Sri Arun Kumar Sethia	Whole time Director	20%
3	Mr. Apurv Sethia	Chief Financial Officer	33.33%
4	Mr Saibal Chowdhury	Company Secretary	Nil

3. The percentage increase in the median remuneration of employees in the financial year.

The median remuneration of the employees in the financial year fall by 1.51% The calculation of % fall in Median Remuneration is done based on overall employee cost.

4. The number of permanent employees on the rolls of the Company.

Considering the industry, the company operates basically work through contractors. There were 38 employees as on March 31, 2017.

5. The explanation on the relationship between average increase in remuneration and Company performance : fall in average the remuneration is due to resignation of some employees.

6. Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company : Due to their performance

7. Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer in case of listed Companies and in case of unlisted

Companies, the variations in the net worth of the Company as at the close of the current financial year and previous financial year .

The net worth of the Company rise from Rs.672558 hundreds to Rs.726278 hundreds registering an increase of Rs53720 hundreds. The net worth thereby depicted an increase of 7.98%. This is the effect of transfer of net profits to the reserves during the year.

8. Average percentile increase already made in the salaries of employees other than the Managerial personnel in the Last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration

The increase in the managerial remuneration is due to their performance.

9. Comparison of each remuneration of the Key Managerial Personnel against the performance of the Company

The total revenues of the Company increase by 0.142%. The net profit of the Company fell from Rs.62,398 lakhs to Rs.54,411 lakhs leading to fall of 12.80 %. The remuneration paid to the Key Managerial Personnel and the increase therein during the year is nil.. The table below depicts the details of the employee remuneration as against the performance of the Company –

Sl. No	Name	Designation	% to the net profits
1	Sri Pawan Kumar Sethia	Managing Director	28%
2	Sri Arun Kumar Sethia	Wholetime Director	26.47%
3	Sri .ApurvSethia	Chief Financial Officer	17..64%
4	Mr Saibal Chowdhury	Company Secretary	3.75%

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

There is No variable component paid to any of the Directors of the Company.

11. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid Director during the year.

Not applicable

12. Affirmation that the remuneration is as per the remuneration policy of the Company

The remuneration paid is in accordance with the remuneration policy of the Company.

Management's Discussion and Analysis

As per SEBI disclosure regulations 34 and (SCHEDULE-V)
(For the Financial Year ended 31st March,2017)

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the listing Agreement stipulates disclosure under specific heads which are given in the following paragraphs and which continue to be followed in the usual course of the Company's business over the years in discussion amongst the Directors and other Senior Management Personnel.

- **Industry Structure and Developments**

Financial Year 2016-17 was year of challenges marked by economic robustness and possibilities of upward growth in Transport Sector in India.

Revenue from operation increased by 0.142% to 3823980 hundred for the year as against 3818545 hundred of the previous year. PBDIT increased by 13.21% to 130919 hundred for the year as against 115642 hundred of the previous year. Profit before tax increased by 1.399% to 76125 hundred for the year as against 75074 hundred of the previous year. Net Profit fell by 12.80 % to 54,411 hundred for the year as against 62,398 hundred of the previous year.

- **Opportunities and Threats**

Logistics:

a) Opportunities

Highly Competitive Conditions inherent in industry and the company's ability to compete. Contemporary economic processes have been accompanied by a significant increase in mobility and high levels of accessibility. Societies have become increasingly dependent on their transport system to support wide variety of activities ranging from supplying energy needs to distributing parts between manufacturing facilities and distributing centers.

Credit risk is considered to be low and not overly concentrated due to the strength, diversity and long standing relation with its customer base. India's transport contributes in growth of industries whose product requires quick marketing. Government's initiative like development of SEZ logistics parks, infrastructure, building, privatization of transport operations, implementing PPP models etc will encourage private sector investments and lead to greater demand for logistics services.

Threats:

Adverse weather conditions that impede the movement of the bulk materials. This also increases BTL's operating cost. This reduces consignee's requirement. The industry is becoming more competitive with strategic maneuver of companies. Outsourcing solutions in transportation and logistics industry is threat. Smaller companies would continue to be adversely impacted due to low demand for road freight during the slowdown. The company is unable to revise freight rates having an impact on Company's profitability.

Travel & Tourism:**a) Opportunities**

The promotion and aggressive marketing measures undertaken by the government is expected to aid influx of tourists. The industry would also benefit from introduction of new forms of tourism and development of niche segments. Opportunities also exist in ecotourism, adventure tourism, and cruise tourism. Eco-tourism is increasing in popularity, evident in the development of eco-friendly hotels and tour packages. With increasing environment awareness and consciousness among tourists and given efforts undertaken by the government and private players, the ecotourism segment is expected to record handsome growth in the coming years.

b) Threats:

For inbound international tourists, visa procedures are seen as a hindrance. Security has been a major problem as well for growth of tourism for a number of years. Terrorist attacks or political unrest in different parts of the world and within country have adversely affected sentiments of tourists.

• Risks and Concerns:

Risks: * Competition from other players

* Exchange Fluctuation

* Hike in Fuel Prices

Concerns: * Government Policies

*Bad weather Conditions

• Outlook:

The demand for transport is linked to overall health of Indian economy. As a result significant change in the economy could affect the company's performance. The company continues to focus on bulk hauling niche. The company has mitigated risk through customer base diversification.

Your Company will continue to focus on both development and expansion of markets and share gains as appropriate to secure competitive growth. Supply Chain Security & Risk Management will be a key area to prevent disruptions due to factors like weather, labour issues.

- **Discussion of Financial Performance:**

This has been adequately stated in the Directors' Report.

- **Segment Wise Performance:**

The performance in Logistics / Travel Segment has been very encouraging in spite of the global recession. The company's current year turnover in this segment is Rs.2016636 hundred as against Rs. 1834800 hundred in the previous year, showing a rise of 9.91%

- The performance of trading segment is Rs1807,344. hundred as against Rs. 1983,745 hundred in the previous year, showing a fall of 8.89 %.

- **Material Developments in Human Resources**

Your company strongly believes that its intrinsic strength lies in the quality of its pool of dedicated and motivated employees. All the success so far achieved by Balurghat Technologies Limited is mainly on their account. Management remain confident of the ability of our company employees to stand up to the business expectations in this difficult scenario and serve the Company satisfactorily in the days to come.

Annexure “A” to the Directors’ Report

Report on Corporate Governance

As per SEBI disclosure regulations 34(3) and 53 and as per schedule v, clause-c of the said regulations (for the year ended 31 st March,2017)

In accordance with SEBI(LODR),Regulations,2015 and some of the best practices followed internationally on Corporate Governance, the report contains the details of corporate governance systems and processes at Balurghat Technologies Limited being as under:

1. COMPANY PHILOSOPHY

Balurghat Technologies Limited is committed to good governance practices that create long term sustainable shareholder value. The company’s philosophy on Corporate Governance envisages the attainment of the highest levels of transparency, accountability and equity in all facets of its operations and in all its interactions with its shareholders, employees, the government and the lenders.

2. BOARD OF DIRECTORS

The company’s policy is to maintain optimum combination of Executive and Non Executive Directors. The strength of the Board of Directors as on 31st March 2017 was Five, Two being Executive Directors and Three being Non – Executive Directors, out of which Two are Independent Directors

The details of Directors seeking appointment / re-appointment in the forthcoming annual general meeting mentioned in the report.

Mr Pawan Kumar Sethia (Managing Director) and Arun Kumar Sethia (Executive Director) are brothers and Mr Hans Raj Sethia is their father. No other Directors are related to any other Directors.

The Board of Directors met (Four) times during the year on May 30,2016, August 13, 2016, November 14, 2016, February 13, 2017. The particulars of the Directors for the year ended on 31st March 2017 are given hereunder:

Detail of shares held by Non executive Directors:

SL	NAME	CATEGORY	SHARES
1	Mr Hansraj Sethia	Non executive non independent Director	12100
2	Mr Sushil kr Sanchethi	Independent director	5900
3	Smt Gita Sharnma	Independent director	0

S.L. No.	Name	Category	No. of Board Meetings Attended	Attendance at last AGM	Directorship in other companies	Committee Positions in other companies	
						As Chairman	As Member
1.	Sri Hansraj Sethia	Non Executive Non Independent Director	4	Yes	Nil	-	-
2.	Sri Sushil Kumar Sancheti	Non Executive / Independent Director	4	Yes	Nil	-	-
3.	Sri Pawan Kumar Sethia	Managing Director	4	Yes	Vivek outsourcing services pvt ltd&hips hip logistic LLP	-	-
4.	Sri Arun Kumar Sethia	Executive Director	4	Yes	Nil	-	-
6.	Smt Gita Sharma	Non Executive Independent Director	4	Yes	Nil	-	-

Information about Directors seeking re-appointment has been included in this Report: Refer to the Main part of the Board's Report.

Change in Directors and Key Managerial Personnel: This has been covered in the Main part of the Board's Report.

3. AUDIT COMMITTEES

Composition:

The Audit Committee comprises of three Non-Executive Directors.

Attendance:

The Audit Committee met 4 (Four) times during the year on May 30, 2016, August 13 2016, November 14, 2016, and February 13, 2017. Attendances of the members at the meeting were as under:

S.L. No.	Name	Position Held	No. of Meetings Attended
1.	Smt Gita Sharma	Chairperson	4
2.	Sri Sushil Kumar Sancheti	Member	4
3.	Sri Arun Kumar Sethia	Member	4

Powers of Audit Committee:

The Audit Committee has powers, which include the following:

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

Terms of Reference and Powers:

1. Review of Unaudited Financials.
2. Review of Annual Accounts.
3. Management representations & Co-ordinations of Statutory Audit.
4. Internal Audit Appraisals and Review of Internal Control.
5. Review & Assessment of Compliance under applicable laws.
6. Review & Recommendation in respect of Managerial Remuneration
- 7.

Review of Information by Audit Committee:

The Audit Committee mandatorily reviews the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the audit committee), submitted by Management;
3. Management letters/letters of internal control weaknesses issued by the statutory auditors, if any;
4. Internal audit reports relating to internal control weaknesses; and
5. The appointment, removal and terms of remuneration of the Chief Internal Auditor;

NOMINATION AND REMUNERATION COMMITTEE

In terms of Section 178 of the Companies Act, 2013 the Board has constituted a Nomination & Remuneration Committee as under :-

1. Sri.Sushil Kumar Sancheti- Chairman ,Independent Director
2. Smt Gita Sharma- Independent Director
3. Sri Hansraj Sethia- Non Executive Director

which formulates the criteria for determining the qualification, experience, background, exposure, positive attributes and independence for the appointment and/or removal of Directors, Key Managerial Personnel and Senior Managerial Persons, ascertaining their reasonable remuneration commensurate with their qualification, job requirements, meeting the appropriate performance benchmark to run the company successfully, utilizing the existing resources to its optimum and to evaluate their performance from time to time and report their suggestion to the Board.

The Nomination & Remuneration Committee met four times during the year on 30.05.2016 ,13.08.2016.,14.11.2016,13.02.2017

Details of Remuneration Paid / Payable to Executive Directors for the year ended March 31, 2017.

Name of the Director	Salary	House Rent and Other Allowance	P. F. Contribution	Bonus /Commission
Sri Pawan Kumar Sethia	960000	540000	57600	Nil
Sri Arun Sethia	840000	600000	108000	Nil

Non – Executive Directors of the Company waived their sitting fees for the year.

STAKEHOLDERS RELATIONSHIP COMMITTEE

Composition:

The Committee Constitutes of Smt Gita Sharma as the Chairman and Sri Arun Kumar Sethia and Sushil Kumar Sancheti as a Member. The Shareholder Committee met 4 (Four) times during the year on May 30 2016, August 13 , 2016 November 14, 2016 and February 13, 2017.

Details of shareholders complaints during the year as under were:

- 1. No of Complaints Received-1**
- 2.No of Complaints Solved -1**
- 3.No of Complaints pending-Nil**

Terms of Reference:

The RTA concerned Reports the committee on Dematerialization status and request over 21 days, if any. The Committee also reviews the status of redressal of Investor's Complaints on the basis of report of the RTA along with the Compliance officer for the cases received by them respectively and any pending complaints as may be referred to it are disposed by the Committee itself. Further that the Committee has been authorized and empowered by the Board for issue of Share Certificate upon dematerialization and / or sub- division consolidation and / or Duplicate Certificates under the Signature of the Compliance Officer as the Authorized Signatory along with the mechanized signatures imprinted on the Certificates.

During the period ended on March 31, 2017 no investors' complaints were received.

The Company Secretary, Saibal Chowdhury is the Compliance Officer.

E-mail ID : kolkata@balurghat.co.in.

EVALUTION OF PERFORMANCE OF BOARD

During the year under review, the Independent Directors met on February 13, 2017, inter alia, to discuss:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as a whole;
2. Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non Executive Directors.
3. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the independent Directors were present at the meeting and have expressed satisfaction over the conduct of the above matters.

MANAGEMENT

Management Discussion and Analysis Report

Management Discussion and Analysis is given in a separate section forming part of the Directors' Report in this Annual Report.

DISCLOSURES

A) Related Party Transactions

Details of materially significant related party transactions i.e. transactions of the Company of material nature with its promoters, the Directors or the management, their relatives, etc. are presented under the Notes to the Financial Statements. All details on the financial and commercial transactions, where Directors may have a potential interest, are provided to the Board. The interested Directors neither participate in the discussion, nor vote on such matters. During 2016-17, there were no related party transactions of material nature that could have a potential conflict with the interests of the Company.

B) Accounting Treatment in Preparation of Financial Statements

The Company has followed the Accounting Standards, as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 in preparation of its financial statements.

C) Risk Management

The Company has established a robust risk management framework. The Board reviews and monitor the implementation of the Risk Management Policy of the Company.

D) Subsidiary Companies

The Company has no subsidiary.

E) Code Of Internal Procedures and Conduct For Regulating, Monitoring and Reporting of Trading By Insiders

The Company has adopted the policy on prevention of insider trading practices in compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 r . The said code governs the trading by insiders of the Company. The objective of this Code is to prevent purchase and/ or sale of shares of the Company by an insider on the basis of unpublished price sensitive information. Under this Code, Directors and designated employees are completely prohibited from dealing in the Company's shares when the Trading Window is closed. Further, the Code specifies the procedures to be followed and disclosures to be made by Directors and the designated/specified employees, while dealing with the shares of the Company and enlists the consequences of any violations. Company Secretary, has been designated as the Compliance Officer for this Code.

F) There were no instance of non compliance on any matter during the period under consideration with respect to capital market.

G) The Company has a Code of Conduct for Prevention of Insider Trading in the shares of the Company for Directors and other identified persons in accordance with applicable Regulations on this count.

H) The Company Has a Whistle Blower Policy which can be accessed on the Company's website www.balurghat.co.in

I) The Company has policy on Related Party Transaction which can be accessed on the Company's website www.balurghat.co.in

J) The Company has policy on Familiarization program me for independent Directors which can be accessed on the Company's website www.balurghat.co.in

K) Independent Directors Meeting was held on 13-02-2017 to review the performance of the Non –independent Directors and the Board as a whole, performance of Chairperson and quality ,quantity and timeliness of information exchange between the Company Management and the Board.

L) The Company has put in place a Board Evaluation Process . A note on this is provided in the Director's Report.

M) The Company has put in place adequate internal control system and a policy in this regard has been provided in Board's Report.

N) CEO/CFO Certification

As required under SEBI(LODR)Regulations,2015, the Chief Financial Officer of the Company have certified to the Board on the Financial Statements for the year ended March 31, 2017, which is annexed to the Annual Report.

4. GENERAL BODY MEETING

Location and Time of Last three Annual General Meeting

Year	Location	Date	Time	Voting through Postal Ballots
2013-14	Sahapur Mitali Sangha,14 Ishan Mondal Garden Road ,Kolkata-700038	29/09 /2014	9:30 AM	No
2014-2015	SahapurMitaliSangha,14Ishan MondalGardenRoad, Kolkata-700038	24/09 /2015	9:30 AM	No
2015-2016	Sahapur Yubak Sangha,36/11, Agarwal Garden Road,Kolkata-700038	28/09 /2016	10:00A M	No

There was no special resolution requiring postal ballot in the last AGM. Similarly there is no special resolution requiring postal ballot proposed before the ensuing AGM. During the year under review, no extraordinary meeting was held.

5. CODE OF CONDUCT(AS PER SEBI(LODR),REGULATIONS,2015)

The company has introduced code of conduct/ ethical standard for behavior for Directors and Senior Management personnel. The details of the same are as follows:

Policy: The Company's policy is to comply fully with all laws governing our operations and conduct of our affairs in accordance with the highest ethical and legal standards. Compliance with this policy means not only observing the law but conducting the company's business at all locations in such a manner as to ensure that the company is recognized as an ethical, law abiding corporate body. The spirit of the policy demands that the company maintains a high degree of integrity in its interactions with all its constituents' customer, employees, shareholders, suppliers etc.

The Board periodically reviews all compliance reports as are prepared and applicable to the Company and also ensures rectification of non-compliance if any. The minimum and necessary information as required under Regulations 17(7)(Part A of Schedule II) was placed before the Board of Directors..The members of Board and the Senior Management Personnel of Balurghat Technologies Ltd have affirmed compliance with this code of conduct. There were no material financial and commercial transactions in which Board

Members and Senior Management Personnel had personal interest, which could lead to potential conflict of interest with the Company during the year. The Managing Director and CFO of the Company have given the necessary Compliance Certificate as required under Regulation 17(8) under Part B of Schedule II of SEBI Regulations 2015

6. OTHER DISCLOSURES

- i. There were no instances of Non – compliance penalties, strictures on the company by stock exchange/SEBI/Statutory Authority on any matter relating to capital market during the last 3 years.
- ii. Whereas due to prevailing financial stringency over the last several years, the company was not in a position to pay the listing fees to certain stock exchanges except Mumbai Stock Exchange in respect of which there are no outstanding as on date. The company has applied for delisting of its securities from the Madras, Jaipur, Kolkata, pending disposal till date. Under similar circumstances the Company is not in a position to pay fees introduced by CDSL, which are since been pending till date.

7. MEANS OF COMMUNICATION

- i. The quarterly Financial (Provisional) results are forwarded to the Exchange within 24 hours from its approval by the Board and are generally published in both National and Regional Newspaper within 48 hours from their publication.
- ii. The Company has not made any specific representations, to any of the investors, other than routine queries from the shareholders, which are promptly responded by the Compliance Officer.
- iii. The Financial Results are published in the English Newspaper “Political & Business Daily” and Bengali Newspaper “Sukhabar”

8. GENERAL SHAREHOLDER’S INFORMATION

- i. **Annual General Meeting (AGM)** :23rd AGM of the company will be held on Wednesday on 6th September 2017 at 10:00 A.M. at Sahapur Yubak Sangha, 36/11, Agarwala Garden Road, Kolkata – 700 038.
- ii. **Date of Book Closure:** 31th August 2017 to 6th September 2017 (both days inclusive)
- iii. **Dividend Payment Date :** No dividend has been recommended for the year ended 31st march 2017
- iv. **Listing on Stock Exchange:** The company’s shares are listed on Bombay Stock Exchange Limited (BSE).

- v. **Listing Fees:** Listing Fees as Prescribed have been paid.
- vi. **Stock Code:** BSE : 520127
- vii. **ISIN (for Demat Shares):** INE 654 B01014

viii. **Market Price Data:**

Month	Stock Price		Sensex	
	High	Low	High	Low
April, 2016	3.56	2.32	26100.54	24523.20
May, 2016	2.45	2.20	26837.20	25057.93
June, 2016	3.08	2.21	27105.41	25911.33
July, 2016	3.22	2.74	28240.20	27034.14
August, 2016	3.41	2.25	28532.25	27627.97
September, 2016	2.86	2.00	29077.28	27716.78
October, 2016	2.94	2.40	28477.65	27488.30
November, 2016	3.09	2.34	28029.80	25717.93
December, 2016	2.91	2.38	26803.76	25753.74
January, 2017	3.09	2.38	27980.39	26447.06
February, 2017	2.97	2.10	29065.31	27590.10
March, 2017	3.18	2.43	29824.62	28716.21

- ix. **Register and Transfer Agents :** MCS Share Transfer Agent Limited
12/1/5, Manoharpukur Road,
Kolkata – 700 026
Phone No. – 033 40724051 (3 lines)

- x. **Share Transfer System :** Shares received for physical transfer at the Registered office is marked with an inward serial number. The documents after a preliminary scrutiny about the fitness of their delivery are handed over twice a week to the RTA for processing of transfer who after needful checking is entered in a register for transfer authorization. The transfer register is

placed before the Share Committee, once a fortnight is approved on the basis of RTA recommendation. Subject to approval the RTA endorses the certificates and mails the same on specific advises and issues option letter for Demat within 21 days from lodgment of transfer, and provides confirmation to the Company, which is tallied with the Transfer register and monitored periodically.

xi. Distribution of Shareholding as on March 31, 2017

Category	No. of Cases	% of Cases	Total Shares	% of Shares
1 - 500	10837	81.001	2839208	15.6000
501 – 1000	1409	10.5314	1181470	6.4916
1001 – 2000	486	3.6326	769620	4.2287
2001 – 3000	269	2.0106	685904	3.7687
3001 – 4000	87	.6503	315579	1.7340
4001 – 5000	94	.7026	449431	2.4694
5001 – 10000	104	.7773	791382	4.3483
10001 – 50000	73	.5456	1436225	7.8913
50001 – 100000	6	.0448	380254	2.0893
100001 & Above	14	.1046	9350927	51.3787
TOTAL	13379	100	18200000	100

xii. Categories of Shares as on March 31, 2017

Category	Shareholding	Percentage
Promoters	6135518	33.71
Private Corporate Bodies	2143925	11.77
Non Resident individual	24152	.1327
Indian Public	9896405	54.37
TOTAL	18200000	100

- xiii. Dematerialization of Shares :** As on March 31, 2017 6046633 equity Shares of the Company (33.32) % of the total issued capital) were held in Physical Form and 12153367 equity shares (66.78 % of the total issued capital) were held in dematerialized form. Register and Transfer Agents are appointed for transfer of shares in Physical mode.

- **Redressal of Investor Grievances:** Low volume turnover hardly provides scope of any routine activity in this area, hence the primary responsibility for redressal activities had been entrusted upon the RTA backed by the Compliance Officer under the supervision and control of Share Committee. The Nature of Complaints were mainly the delay in receipt of share certificates as most of the shareholders misinterpreted the Option letters sent by the RTA following registration of transfer.

Address for Correspondence:

Saibal Chowdhury(Company Secretary)
170/2C ,A.J.C BOSE ROAD KOLKATA-700014
E-mail id: Kolkata@balurghat.co.in

9) COMPLIANCE CERTIFICATE OF THE AUDITORS:

The company has obtained a certificate from the statutory auditors certifying compliance of the conditions of corporate governance as stipulated in regulations 34(3)and schedule V(E) of the listing regulations and the same is annexed to this report.

For and on behalf of the Board

Place - Kolkata

Sushil Kumar Sancheti Pawan Kumar Sethia

Dated – 30th May, 2017

Chairman

Managing Director

MD/CFO CERTIFICATION TO THE BOARD

We ,Pawan Kumar Sethia ,Managing Director and Mr.Apurv Sethia Chief Financial Officer of Balurghat Technologies Limited certify that --

- a. We have reviewed the financial statements and the cash flow statement for the year ended March31,2017and that to the best of our knowledge and belief:
 - i.These statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading;
 - ii.These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
- b. There are ,to the best of our knowledge and belief' ,no transactions entered into by the Bank during the year which are fraudulent, illegal or violative of the Company's code of conduct;
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of the internal control ,if any,of which we are aware of and the steps we have taken or propose to take to rectify these deficiencies..
- d. We have indicated to the Auditors and the Audit Committee
 - I . Significant changes if any, in internal control over the financial reporting during the year;
 - ii. Significant changes if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements ;and
 - iii. Instances of significant fraud of which we have become aware and the involvement therein ,if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Yours faithfully,

Pawan Kumar Sethia
MANAGINGDIRECTOR

ApurvSethia
CHIEF FINANCIAL OFFICER

Date: 30.05.2017

Place: Kolkata

BALURGHAT TECHNOLOGIES LIMITED

AUDITOR'S CERTIFICATE

To
The Members of Balurghat Technologies Limited

We have examined the compliance of the conditions of Corporate Governance by Balurghat Technologies Limited for the year ended 31st March, 2017 as stipulated in SEBI(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS,2015.

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

In our opinion and to the best of our information and explanations given to us, we certify that the Company has substantially complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS,2015

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

For GUHA & Sons
Chartered Accountants

K. Guha
Proprietor
Membership No .F-008256
Firm Reg: 302159E

Place: Kolkata
Date:30thMay 2017

**DECLARATION BY THE CFO ON AFFIRMATION OF COMPLIANCE WITH
THE CODE OF CONDUCT OF THE COMPANY**

To The Members of Balurghat Technologies limited

Pursuant to 26(3) of the Securities and Exchange Board of India (Listing Obligations & Disclosure Regulations ,2015, the Board Members and the Senior Management Personnel have conformed compliance with the code of conduct for the year ended 31-03-2017.

Date : 30th May, 2017

Apurv Sethia
Chief Financial Officer

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT
PERSONNEL**

WITH THE COMPANY'S CODE OF CONDUCT

To

The Members of BalurghatTechnologies Limited

Pursuant to SEBI (LODR) Regulations ,2015, I hereby declare thatthe Company has obtained affirmative compliance with the Code of Conduct from all the Board members and Senior Management personnel of the Company for the financial year ended March 31, 2017

Pawan Kumar Sethia

Managing Director

DIN 00482462

Place: Kolkata

Date: 30th May 2017

GUHA & SONS
CHARTERED ACCOUNTANTS
15/1, Chowringhee Square, 1st Floor
KOLKATA – 700069

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BALURGHAT TECHNOLOGIES LIMITED

Report on the Financial Statements

1. We have audited the accompanying financial statements of Balurghat Technologies Limited (“the Company”), which comprise the Balance Sheet as at March 31, 2017, 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.

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 to the company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgements and estimates that are reasonable and prudent and design implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement whether due to fraud or error.

3. 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 Accounting and Auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

5. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants Of India as specified under Section 143 (10) of the Act. Those standards and pronouncements require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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.

GUHA & SONS
CHARTERED ACCOUNTANTS
15/1, Chowringhee Square, 1st Floor
KOLKATA – 700069

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 state of affairs of the Company as at March 31, 2017 and its profit and its Cash Flows for the year ended on that date.

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 a statement on the matters specified in Paragraphs 3 and 4 of the Order.

10. As required by Section 143 (3) of the Act, we report that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our Audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c. The 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, 2017 taken on record by the Board, none of the directors is disqualified as on 31st March, 2017 from being appointed as a Director in terms of Section 164 (2) of the Act.
- f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best to our knowledge and according to the information and explanations given to us:

1. The Company has disclosed the impact, if any, of litigations as at March 31, 2017 on its financial statements.

2. The Company has no long term contracts as at 31, March, 2017.

3. There is no such requirement of transferring funds to Investor Protection Fund during the Year ended March 31, 2017

4. As far as our knowledge and information provided by the Company, it has provided adequate disclosure in its financial statements to holding as well as dealings in specified Bank notes during the period from 8th November to 30th December 2016. Further, it may be added that such disclosures are in accordance with the Book of Accounts of the Company. Refer Note 24 to the Financial Statement.

Place: Kolkata

Dated: 30th Day of May, 2017

Interms of our report of even date attached
GUHA & SONS

CHARTERED ACCOUNTANTS

15/1, Chowringhee Square, Kolkata – 700069

(K. GUHA)

Proprietor

Membership No: 008256

Firm RegNo : 302159E

GUHA & SONS
CHARTERED ACCOUNTANTS
15/1, Chowringhee Square, 1st Floor
KOLKATA- 700069

(Annexure of the Independent Auditor's Report of even date to the Members of Balurghat Technologies Limited on the financial statements as of and for the year ended March 31, 2017)

- i) In respect of its fixed assets :
- a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
 - (b) The fixed assets are physically verified by the Management according to a phased programme designed to cover all items over a period of three years which in our opinion, is reasonable having regard to the size of the company and the nature of its assets .Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verifications
 - c)According to the information and explanation given to us the title deeds investment made in immovable property are held in the name of the Company.
- ii) a)The inventory (excluding stocks with third parties) has been physically verified by the Management during the year . In respect of inventory lying with third parties, these have substantially been confirmed by them. In our opinion, the frequency of verification is reasonable.
- iii) The Company has not granted any loans, secured or unsecured, to Companies, firms or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3 (iii) of the said Order are not applicable to the Company.
- iv) In our opinion and according to the information and explanations given to us, the Company has not provided any loans ,guarantees, investment and security under the provisions of section 185 and 186 of the CA,2013.
- v) In our opinion and information given to us, the Company has not accepted any deposits within the meaning of sections 73 to 76 or any other relevant provisions of the Companies Act 2013 and the rule framed there under. Therefore, the provisions of clause (v) of paragraph 3 of the CARO are not applicable to the company.
- vi) Since the net worth of the Company and turnover of is less than the limits prescribed by the Central Government under section 148 of the Companies Act, 2013 , maintenance of Cost records is not considered necessary.
- vii) a)According to the information and explanations given to us the company has been generally regular in depositing undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income tax, wealth tax, service tax, custom, cess and other material statutory dues as applicable to it with the appropriate authorities during the year.
- b)As at 31st March2017 according to the record of the company and the information and explanation given to us there are no disputes in respect of any of the statutory dues Except an amount of damages imposedbythePFauthoritiesRs.12,50,404/-(Previous yearRs.12,50,404)for a period prior to

GUHA & SONS
CHARTERED ACCOUNTANTS
15/1, Chowringhee Square, 1st Floor
KOLKATA – 700069

Incorporation of the company, pending before the Hon'ble Tribunal of PF at New Delhi for necessary Adjudication.

- viii) According to our information and explanation given to us the Company has not defaulted in repayment of loans , borrowing to financial institution ,bank,,Goverment and dues to debenture holders.
- ix) During the year the Company has not raised moneys by way of initial public offer or further public offer including debt instrument and no term loan has been raised by ,the Company.
- X) According to the information and explanation given to us , no instance of fraud on the Company by its officers and employees has been noticed or reported during the given period.
- xi) The Company has fixed remuneration of managerial personnel as per the provision of section 197 read with schedule v of CA ,2013 .
- xii) The Company is not a Nidhi Company. Therefore Provision xii of paragraph 3 of order is not applicable to the Company.
- Xiii) There no related party transaction as provided under section 188 and 177 of the CA,2013
- xiv) The Company has not made any preferential allotment or private placement of shares or fully and partly convertible debenture during the period under review. Therefore Section 42 of CA,2013 is not applicable and therefore clause xiv is not applicable.
- xv) The Company has not entered into any non cash transaction with directors and persons connected with him , hence section 192 of CA,2013 is not applicable and so the clause xv of paragraph 3 of order is not applicable to the Company.
- xvi) The Company is not required to be registered under section 451A of the Reserve Bank of India Act ,1934 and consequently clause xvi of paragraph 3 of the order is not applicable to the Company

Place: Kolkata
30th Day of May 2017.

In terms of our report of even date attached
GUHA & SONS
CHARTERED ACCOUNTANTS Dated:
15/1, Chowrangee Square Kolkata – 700069

K.GUHA (PROPRIETOR)
Membership No: 008256
Firm Registration No: 302159E

BALURGHAT TECHNOLOGIES LIMITED

170/2C ,AJC BOSE ROAD .KOLKATA-70014

BALANCE SHEET AS AT 31ST MARCH 2017

(Rs. in hundreds)

Particulars	Notes	As at 31st March, 2017	As at 31st March, 2016
I. EQUITY AND LIABILITIES			
<u>Shareholder's Funds</u>			
Share Capital	1	17,40,818	17,40,818
Reserves and Surplus	2	9,41,321	9,95,041
<u>Non-Current Liabilities</u>			
Long-Term Borrowings	3	2,10,936	1,14,554
<u>Current Liabilities</u>			
Short-Term Borrowings (Part of Long Term Borrowings to be payable in next year)	4	72,761	74,779
Trade Payables	5	86,701	1,81,535
Other Current Liabilities	6	9,717	5,110
Short-Term Provisions	7	1,37,160	1,10,803
Total		13,16,772	12,32,558
II. ASSETS			
<u>Non-Current Assets</u>			
<i>Fixed Assets</i>			
(i) Gross Block	8	6,19,834	5,34,625
(ii) Depreciation		1,69,982	1,67,688
(iii) Net Block		4,49,852	3,66,937
Non-current investments	9	1,000	1,000
Long term loans and advances	10	58,064	53,009
<u>Current Assets</u>			
Inventories	11	26,887	29,694
Trade receivables	12	4,26,229	3,97,000
Cash and cash equivalents	13	2,66,965	2,44,100
Short-term loans and advances	14	63,702	1,04,200
Other current assets	15	24,073	36,618
Total		13,16,772	12,32,558
Significant Accounting Policies & Notes to Accounts	1-24		
<i>Note : The notes referred to above form an integral part of the Balance Sheet</i>			
<i>As per our Report of even date</i>		<i>For and on Behalf of the Board</i>	
<i>For Guha & Sons</i>			
<i>Chartered Accountants</i>			
		P.K. Sethia	Sushil Kumar Sancheti
		(M.D)	(Chairman)
Kalyan Ranjan Guha			
Proprietor			
Membership No. - 008256		Saibal Chowdhury	Apurv Sethia
Reg : 302159E		(Company Secretary	(CFO)
Place : Kolkata			
Date : 30/05/2017			

BALURGHAT TECHNOLOGIES LIMITED

170/2C ,AJC BOSE ROAD .KOLKATA-70014

Statement of Profit & Loss for the year ended on 31st March 2017

(Rs. in hundreds)

Particulars	Note	2016-17	2015-2016
Revenue from operations	16	38,23,980	38,18,545
Other Income	17	22,109	12,893
III. Total Revenue (I +II)		38,46,089	38,31,438
<u>Expenses:</u>			
Cost of Services	18	17,13,640	15,37,724
Purchase of Stock-in-Trade		17,47,263	19,39,802
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	19	2,806	-10,745
Employee Benefit Expense	20	1,08,570	1,09,853
Financial Costs	21	28,247	21,476
Depreciation and Amortization Expense	22	26,547	19,092
Other Administrative Expenses	23	1,42,891	1,39,162
Total Expenses (IV)		37,69,964	37,56,364
Profit before exceptional and extraordinary items and tax	(III - IV)	76,125	75,074
Exceptional Items			-
Profit before extraordinary items and tax (V - VI)		76,125	75,074
Extraordinary Items			-
Profit before tax (VII - VIII)		76,125	75,074
<u>Tax expense:</u>			
(1) Current tax		25,026	14,292
(2) Wealth Tax		-	374
(3) Deferred tax		3,312	1,242
Profit(Loss) from the period from continuing operations	(IX-X)	54,411	62,398
Profit/(Loss) from discontinuing operations		-	-
Tax expense of discounting operations		-	-
Profit/(Loss) from Discontinuing operations (XII - XIII)			-
Profit/(Loss) for the period (XI + XIV)		54,411	62,398
Earning per equity share:			
(1) Basic		0.31	0.36
(2) Diluted		0.31	0.36

Note : The notes referred to above form an integral part of the Profit & Loss A/c

As per our Report of even date

For and on Behalf of the Board

For Guha & Sons

Chartered Accountants

P.K. Sethia
(M.D)

Sushil Kumar Sancheti
(Chairman)

Kalyan Ranjan Guha

Proprietor

Membership No. - 008256

Reg : 302159E

Place : Kolkata

Date : 30/05/2017

Saibal Chowdhury
(Company Secretary)

Apurv Sethia
(CFO)

BALURGHAT TECHNOLOGIES LIMITED

Notes on Financial Statements for the year ended 31st March, 2017

The Previous year figures have been regrouped / reclassified, wherever necessary to conform to the current year presentation

(Rs in hundreds)

1. Share Capital		Rs	Rs	Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2017	As at 31st March, 2016	As at 31st March, 2016
1	AUTHORISED SHARE CAPITAL 3,00,00,000 Equity Shares of Rs. 10 each (3,00,00,000)	-	30,00,000	-	30,00,000
2	ISSUED , SUBSCRIBED & PAID UP CAPITAL 1,66,16,360 Equity Shares of Rs. 10/- each, Fully paid up (1,66,16,360) 15,83,640 Equity Shares of Rs. 10/- each, Partly Paid up (15,83,640) Less : Calls in arrear	1,58,364 79,182	16,61,636 79,182	1,58,364 79,182	16,61,636 79,182
Total		17,40,818	17,40,818	17,40,818	17,40,818

1.1 The details of Shareholders holding more than 5% Shares:

Sr. No	Name of the Shareholders	As at 31st March, 2017		As at 31st March, 2016	
		No. of Shares	% held	No. of Shares	% held
1	Sapphire International Private Limited	35,36,800	19.430	40,10,800	22.037
2	The Hooghly Mills Co. Ltd	16,66,700	9.158	16,66,700	9.158

1.2 The Reconciliation of the number of shares outstanding is set out below:

Particulars	As at 31st March, 2017 No. of Shares	As at 31st March, 2016 No. of Shares
Equity Shares at the beginning of the year	1,82,00,000	1,82,00,000
Add : Shares issued during the year	-	-
Less : Shares Cancelled on buy back of Equity Shares	-	-
Equity Shares at the end of the year	1,82,00,000	1,82,00,000

2. Reserve & Surplus

		Rs	Rs	Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2017	As at 31st March, 2016	As at 31st March, 2016
1	Revaluation Reserve		73,219		73,219
2	Profit and Loss Account				
	As per last Balance Sheet	-	10,68,260	-	11,30,658
	Add: Adjustment Fixed Assets writtenoff	-	-	-	-
	Add: Adjustment of Provision Of IT & TDS	-	691	-	-
	Add : Profit for the year	-	54,411	-	62,398
		-	10,14,540	-	10,68,260
	Less : Appropriation		-	-	10,68,260
Total		-	9,41,321	-	9,95,041

(Rs in Hundreds)

BALURGHAT TECHNOLOGIES LIMITED

Notes on Financial Statements for the year ended 31st March, 2017

The Previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation

3. Long Term Borrowings

Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	<u>Secured</u>		
	Loan against Vehicle	99,953	46,562
	Loan against Fixed Asset	42,553	29,853
2	<u>Unsecured Loans</u>		
	- From Shareholders	-	-
	Inter Corporate Deposits	29,250	29,250
	From NBFC & BANK	39,180	8,889
	Total	2,10,936	1,14,554

4. Short Term Borrowings

Sr. No	Particulars	Rs As at 31st March, 2017	Rs As at 31st March, 2016
1	<u>Secured</u>		
	Loan against Vehicle	29,157	13,893
	Loan against Fixed Asset (Part of Long Term Borrowings to be payable in next year)	16,418	13,018
1	<u>Unsecured Loans</u>		
	From NBFC & BANK	27,186	47,868
	Others Deposits	-	
	Total	72,761	74,779

5. Trades Payable

Sr. No	Particulars	Rs As at 31st March, 2017	Rs As at 31st March, 2016
1	Creditors	19,423	1,42,149
2	Lorry Hire Payable	67,278	39,386
	Total	86,701	1,81,535

6. Other Current Liabilities

Sr. No	Particulars	Rs As at 31st March, 2017	Rs As at 31st March, 2016
1	Other Payables	9,717	5,110
	Total	9,717	5,110

7. Short Term Provisions

Sr. No	Particulars	Rs As at 31st March, 2017	Rs As at 31st March, 2016
1	Provision For Gratuity	95,660	80,037
2	Provision for Income Tax	41,500	30,766
	Total	1,37,160	1,10,803

BALURGHAT TECHNOLOGIES LIMITED

Notes on Financial Statements for the year ended 31st March, 2017

The Previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation

(Rs. in Hundred)

8. Fixed Asset

Sr. No	Particulars	Gross Block				Depreciaton				Net Block	
		As at 01-04-2016	Addition	Deducti on/Adju stment	As at 31-03-2017	As at 01-04-2016	for the year	Deducti on/Adju stment	upto 31-03-2017	As at 31.03.2017	As at 31.03.2016
A	<u>Tangible Assets</u>										
	<u>Own Assets</u>										
1	Land	1,07,308	-	-	1,07,308	-	-	-	-	1,07,308	1,07,308
2	Building & Godown	2,04,017	2,935	-	2,06,952	57,746	4,428	-	62,174	1,44,778	1,46,271
3	Motor Cars	1,49,679	21,517	25,531	1,45,665	77,478	10,584	24,253	63,809	81,856	72,201
5	Furniture & Fixtures	7,798	230	-	8,028	7,001	128	-	7,129	899	797
6	Fuel Station	18,801	-	-	18,801	13,025	595	-	13,620	5,181	5,776
7	Electric Generators	193	-	-	193	184	-	-	184	9	9
8	Computer & Accessories	9,656	1,400	-	11,056	5,711	1,909	-	7,620	3,436	3,945
9	Weighing Scales	2,850	-	-	2,850	2,708	-	-	2,708	142	142
10	Air Conditioners	5,132	2,010	-	7,142	2,410	399	-	2,809	4,333	2,722
11	Pump Sets	47	-	-	47	47	-	-	47	-	-
12	Truck	29,019	82,648	-	1,11,667	1,356	8,504	-	9,860	1,01,807	27,663
13	Water Purifier	125	-	-	125	22	-	-	22	103	103
		5,34,625	1,10,740	25,531	6,19,834	1,67,688	26,547	24,253	1,69,982	4,49,852	3,66,937
	Previous Year	4,84,013	55,976	5,365	5,34,625	1,53,693	19,092	5,097	1,67,688	3,66,937	3,30,320

BALURGHAT TECHNOLOGIES LIMITED

Notes on Financial Statements for the year ended 31st March, 2017

The Previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation

(Rs. in hundreds)

9. Non Current Investment

		Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Long Term Investment in Equity Shares - Quotted, fully paid up 10,000 Tai Industries Limited of Rs. 10 each (10,000) .Mkt Price as on 31st March 2014 Rs 8.90 per share	1,000	1,000
	Total	1,000	1,000

10. Long Term Loans and Advances

		Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
I)	Loan to Others		
	a) Unsecured, Considered Good :	12,628	10,628
	b) Godown Advance	6,364	5,829
	c) Security Deposits	39,072	36,552
	Total	58,064	53,009

11. Inventories

		Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Stock-in-Trade	26,887	29,694
	Total	26,887	29,694

12. Trade Recievables

		Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Outstanding for more than six months		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	16,410	14,975
	c) Doubtful	7,850	13,600
2	Others		
	a) Secured, Considered Good :		-
	b) Unsecured, Considered Good :	4,01,969	3,68,425
	c) Doubtful		-
	Total	4,26,229	3,97,000

BALURGHAT TECHNOLOGIES LIMITED

Notes on Financial Statements for the year ended 31st March, 2017

The Previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation

(Rs. in hundreds)

13. Cash & Cash Equivalent

		Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	<u>Cash-in-Hand</u>		
	Cash Balance	34,572	60,964
	Sub Total (A)	34,572	60,964
2	<u>Bank Balance</u>		
	Bank Balance with Schedule Banks	1,00,175	84,942
	Sub Total (B)	1,00,175	84,942
3	<u>Fixed Deposit with Banks</u>	1,32,218	98,194
	Total [A + B + C]	2,66,965	2,44,100

14. Short Terms Loans and Advances

		Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Others		
	<i>Advance Recoverable in cash or in kind or for value to be considered good</i>		
	Advance to Suppliers	26,076	63,022
	Advance Income Tax/TDS	36,729	39,517
	Balance With Corp Debit Cards	897	1,661
	Total	63,702	1,04,200

15. Other Current Assets

		Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Advance Against Order	-	1,450
	Staff Advance	3,627	3,360
	Branch Account	14,703	31,701
	Deffered Tax	3,419	107
	TDS Recoverable	1,595	
	Other Receivable	729	
	Total	24,073	36,618

BALURGHAT TECHNOLOGIES LIMITED

Notes on Financial Statements for the year ended 31st March, 2017

The Previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation

(Rs. in hundreds)

16. Revenue from Operations

		Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Freight	19,33,879	17,18,424
2	Sale of Products	18,07,344	19,83,745
3	Commission Received	82,757	1,16,376
	Total	38,23,980	38,18,545

16.1 Particulars of Sale of Products

		Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	H S D	12,89,468	14,62,173
2	Petrol	4,87,419	4,78,911
3	Lub. Oil	30,280	42,428
4	Distilled Water	123	153
5	Acid	54	80
	Total	18,07,344	19,83,745

17. Other Income

		Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Interest	8,961	6,491
2	Dividend	50	70
3	Rent	7,196	5,700
4	Profit on Sale of Fixed Assets	5,902	632
	Total	22,109	12,893

18. Cost of Services

		Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Transport Expenses	17,09,414	15,33,667
2	Discount Paid	4,226	4,057
	Total	17,13,640	15,37,724

19. Change in Inventories

		Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Stock in Trade	2,806	- 10,745
	Total	2,806	-10,745

20. Employment Benefit Expenses

		Rs	Rs
Sr. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Salaries, Bonus, PF & other Perks	76,943	81,219
2	Directors Remuneration	31,627	28,634
	Total	1,08,570	1,09,853

BALURGHAT TECHNOLOGIES LIMITED

Notes on Financial Statements for the year ended 31st March, 2017

The Previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation

(Rs. in hundreds)

21. Financial Cost

Sr. No	Particulars	Rs	Rs
		As at 31st March, 2017	As at 31st March, 2016
1	Finance Charges	1,022	1,039
2	Interest	26,500	17,643
3	Bank Charges	725	2,794
	Total	28,247	21,476

22. Depreciation & Amortised Cost

Sr. No	Particulars	Rs	Rs
		As at 31st March, 2017	As at 31st March, 2016
1	Depreciation	26,547	19,092
	Total	26,547	19,092

23. Other Administrative Expenses

Sr. No	Particulars	Rs	Rs
		As at 31st March, 2017	As at 31st March, 2016
1	Advertisement & Publicity	311	305
2	Auditors Remuneration	50	50
3	Claims	4,469	1,930
4	Computer Maintenance	939	751
5	Conveyance & Car Expenses	10,493	8,251
6	Electricity	8,877	7,514
7	Filing Fees	43	156
8	General Expenses	18,028	20,983
9	Business Promotion	3,929	1,361
10	Commission	18,680	15,243
11	Insurance	-	351
12	Legal Expenses	643	2,896
13	Postage & Courier	4,022	4,296
14	Profession Tax	132	54
15	Repair & Maintenance	5,425	5,474
16	Rates & Taxes	928	959
17	Registrar & Share Transfer	437	576
18	Rent	23,605	23,500
19	Printing & Stationery	3,443	8,715
20	Stock Exchange Fees	2,805	2,762
21	Service Tax	1,662	
22	Tax Audit	20	20
23	Telephone Expenses	5,859	7,029
24	Travelling Expenses	6,065	9,150
25	Membership Fees	443	-
26	Professional & Consultancy Charges	5,938	392
27	Gratuity	15,623	16,425
28	Interest on TDS	22	19
	Total	1,42,891	1,39,162

BALURGHAT TECHNOLOGIES LIMITED

SCHEDULE 24

COMPANIES ACT, 2013 - AMENDMENT IN SCHEDULE III

NOTIFICATION NO. GSR 308(E) [F.NO.17/62/2015-CL-V-(VOLI)]. DATED 30-03-2017

Rs. In Hundred

	SBNs	Other denomination notes	Total
Closing Cash in Hand as on 08-11-2016	63,200	57,913	1,21,113
(+) Permitted receipts	1,48,145	1,56,275	3,04,420
(-) Permitted payments	325	1,10,322	1,10,647
(-) Amount deposited in Banks	2,11,020	55,950	2,66,970
Closing Cash in hand as on 31-12-2016	-	47,916	47,916

**CASH FLOW STATEMENT
PREPARED PURSUANT TO CLAUSE 32 OF LISTING AGREEMENT**

(In hundreds)

	For the year ended 31.03.2017	For the year ended 31.03.2016
Particulars	<u>Amount in Rs.</u>	<u>Amount in Rs.</u>
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit Before Tax	76,125.00	75,074.00
<u>Less:</u>		
Interest Received	8,961.00	6,491.00
Dividend	50.00	70.00
<u>Add:</u>		
Depreciation	26,547.00	19,092.00
Excess Tax provision of Last Year Written Back	(691.00)	
CASH GENERATED BEFORE WORKING CAPITAL CHANGES	92,970.00	87,605.00
Adjustment for (increase)/decrease in operating assets:		
(Increase)/Decrease in Trade Receivables	(29,229.00)	48,905.00
(Increase)/Decrease in Inventories	2,807.00	(11,284.00)
(Increase)/Decrease in Other Current Assets	12,545.00	(15,751.00)
(Increase)/Decrease in Long term Loans & Advances	(5,055.00)	(4,150.00)
(Increase)/Decrease in Short term Loans & Advances	40,498.00	(71,228.00)
Adjustment for increase/(decrease) in operating liabilities:		
Increase/(Decrease) in Trade Payables	(94,834.00)	70,775.00
Increase/(Decrease) in Short Term Provisions	26,357.00	24,958.00
Increase/(Decrease) in Other Current Liabilities	4,607.00	(1,891.00)
CASH GENERATED FROM OPERATIONS	50,666.00	1,27,938.00
Income Tax Paid	21,714.00	12,676.00
NET CASH FLOW FROM OPERATING ACTIVITIES(A)	28,952.00	1,15,262.00
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(1,10,740.00)	(55,976.00)
Proceeds from sale of Fixed Assets	1,278.00	268.00
Interest Received	8,961.00	6,491.00
Dividend	50.00	70.00
NET CASH FLOW FROM INVESTING ACTIVITIES(B)	(1,00,451.00)	(49,147.00)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Long term Borrowing	96,382.00	(80,538.00)
Proceeds from Short term Borrowing	(2,018.00)	85,304.00
NET CASH FLOW FROM FINANCING ACTIVITIES (C)	94,364.00	4,766.00
Net Increase in Cash and Cash Equivalents (A+B+C)	22,865.00	70,881.00
Cash and Cash Equivalents at the beginning of the year	2,44,100.00	1,73,219.00
Cash and Cash Equivalents at the end of the year	2,66,965.00	2,44,100.00

*As per our Report of even date
For Guha & Sons
Chartered Accountants*

For and on Behalf of the Board

**P.K. Sethia
(M.D)**

**Sushil Kumar Sancheti
(Chairman)**

**Kalyan Ranjan Guha
Proprietor
Membership No. - 008256
Reg : 302159E
Place : Kolkata
Date : 30/05/2017**

**Saibal Chowdhury
(Company Secretary)**

**Apurv Sethia
(CFO)**

2) The Cash flow statement has been prepared under indirect method as per AS3 on cash flow statement.

24. SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Preparation of Financial Statement

The financial statements are prepared under the historical cost convention, except for certain fixed assets which are revalued, in accordance with the generally accepted accounting principles in India and the provisions of the Companies Act, 2013.

B. Use of Estimates

The preparation of financial statements require estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

C. Own fixed Assets

Fixed Assets are stated at cost and includes amounts added on revaluation in certain cases determined in the year 1993.

D. Depreciation

Depreciation on fixed assets is provided on straight line method in the manner prescribed in Companies Act, 2013.

E. Foreign Currency Transactions

Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of the transactions.

F. Investments

Long Term Investments are stated at cost. However, in cases of quoted securities any changes of Market price are ignored considering the same to be temporary reversible in the long run.

G. Inventories

Items of inventories are measured at lower of cost and net realizable value, in conformity with AS-2. Cost of inventories comprises of cost of purchase.

H. Revenue Recognition

Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operation includes Sale of goods, Services, Commission, Interest and Rent income. Sale of goods is recognized at the time of sale.

Service in relation to transportation business is recognized at the time of delivery of goods to the ultimate consignee. Commission in relation to Travel Division is recognized on the basis of ticket and package sold to the customer. The system has been changed from past years. In the past year Travel Division revenue has been shown on the basis of total turnover. Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable. Rent income is recognized on monthly basis as per Rent agreement.

I. Employees Benefits

The company follows an actuarial valuation annually for the Gratuity accrual to its employees, wherein the incremental value of the liability ascertained at the year end is provided in the books. However during the current year in view of only 10 continuing employees & appointment of few new employees the actuarial valuation was not considered to be necessary and a reasonable estimation was made in respect of the same, over the certified amount as at 31/03/2004.

J. Provision for Current and Deferred Tax

Due to brought forward and unabsorbed depreciation of the previous years is so huge that the current year tax is nil but deferred tax liabilities is Rs -331200.

K. Provisions, Contingent Liabilities and Contingent Assets

The disputes and time barred obligations pending before the courts of law, has not been provided for in the books, since the Management is reasonably certain that such claims will not be sustained and are unlikely to have any further material implication on the financial conditions of the company. The estimated amount of such claims not acknowledged as debts aggregates to Rs. 25,80,000/- (Previous year 25, 80,000/-).

In respect of the damages imposed upon by the Provident Fund authorities for certain delay in depositing the monthly contributions, currently under review, the company reasonably believes that genuine grounds for such lapses exists, considering which substantial relief will be extended in favour of the company and as such the incidence of the liability is not readily ascertainable and hence are considered to be of contingent nature.

L. Quantitative Information on Stock

Items	Unit	Opening Stock		Purchase		Sales		Closing Stock	
		Qty	Value (Rs.)	Qty	Value (Rs.)	Qty	Value (Rs.)	Qty	Value (Rs.)
H S D	Litres	13728	675006	2273000	125774783	2264386	128946760	18842	1119214
Lubricant Oil	Litres	11854	1883680	11148	2080575	15281	3027989	7707	1252340
Petrol	Litres	6746	410157	715000	46858244	716403	48741943	4493	315543

Dist. Water	Jars	30	360	640	7680	613	12260	50	600
Acid	Bottle	17	187	450	4950	359	5385	95	1045

M. Payment to Auditors as

	As on 31-03-2017	As on 31-03-2016
Statutory Audit Fees	5000	5000
Tax Audit Fees	2000	2000

FOREIGN EXCHANGE

THERE had been foreign exchange outgo of EURO 1314 equivalent to Rs. 99808/- and USD 27767. equivalent to Rs 2028976 and Pound Sterling of Great Britain 9886 equivalent to 964304, Australian Dollar 17494 equivalent to 17,494/- Thailand Bahat 17116 equivalent to 33713,25980 Chinese Yen equivalent to 71057 during the period under review.

N. Earnings Per Share

	As on 31-03-2017	As on 31-03-2016
Net profit after tax as per statement of profit & loss attributable to equity shareholders (Rs. In hundreds)	54411	62398
Weighted Average number of equity shares used as denominator for calculating EPS	18200000	18200000
Basic and Diluted Earnings per Share	0.31	0.36
Face value per equity share	10.00	10.00

O. Managerial Remuneration

The Managing Director and the Executive Director are paid remuneration approved by the General Body of the company, within the limits prescribed of the Companies Act, 2013. None of them are paid any commission or whatsoever other than their contractual entitlement approved as above. The non – executive Directors waived the fees for every meeting attended by them. The following amounts were paid to the directors during the year under review:

	As on 31-03-2017	As on 31-03-2016
Consolidated Salary	18,00,000	1680,00,0
Other Perquisites	114,00,00	10,20,000
TOTAL	2940000	27,00,000

P. Segment Information

The Company has identified three reportable segments viz. Transportation Operations, Trading of Petroleum Products and Travel Division. Segments have been identified and reported taking into account nature of products and services, the differing risks and returns and the internal business reporting systems. The accounting policies for segment reporting are in line with the accounting policy of the Company.

i. Primary Segment Information (Rs. in Hundreds)

	Particulars	Transportation Operation/ Travel Division		Trading/ Other Income		Total	
		2016-17	2015-16	2016-17	2015-16	2016-17	2015-16
A	Segment Revenue						
	External Turnover	2016636	1834800	1807344	1983745	3823980	3818545
	Inter Segment Turnover						
	Gross/ Net Turnover	2016636	1834800	1807344	1983745	3823980	3818545
B	Segment Results before Interest & Tax	106539	89872	24380	25770	130919	115642
	Less : Finance Charges					28247	21476
	Less : Depreciation					26547	19092
	Less : Provision for Tax					21714	12676
	Profit after tax					54,411	62398
C	Capital Employed						
	*Segment Assets	993810	942062	228680	204300	1222490	1146360
	*Segment Liabilities	517275	486781	0	0	517275	486781
	*Capital Expenditure	85209	55976	0	0	85209	55976
	*Depreciation			0			
	*Non-Cash Expenses other than Depreciation	26547		0	0	26547	19092
		0	0	0		0	

ii. Information about Secondary Business Segments (Rs. in Hundreds)

Particulars	India		Outside India		Total	
	2016-17	2015-16	2016-17	2015-16	2016-17	2015-16
Segment Revenue	3823980	3818545	0	0	3823980	3818545
Capital Expenditure Addition to Fixed Assets	85209	55976	0	0	85209	55976
Segment Assets	1,222490	1146362	0	0	1,222490	1146362

BOOK-POST

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170/2C A.J.C.BOSE ROAD,
KOLKATA -700014