Annual Report 2015-2016

AMD Industries Limited

OUR VISION

To take on high growth track by establishing a strong and a supportive link in the total supply chain management of our associates.

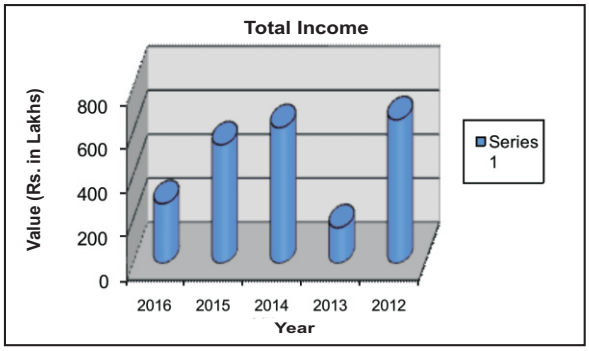
QUALITY POLICY

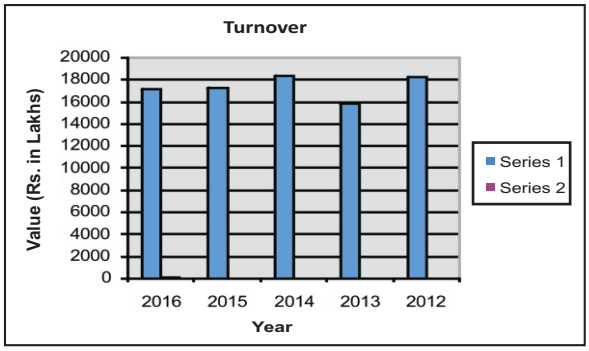
We at AMD are committed to control and improve quality, cost and delivery performance through continual improvement of the quality management. We shall increase our market share year after year through improving customer satisfaction.

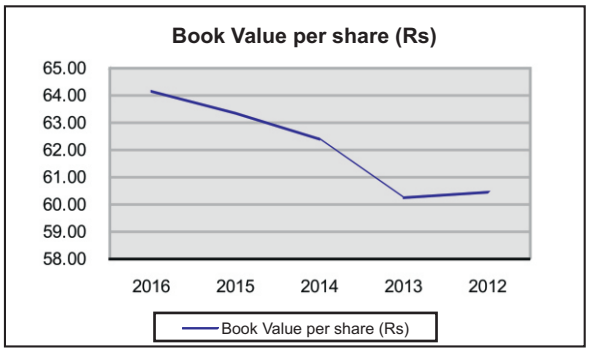
FINANCIAL INDICATORS FOR PAST 5 YEARS

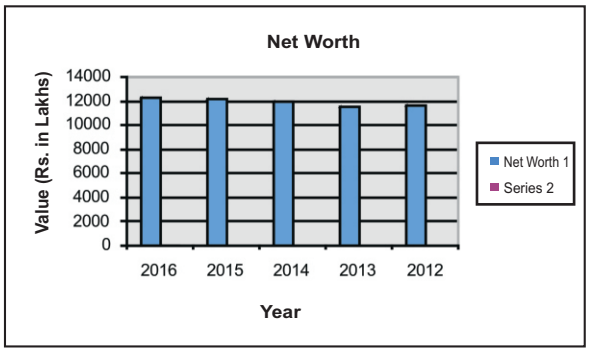
(RS. IN LAKHS)

PARTICULARS	YEAR ENDED 31ST MARCH				
	2016	2015	2014	2013	2012
TOTAL INCOME	17126.52	17217.84	18344.11	15826.37	18269.84
PBDIT	2579.33	2781.56	2845.76	1838.22	2872.88
PBT	438.34	686.83	929.67	226.15	1036.88
Provision for taxation					
Current	230	260	280	117.05	330
Deferred	-74.93	-76.77	62.74	-31.65	24.03
PAT	268.93	536.54	614.6	159.03	650.32
Cash Profit^	1457.33	1671.06	1487.64	986.93	1412.85
Fixed Assets					
Gross Block including Capital WIP	17,038.47	16,004.82	15,485.30	13793.77	12829.16
Net Block	9,196.89	9,515.92	8,771.09	8692.73	8548.77
Equity Share Capital	1916.67	1916.67	1916.67	1916.67	1916.67
Reverses & Surplus	10377.15	10224.19	10044.22	9630.1	9671.55
Networth	12293.82	12140.86	11960.89	11546.77	11588.22
EPS (Rs.) (Annualized)	1.4	2.8	3.21	0.83	3.39
Cash EPS (Rs.) (Annualized)	7.60	8.72	7.76	5.15	7.37
Book Value per share (Rs)	64.14	63.34	62.4	60.24	60.46
^Net of Deferred Tax Liability					









AMD Industries Limited

CORPORATE INFORMATION

BOARD OF DIRECTORS

Ashok Gupta	-	Chairman w.e.f 30.06.2016
Adit Gupta	-	Managing Director
Mahipal	-	Independent Director
Prabhat Krishna	-	Independent Director
Shubha Singh	-	Independent Director

KEY MANAGERIAL PERSONNEL

Adit Gupta	-	Managing Director
P. K. Mukhopadhyay	-	Chief Financial Officer
Radha Garg	-	Company Secretary & Compliance Officer w.e.f 26.05.2016

REGISTERED OFFICE

18, Pusa Road, 1st Floor, Karol Bagh, New Delhi-110 005
Tel.: 91-11-46830202 Fax : 91-11-28753591
Email : amdgroup@amdindustries.com
Url : www.amdindustries.com
CIN : L28122DL1983PLC017141

MANUFACTURING UNITS

1) C-4 & C-5, Site 3, Meerut Road, Indl. Area, Ghaziabad, Uttar Pradesh
2) SP-32, RIICO Ind. Area, Neemrana, Rajasthan

BANKERS

State Bank of India
Punjab Natiional Bank
Union Bank of India
Kotak Mahindra Bank
State Bank of Bikaner & Jaipur

INTERNAL AUDITORS

B.L. Khandelwal & Co.
Chartered Accountants
1, Doctor's Lane, Gole Market
New Delhi-110 001

STATUTORY AUDITORS

Suresh & Associates,
Chartered Accountants,
3A, Bigjos Tower, Netaji Subhash Place,
Pitam Pura, Delhi - 110 034

SECRETARIAL AUDITORS

M/s AGG & Associates
Company Secretaries
21/16, 2nd Floor, West Patel Nagar
New Delhi - 110008

REGISTRAR & SHARE TRANSFER AGENTS

Head Office:

Bighshare Services Pvt. Ltd.
E-2/3, Ansa Industrial Estate,
Saki Vihar Road, Saki Naka, Mumbai - 400 072
Tel. : +91-22-28470652 Fax: +91-22-28525207

Branch Office

4-E/8, First Floor, Jhandewalan Ext., New Delhi-110055
Tel. : 011-23522373

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BOARDS' REPORT

Dear Shareholders,

Your Directors are pleased to present the 33rd Annual Report together with audited accounts for the financial year ended 31st March 2016.

Financial Results

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

(Rs. in Lakhs)

Particulars	Financial Year 2015-16	Financial Year 2014-15
Revenue from Operations (net of excise duty)	17126.52	17170.58
Other Income	33.33	47.26
Total	**17159.85**	**17217.84**
Profit from operations before Financial Costs, Depreciation, Exceptional Items & Tax Expenses	2557.24	2614.36
Financial Costs	952.59	960.20
Profit before Depreciation, Exceptional Item & Taxation	1604.65	1654.16
Depreciation	1188.40	1134.53
Profit before Exceptional Items and Tax Expenses	416.24	519.63
Exceptional Items	22.09	167.20
Profit before Tax	438.34	686.83
Less: Tax Expenses	169.40	150.29
Net Profit for the year / Amount available for Appropriation	**268.93**	**536.54**
Appropriations:		
General Reserve	**Nil**	**Nil**
Dividend on Equity Shares	**95.83**	**172.50**
Tax on Dividend	**20.14**	**34.49**
Balance Carried to Balance Sheet	**152.96**	**329.55**
TOTAL	**268.93**	**536.54**

Operations

During the year under review your Company registered total revenue of Rs. 17126.52 lakh as compared to previous year's revenue of Rs. 17,217.84 lakhs a minor de-growth of 0.53% over the previous year. The Net Profit is at Rs.268.93 lakh as compared to Rs.536.54 lakh in the previous year, a decrease of 49% from previous year.

Packaging business

During the year under review, there is a decrease in profit before tax and exceptional items of 19% against last year which is mainly due to decrease in volume of crown caps and CSD closures. However, this was marginally set off by increase in volume in PET Preforms. The sales of crowns gone down by 8.77% and Closures by 13.12% lower than last year. There is a increase in sale of PET Preform of around 24.53 % by which overall turnover of the Company became at almost at a single step with last year.

Real Estate Business

The company through its related company, AMD Estates & Developers Private Limited is developing a Commercial Complex at Sector-114, Gurgaon, Haryana in collaboration with VSR Infratech Private Limited, New Delhi. Since growth in the real estate market of the country has been stagnant, the development of this project has slowed down considerably. During the year under review, the company has received revenue of Rs.12.83 lakhs from this project.

Expansion

The company is exploring opportunities to expand its business in other geographies of the country.

Dividend

Your Directors are pleased to recommend a dividend of Re. 0.50 (Fifty Paise Only) per equity share of face value of Rs.10/- each for the financial year 2015-16.

Fixed deposits

During the financial year 2015-16, your Company has not invited or accepted any deposits from the public within the meaning of provisions of Section 73 of the Companies Act, 2013.

Board, Directors and Key Managerial Personnel

Your Company's Board has an optimum combination of Executive, Non-executive and Independent Directors with one woman Director, as per the requirements of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). The composition of the Board and the Independent Directors of the Company meet all the criteria mandated by SEBI Listing Regulations, 2015 and the Companies Act, 2013.

In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Ashok Gupta, Whole-time Director of the Company, will retire by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment. The Board has recommended necessary resolutions for revision/restructuring of remuneration of Mr. Ashok Gupta, Whole Time Director and Mr. Adit Gupta as a Managing Director and the same was approved by the Shareholder in their Annual General Meeting 2015 which is subject to approval of Central Government.

In Annual General Meeting dated 26.09.2014, Shareholders appointed Ms. Shubha Singh as an Independent Director for a term of two years which would expire on 26.09.2016. As per the provisions of section 149 of the Companies Act, 2013, being a listed Company, there is a requirement of Woman Director, So looking into the performance of Ms. Shubha Singh, the Board of Directors of the Company proposed for her re-appointment for another term of five years.

The Company has received necessary declarations from each of the Independent Directors under section 149(7) of the Companies Act, 2013 that he/she meets the criteria of the independence as laid down in section 149(6) of the Companies Act, 2013 and Clause 49 and Regulation 16(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015..

The details of programs for familiarization of Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters are put up on the website of the Company at the link: http://amdindustries.com/Familiarisation%20Programme%20for%20Independent%20Directors.pdf.

Mr. Prakash Chandra Prusty has due to some personal reasons resigned from the post of the Company Secretary, Compliance Officer and Key Managerial Personnel of the Company with effect from 06.01.2016 and no Company Secretary and Compliance Officer was appointed in the reporting financial year.

Policy on directors' appointment and remuneration

The Board has constituted a Nomination & Remuneration Committee for formulating the criteria for determining qualifications, positive attributes and independence of a director, identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in Nomination & Remuneration policy and to recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel. The objective of the Nomination & Remuneration Policy is also to set out the principles governing the Company's Remuneration systems in organizational guidelines. The Nomination and Remuneration Policy of the Company is attached herewith as Annexure I.

Board Evaluation

The Company has adopted a Performance Evaluation Policy for evaluation of performance of Independent Directors, Board, Committees and other individual Directors (non-executive directors and executive directors). On the basis of this Policy a process of evaluation is being followed by the Board for evaluation of its own performance and that of its Committees and individual Directors.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of a questionnaire on board governance and performance issues. Individual directors met with the Chairman of the Company to discuss their responses.

The performance of the committees was evaluated by the Board after getting an evaluation report from the members of each committee which evaluates the performance of the Committee against its stated objectives and responsibilities, effectiveness of committee meetings, etc. during the year.

The Board reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, committed to the Company's values, beliefs and ethics etc. In addition, the Chairman was also evaluated on the key aspects of his role.

Directors' Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

a) in the preparation of the annual accounts for the year ended March 31, 2016, the applicable accounting standards have been followed and there are no material departures from the same;

b) the directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2016 and of the profit of the Company for the year ended on that date;

c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) the directors have prepared the annual accounts on a 'going concern' basis;

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

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

Auditors and Auditors' Report

Statutory Auditors

The Statutory Auditors of the Company M/s. Suresh & Associates (FRN:003316N), Chartered Accountants, New Delhi will retire at the ensuing Annual General Meeting and have confirmed their eligibility and willingness to accept office of Statutory Auditors of the Company, if re-appointed.

The financial statements, as referred to in the Auditor's Report, are self explanatory and therefore do not require further comments and explanations. The Auditors' Report does not contain any qualification, reservation or adverse remark.

Cost Auditors

Referring notification of Ministry of Corporate Affairs, Government of India dated 31st December 2014 with respect to applicability of Companies (Cost Records and Audit) Amendment Rules, 2014, your company is not required to get its cost records audited and thus did not proceed towards conducting Audit of Cost Audit for the financial year 2015-16.

Secretarial Auditor

M/s AGG & Associates, Company Secretaries, New Delhi was appointed to conduct Secretarial Audit for the financial year 2015-16, as required under section 204 of the Companies Act, 2013 and rules there under. The Secretarial Audit Report issued by M/s AGG & Associates is forms part of the Annual Report as Annexure-II. It does not contain any qualification, reservation or adverse remark.

Associate/ Joint Venture/ Subsidiary Companies

The company has no associate/ joint venture and subsidiary companies during the financial year under review.

The policy for determining material subsidiaries as approved by the Board may be accessed on the Company's website at the link: http://amdindustries.com/Policy%20on%20Material%20Subsidiary.pdf.

Corporate Governance

Corporate Governance is about maximizing shareholder value legally, ethically and sustainably. At AMD, the goal of corporate governance is to ensure fairness for every stakeholder. We believe sound corporate governance is critical to enhance and retain investor trust. We always seeks to ensure that our performance is driven by integrity. Our Board exercises its fiduciary responsibilities in the widest sense of term. We also endeavor to enhance long- term shareholder value and respect minority rights in all our business decisions.

Our Corporate governance report for fiscal 2016 forms part of this Annual Report.

Corporate Social Responsibility (CSR)

The Corporate Social Responsibility Committee (CSR Committee) has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, which has been approved by the Board. The CSR Policy may be accessed on the Company's website at the link: http://amdindustries.com/Corporate%20Social%20Responibility%20Policy.pdf

During the year, in compliance with CSR provisions, Company has spent Rs. 14.72 lakhs on CSR activities. The brief contents of CSR policy is given in the Annual Report on CSR activities is annexed herewith as Annexure III.

Internal Financial Controls

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

Meetings of the Board

The Board met four times during the financial year, the details of which are given in the Corporate Governance Report. The maximum interval between any two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013.

Committees

Currently, the Board has five Committees: the Audit Committee, the Nomination and Remuneration Committee, the Management Committee, the Stakeholder Relationship Committee. A detailed note on the composition of the Board and its Committees is provided in the Corporate Governance Report section of this Annual Report.

Particulars of Loans given, Investments made, Guarantees given and Securities provided

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the financial statements.

Contracts and Arrangements with Related Parties

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

The Company has a Policy on materiality of and dealing with Related Party Transactions, as approved by the Board, which is available at its: http://amdindustries.com/Policy%20on%20Related%20Party%20Transactions.pdf

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act, are provided in Annexure IV to this Report.

Vigil Mechanism/Whistle Blower policy

The Vigil Mechanism/Whistle Blower Policy of the Company aims to provide an avenue for directors and employees to raise concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports, unethical behavior, violation of Code of Conduct, etc. This policy also aims to create an environment where individuals feel free and secure to raise the alarm where they see a problem. It also ensures that whistleblowers are protected from retribution, whether within or outside the organization.

The Policy on vigil mechanism/whistle blower policy may be accessed on the Company's website at: http://amdindustries.com/Whistle%20Blower%20Policy%20-%20Vigil%20Mechanism.pdf

Particulars of Employees and related disclosures

Particulars of Employees and related disclosures in terms of the provisions of Section 197(12) of the Act read with Rules 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are annexed herewith as Annexure V to this Report.

Risk Management

Risk is an integral and unavoidable component of business and your company is committed to managing the risk in a proactive and effective manner. In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities. Business risk, inter-alia, further includes financial risk, political risk, legal risk.

Your Company adopts systematic approach to mitigate risks associated with accomplishment of objectives, operations, revenues and regulations. During the year, your company has adopted a Risk Management Policy. Our risk management policy focuses on three key elements, 1) Risk Assessment; (2) Risk Management; and (3) Risk Monitoring. Risk Assessment consists of a detailed study of threats and vulnerability and resultant exposure to various risks. Risk Management and Risk Monitoring are important in recognizing and controlling risks. Risk mitigation is an exercise aiming to reduce the loss or injury arising out of various risk exposures.

The Audit Committee of the Company reviews the Risk Management Policy and its implementation.

Extract of Annual Return

Extract of Annual Return of the Company is annexed herewith as Annexure VI to this Report.

Disclosures

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
3. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its related company.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

The company has in place an Anti Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. Your Directors state that during the year under review, no cases of sexual harassment has been received by the company.

Listing / Uniform Listing Agreement

The shares of your Company are listed at Bombay Stock Exchange Limited, Mumbai and National Stock Exchange of India Limited, Mumbai.

The Securities and Exchange Board of India (SEBI) on 02/09/2015, issued SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 hereinafter called as Listing Regulations with the aim to consolidate and streamline the provisions of the Listing Agreement for different segments of capital markets to ensure better enforceability. The said Regulations were effective from the quarter ended 31st December, 2015. The Company entered into Uniform Listing Agreement with BSE Limited and National Stock Exchange of India Limited during January, 2016.

Green Initiative

As in the previous years, this year too, Notice of 33rd Annual General Meeting of the Company and Annual Report of the Company for the financial year 2015-16 are sent to all members whose e-mail addresses are registered with the Company/Depository Participant(s). For members who have not registered their e- mail addresses, physical copies are sent in the permitted mode.

Acknowledgement

Your Directors take this opportunity to express their sincere appreciation of the cooperation and support of our customers, business associates and bankers for their continued support during the financial year.

Your Directors wish to convey our deep appreciation to the dealers of the Company for their achievements in the area of sales and service, and to suppliers/ vendors for their valuable support.

Your Directors also place on record our sincere appreciation for the enthusiasm and commitment of Company's employees for the growth of the Company and look forward to their continued involvement and support.

On behalf of the Board of Directors

Ashok Gupta
Chairman

Place: New Delhi

Annexure - 1 : NOMINATION AND REMUNERATION POLICY

Introduction:

In Pursuance of The Company's Policy To Consider Human Resources As Its Invaluable Assets, To Pay Equitable Remuneration To All Directors, Key Managerial Personnel (KMP) And Employees of The Company, To Harmonize The Aspirations of Human Resources Consistent With The Goals of The Company and in terms of the provisions of the Companies Act, 2013 and The Listing Agreement / SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 as amended from time to time this policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Committee and approved by the Board of Directors.

Scope of the Policy

The remuneration policy ("Policy") applies to the Employees of AMD Industries Limited.

Purpose and objectives of the Policy

The objectives of the Policy are to:

- set out the principles governing the Company's Remuneration systems in organizational guidelines.
  - To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine their remuneration.
  - To determine remuneration based on the Company's size and financial position and trends and practices on remuneration prevailing in peer companies, in the packaging industry.
  - To carry out evaluation of the performance of Directors, as well as Key Managerial and Senior Management Personnel.
  - To provide them reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
  - To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- ensure that the Remuneration is properly monitored, and
- inform Employees on the applicable rules as well as on their Remuneration System.

Constitution of the Nomination and Remuneration Committee:

The Board has changed the nomenclature of Remuneration Committee by renaming it as Nomination and Remuneration Committee on 7th February, 2014. The Nomination and Remuneration Committee comprises of following Directors:

S. No.	Name	Position
1	Mr. Prabhat Krishna	Chairman (Independent Non – Executive Director)
2	Mr. Mahipal	Member (Independent Non – Executive Director)
3	Ms. Shubha Singh	Member (Independent Non – Executive Director)

The Board has the power to reconstitute the Committee consistent with the Company's policy and applicable statutory requirement.

Definitions

'Board' means Board of Directors of the Company.

'Directors' means Directors of the Company.

'Committee' means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board.

'Company' means AMD Industries Limited.

'Independent Director' means a director referred to in Section 149 (6) of the Companies Act, 2013.

'Key Managerial Personnel' (KMP) means-

(i) Executive Chairman and / or Managing Director;
(ii) Whole-time Director;
(iii) Chief Financial Officer;
(iv) Company Secretary;
(v) Such other officer as may be prescribed under the applicable statutory provisions / regulations.

'Senior Management' means personnel of the Company occupying the position of Chief Executive Officer including Chief Executive Officer (CEO) of any unit / division, President, Vice President including President/Vice President of any unit / division, all members of management one level below the executive directors, functional heads of all department of the company.

'Staff' means all natural persons who serve to aid the Company in conducting its business, in particular on the basis of an employment or service relationship, as well as all natural persons who are part of an outsourcing agreement.

'Employees' means Staff and Senior Management.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 as may be amended from time to time shall have the meaning respectively assigned to them therein.

General

- This Policy is divided in three parts:

Part - A covers the matters to be dealt with and recommended by the Committee to the Board;

Part – B covers the appointment and nomination;

Part – C covers remuneration and perquisites etc.; and

Part – D covers remuneration and perquisites of staffs.

- The key features of this Company's policy shall be included in the Board's Report.

PART – A : MATTERS TO BE DEALT WITH, PERUSED AND RECOMMENDED TO THE BOARD BY THE NOMINATION AND REMUNERATION COMMITTEE

The Committee shall:

- Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
- Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.

PART – B : POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

Appointment criteria and qualifications:

1. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
2. A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.

Term / Tenure:

1. Managing Director/Whole-time Director:

- The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

2. Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

  Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on 1st April, 2014 or such other date as may be determined by the Committee as per regulatory requirement, he / she shall be eligible for appointment for one more term of 5 years only.

- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company.

Evaluation:

The Committee shall carry out yearly evaluation of performance of every Director, KMP and Senior Management Personnel.

Removal:

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

Retirement:

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

PART – C :POLICY RELATING TO THE REMUNERATION FOR THE WHOLE-TIME DIRECTOR, KMP AND SENIOR MANAGEMENT PERSONNEL

General

1. The remuneration / compensation / commission etc. to the Whole-time Director, Managing director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.

   The Remuneration to KMP and Senior Management Personnel shall be in line with the business strategy, objectives, values and long-term interests. The performance criteria for the assessment of Remuneration levels and target achievements will be determined in accordance with the business strategy.

2. The remuneration and commission to be paid to the Whole-time Director, Managing director shall be in accordance with the percentage / slabs / conditions laid down in the Articles of Association of the Company and as per the provisions of the Companies Act, 2013, and the rules made thereunder.

3. Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managing director, Whole-time Director.

4. Where any insurance is taken by the Company on behalf of its Managing director, Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

5. The Remuneration, KMP and Senior Management Personnel receive for their professional activities at the Company must be stipulated definitively in their employment contract. The employment contract and any subsequent amendments must be in written form.

Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management Personnel:

1. **Fixed pay:**

   The Managing director / Whole-time Director / KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The break up of the pay scale and quantum of perquisites including, employer's contribution to Provident Fund, pension scheme, medical expenses, club fees, bonus, LTA, etc. shall be decided and approved by the Board on the recommendation of the Committee.

2. **Minimum Remuneration:**

   If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director, Managing director in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the previous approval of the Central Government.

3. **Provisions for excess remuneration:**

   If any Whole-time Director, Managing director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

4. **Performance Measurement**

   The individual performance measurement of Senior Management is ensured through the Executive Appraisal System. Performance to be measured annually, documented and tracked in the Appraisal system. Performance assessment will be monitored by the Nomination & Remuneration Committee. The Variable Remuneration and changes in fixed Remuneration for Senior Management have to be approved by the Nomination & Remuneration Committee.

Remuneration to Non- Executive / Independent Director:

1. **Remuneration / Commission:**

   The remuneration / commission shall be fixed as per the slabs and conditions mentioned in the Articles of Association of the Company and the Companies Act, 2013 and the rules made thereunder.

2. **Sitting Fees:**

   The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed Rs. One lakh per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

3. **Commission:**

   Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

4. **Stock Options:**

   An Independent Director shall not be entitled to any stock option of the Company.

PART – D : POLICY RELATING TO THE REMUNERATION OF THE STAFFS

1. The Remuneration Employees receive for their professional activities at the Company must be stipulated definitively in their employment contract. The employment contract and any subsequent amendments must be in written form.

2. The Remuneration shall be in line with the business strategy, objectives, values and long-term interests. The performance criteria for the assessment of Remuneration levels and target achievements will be determined in accordance with the business strategy.

3. The Remuneration shall be structured appropriately. There shall be an appropriate ratio between the fixed and the Variable Remuneration. Employees shall receive a fixed and Variable Remuneration. The fixed Remuneration shall be a substantial proportion of the total annual Remuneration.

4. Employees shall be informed by e-mail or in writing about the structure of their respective Remuneration system.

5. The individual performance measurement of Staff is ensured through the Staff Appraisal System. The Staff Appraisal is an essential management tool and feedback system. It is an open and trustful dialogue between Staff and their respective line managers.

Annual review

The Policy, the Remuneration system and their practical operation shall be reviewed by the Nomination & Remuneration Committee on a regular basis, at least once a year. In this respect the Remuneration Committee supports the Company's efforts to ensure compliance of the Policy with regulatory requirements and applicable law. The Policy and the Remuneration system shall be amended if necessary. The Remuneration Committee shall ensure that any changes to the Policy are properly documented.

Annexure II - Secretarial Audit Report FOR THE FINANCIAL YEAR ENDED 31.03.2016

[As per Form MR-3 and Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

AMD INDUSTRIES LIMITED

18, Pusa Road, Ist Floor, Karol Bagh,

New Delhi- 110005.

I Amar Gopal Gambhir, Practising Company Secretary have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **AMD Industries Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

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

i. The Companies Act, 2013 (the Act) and the Companies Act, 1956 (to the extent applicable) and the rules made thereunder;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable to the Company during the Audit Period)**

   d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the Company during the Audit Period)**

   e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period)**

   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; (**Not applicable to the Company during the Audit Period)** and

   h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (**Not applicable to the Company during the Audit Period)**

vi. Other Laws applicable to the Company as per the representation given by the Company, namely:

   a) Factories Act, 1948

   b) The Payment of Wages Act, 1936

   c) Employees State Insurance Act, 1948

   d) The Employees Provident funds and Miscellaneous Provisions Act, 1952

   e) The Payment of Bonus Act, 1965

   f) The Payment of Gratuity Act, 1972

   g) The Contract Labour(Regulation & Abolition) Act, 1970

   h) The Maternity Benefit Act, 1961

   i) The Industrial Employment (Standing Orders) Act, 1946

   j) The Water(Prevention & Control of Pollution) Act, 1974

   k) The Air(Prevention & Control of Pollution) Act, 1981

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

i. Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meeting (SS-2) issued by The Institute of Company Secretaries of India and made effective from 1st July, 2015. **(Company has complied the Secretarial Standards)**

ii. The Listing Agreements entered into by the Company with Bombay Stock Exchange and National Stock Exchange and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 made effective 1st December, 2015.

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

I further Report that, based on the information provided and the representation made by the Company and also on the review of the compliance report of the Company Secretary/Chief Financial Officer/ Managing Director taken on record by the Board of Directors of the company, in my opinion , adequate systems and processes exist in the company to monitor and ensure compliance with the provision of applicable general laws like labour laws and environmental laws.

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.

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.

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 decided to set up four new lines of machines at its works at Neemrana, Rajasthan having Capacity of manufacturing 25,000 pet bottles and around 22,000 jars a day have been duly reported to the Stock Exchanges.

This Report is to be read with our letter of even date which is annexed as Annexure A and Forms an integral part of this report.

For AGG & Associates

Amar Gopal Gambhir
Practising Company Secretary
FCS No.3668
C P No.:3653

Place: New Delhi
Date: 06.08.2016

Annexure-A

To,
The Members
AMD Industries Limited

Our Report of Even date is to be read along with this Letter

1. Maintenance of Secretarial record is the responsibility of the Management of the Company. Our Responsibility is to express an opinion on these secretarial records based on our Audit.

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management Representation about the Compliance of Law, Rules and regulations and Happening of events etc.

5. The Compliance of the above provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management was conducted the affairs of the Company.

For AGG & Associates

Amar Gopal Gambhir
Practising Company Secretary
FCS No.3668
C P No.:3653

Place: New Delhi
Date: 06.08.2016

Annexure - III : ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR)

Brief outline of the Company's Corporate Social Responsibility (CSR) Policy including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programmes:

AMD Industries Ltd recognizes that its business activities have wide impact on the societies in which it operates and therefore an effective practice is required giving due consideration to the interests of its stakeholders including shareholders, customers, employees, suppliers, business partners, local communities and other organizations. The company endeavors to make CSR a key business process for sustainable development.

AMD Industries Limited framed its CSR policy taking into account the following measures: -

a) Welfare measures for the community at large so as to ensure the poorer section of the Society derived the maximum benefits.

b) Contribution to the society at large by way of social and cultural development, imparting education, training and social awareness specially with regard to the economically backward class for their development and generation of income to avoid any liability of employment.

c) Protection and safeguard of environment and maintaining ecological balance.

Company's CSR scope is as follows:

- Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water.
- Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently-abled and livelihood enhancement projects.
- Promoting gender equality, empowering women, setting up homes and hostels for women and orphans, setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically background groups.
- Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water.
- Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts;
- Sports and culture, training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports.
- contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
- Rural development projects viz. Infrastructure Support, Infrastructure for Village Electricity/Solar Light etc. Recurring expenditure should be borne by the beneficiaries.
- Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Govt.
- Measures for the benefit of armed forces veterans, war widows and their dependents.

Weblink for the CSR policy:

http://amdindustries.com/Corporate%20Social%20Responibility%20Policy.pdf

Composition of the CSR Committee: Corporate Social Responsibility Committee is consists of following members:

1. Mr. Mahipal - Chairman
2. Mr. Prabhat Krishna - Member
3. Mr. Ashok Gupta - Member

CSR Financials

Particulars	Amount in Rs.
Average Net Profit of the company for last three financial years	5,19,62,714.90
Prescribed CSR expenditure (two percent of average net profit for last 3 financial year)	11,17,903.76
Details of CSR spent during the financial year	14,71,600.00
Amount unspent	-3,53,696.24*

* There was some error in calculation of Average Net Profit of the company for last 3 financial years due to which the prescribed amounts to be spent on CSR was wrongly calculated by Rs. 3,51,788.05/- . On observation of this error, the Board has decided to spend the same in the financial year 2015-16. Accordingly, the excess amount spent in the financial year 2015-16 of Rs. 3,53,696.24/-

Manner in which the amount spent during the financial year is detailed below:

Sr. No.	CSR project/ activity identified	Sector in which the Project is Covered	Projects / Programmes 1. Local Area / others 2. Specify the state and District where projects or programmes were undertaken	Amount outlay (budget): Project or programme wise	Amount spent on the project / programme Sub-heads: 1. Direct expenditure on projects or programmes 2. Overheads	Cumulative expenditure upto to the reporting period	Amount spent: Direct or through Implementing agency*
1.	Hoshiar Singh	Sports Promotion	Delhi	30,600/-	30,600/-	30,600/-	Direct
	Anagha Dhraman K.	Promotion of Education	Bangalore	21,000-	21,000/-	51,600/-	Direct
2	Education of children in backward areas	Promoting Education	Uttar Pradesh	14,20,000/-	14,20,000/-	14,71,600/-	Through Agency - Shakuntala Gupta Trust

***Implementing Agencies**

1. Shakuntala Gupta Trust

Shakuntala Gupta Trust, a Registered Charitable Trust was formed by Mr. H S Gupta, Chairman of the Company in the year 2001 to provide various facilities in the field of education by establishing & running school, pay stipends/scholarships to students etc.

CSR Committee Responsibility Statement

CSR Committee affirms that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

Signed

……..... **(Chairman - CSR Committee)** **DIN: 00588626**

……. **(Managing Director)** **DIN: 00238784**

Annexure - IV

Particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014

A. CONSERVATION OF ENERGY

i. Steps taken or impact on Conservation of Energy

Energy conservation shows how efficiently a company can conduct its operations. Company is using LED lights in all its operational areas to save energy.

ii. Steps taken by the company for utilizing alternate sources of energy

The company is currently utilizing the conventional sources of energy. We are exploring options to utilize alternate sources of energy.

iii. The capital investment on energy conservation equipment

There was no capital investment on energy conservation equipment during the year.

B. TECHNOLOGY ABSORPTION

i. Efforts made towards technology absorption

The company is a technology driven company and need not do specific in-house R & D efforts for its manufacturing.

ii. **The benefits derived liked product improvement, cost reduction, product development or import substitution**

Improved technology helps in reduction in weight of products without compromising the quality of products, wastage in products.

iii. **Information regarding imported technology (imported during last three years)**

Details of technology imported	Technology imported from	Year of Import	Status of implementation / absorption
NA	NA	NA	NA

iv. Expenditure on R & D (current year & last year) : NIL

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Foreign Exchange Earnings and Outgo	2015-16	2014-15
Foreign Exchange Earned in terms of actual inflows	1033.82	996.49
Foreign Exchange outgo in terms of actual outflows	5.85	13.56

Annexure - V : Information pursuant to section 197(12) of Companies Act, 2013.
Information pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

i. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Non-executive directors *	Ratio to median remuneration
Mr. Prabhat Krishna	0.52
Mr. Mahipal	0.52
Ms. Shubha Singh	0.52

* They are the Independent directors and get sitting fee only.

Executive directors	Ratio to median remuneration
Mr. Harswarup Gupta	50.47
Mr. Ashok Gupta	50.47
Mr. Adit Gupta	50.47

ii. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

Director, Chief Executive Officer, Chief Financial Officer, Company Secretary	% increase in remuneration in the financial year
Mr. Harswarup Gupta	-
Mr. Ashok Gupta	-
Mr. Adit Gupta	-
Mr. Prabhat Krishna#	-
Mr. Mahipal Ahluwalia#	-
Ms. Shubha Singh#	-
Mr. Prabir Mukhopadhyay	11.97
Mr. Prakash Prusty (up to 06.01.2016)*	-

Get sitting fee only
*Since this information is for part of the year, the same is not comparable.

iii. The percentage increase in the median remuneration of employees in the financial year: 11.37%

iv. The number of permanent employees on the rolls of Company: 260

v. 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 average annual increase made in the salaries of employees other than the managerial personnel in the last financial year was around 9%. During the course of the year, there is no increase in the managerial remuneration

vi. Affirmation that the remuneration is as per the remuneration policy of the company.

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

Information pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Details of employees drawing remuneration of equal or more than Rs.8.5 lakh per month or Rs.1.2 Crores per annum during the financial year 2015-16:

Name of Director	Designation	Remuneration (Rs.)	Nature of Duties	Qualification and Experience (in years)	Date of Employment	Age (Years)	Previous Employment, Post held & Period
Mr. Harswarup Gupta	Chairman – Whole time Director	1,20,00,000/-	Managerial	Graduate 53 yrs	17.12.1983	87	Own Business
Mr. Ashok Gupta	Vice Chairman – Whole time Director	1,20,00,000/-	Managerial	B.Sc. (Hons.) 36 Yrs	17.12.1983	63	Own Business
Mr. Adit Gupta	Managing Director	1,20,00,000/-	Managerial	B.Sc. (Chemical Engineering), MBA (Finance) 15 years	14.11.2005	37	Own Business

Notes:

i. Mr. Harswarup Gupta, Mr. Ashok Gupta and Mr. Adit Gupta are relatives, holds more than 2% shareholding each in the company.

ii. Employments of aforesaid officials are on contractual basis with the approval of shareholders.

iii. Remuneration includes salary, allowance, commission and monetary value of all perquisites as valued under Income Tax Act & Rules thereunder.

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Annexure VI - EXTRACT OF ANNUAL RETURN (FORM NO. MGT 9)

as on financial year ended on 31.03.2016

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

I. REGISTRATION & OTHER DETAILS:

i	CIN	L28122DL1983PLC017141
ii	Registration Date	17.12.1983
iii	Name of the Company	AMD INDUSTRIES LIMITED
iv	Category/Sub-category of the Company	COMPANY LIMITED BY SHARES
v	Address of the Registered office & contact details	18, PUSA ROAD, FIRST FLOOR, KAROL BAGH, NEW DELHI-110005
vi	Whether listed company	LISTED
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Bigshare Services Private Limited E-2/3, Ansa Industrial Estate Saki Vihar Road, Saki Naka, Mumbai-400072

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	Crown corks	25999	28.84%
2	CSD Closures	22203	23.92%
3	Pet Preforms	22203	20.28%
4	Other Business Support Services	82990	24.89%

III. PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

SL. No.	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
NIL					

IV . (I) 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 year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	12795913	0	12795913	66.76099844	12795913	0	12795913	66.76099844	0
b) Central Govt.or State Govt."	0	0	0	0	0	0	0	0	0
c) Bodies Corporates	0	0	0	0	0	0	0	0	0
d) Bank/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
SUB TOTAL:(A) (1)	12795913	0	12795913	66.76099844	12795913	0	12795913	66.76099844	0
(2) Foreign	0	0	0	0	0	0	0	0	0
a) NRI- Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any other…	0	0	0	0	0	0	0	0	0
SUB TOTAL (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	12795913	0	12795913	66.76099844	12795913	0	12795913	66.76099844	0

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Cenntral govt	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIS	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds"	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(1):	0	0	0	0	0	0	0	0	0
(2) Non Institutions									
a) Bodies corporates	0	0	0	0	0	0	0	0	0
i) Indian	345613	0	345613	1.803190515	461249	0	461249	2.406506184	0.6
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	3714929	689	3715618	19.38574977	3583478	687	3584165	18.69991098	0.69
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	2158179	0	2158179	11.26001598	2090447	0	2090447	10.90663315	-0.35
c) Others (specify)	0	0	0	0	0	0	0	0	0
Clearing Members	6127	0	6127	0.031966819	115891	0	115891	0.604646098	0.57
Employee	40	0	40	0.000208695	40	0	40	0.000208695	0
NRIs	144186	0	144186	0.752271551	117971	0	117971	0.615498226	-0.14
Unclaimed Suspense A/c	1073	0	1073	0.005598237	1073	0	1073	0.005598237	0
SUB TOTAL (B)(2):	6370147	689	6370836	33.23900156	6370149	687	6370836	33.23900156	0
Total Public Shareholding (B)= (B)(1)+(B)(2)	6370147	689	6370836	33.23900156	6370149	687	6370836	33.23900156	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	19166060	689	19166749	100	19166062	687	19166749	100	0

(ii) SHARE HOLDING OF PROMOTERS

Sl. No.	Shareholders Name	Shareholding at the begginning 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	**Harswarup Gupta**	2605604	13.5944	0.00	2605604	13.5944	0.00	0
2	Ashok Gupta	3598793	18.7762	0.00	3598793	18.7762	0.00	0
3	Adit Gupta	4142637	21.6137	0.00	4142637	21.6137	0.00	0
4	Chitra Gupta	1200945	6.2658	0.00	1200945	6.2658	0.00	0
5	Vidhi Gupta	96600	0.5040	0.00	96600	0.5040	0.00	0
6	Ashok Gupta(HUF)	982500	5.1261	0.00	982500	5.1261	0.00	0
7	Mamta Gupta	168834	0.8809	0.00	168834	0.8809	0.00	0
	Total	**12795913**	**66.7610**	**0.00**	**12795913**	**66.761**	**0.00**	**0**

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (Including all Promoters)

Sl. No.	Shareholders Name	Shareholding at the begginning of the year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	12795913	66.76	12795913	66.76
	Date wise Increase/ Decrease in shareholding during the year specifying the reasons for increase/ decrease	Nil	Nil	Nil	Nil
	At the end of the year	12795913	66.76	12795913	66.76

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

Sl. No.	Shareholders Name	Shareholding at the begginning of the year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
1	**AJAY KUMAR LAL**				
	At the beginning of the year	527,472	2.75	527,472	2.75
	On 10.04.2015 through transfer	1,129	0.01	528601	2.76
	On 24.04.2015 through transfer	475	0.00	529076	2.76
	On 29.05.2015 through transfer	1,998	0.01	531074	2.77
	On 05.06.2015 through transfer	2,000	0.01	533074	2.78
	On 03.07.2015 through transfer	1,800	0.01	534874	2.79
	On 17.07.2015 through transfer	13,603	0.07	548477	2.86
	On 06.11.2015 through transfer	(4,122)	-0.02	544355	2.84
	On 04.12.2015 through transfer	(5,100)	-0.03	539255	2.81
	On 22.01.2016 through transfer	2,498	0.01	541753	2.83
	At the end of the year (or on the date of separation, if separated during the year)	541,753	2.83	541,753	2.83
2	**NIDHI JAWAHAR**				
	At the beginning of the year	194,094	1.01	194,094	1.01
	On 07.08.2015 through transfer	(59,967)	-0.31	134127	0.70
	On 14.08.2015 through transfer	(5,309)	-0.03	128818	0.67
	On 21.08.2015 through transfer	(9,686)	-0.05	119132	0.62
	On 25.09.2015 through transfer	(7,000)	-0.04	112132	0.59
	On 16.10.2015 through transfer	(63,779)	-0.33	48353	0.25
	On 23.10.2015 through transfer	(48,352)	-0.25	1	0.00
	At the end of the year (or on the date of separation, if separated during the year)	1	0.00	1	0.00
3	**SUBRAMANIAN P**				
	At the beginning of the year	0	0.00	0	0.00
	On 11.09.2015 through transfer	13,950	0.07	13950	0.07
	On 18.09.2015 through transfer	15,855	0.08	29805	0.16
	On 21.09.2015 through transfer	1,500	0.01	31305	0.16
	On 09.10.2015 through transfer	5,500	0.03	36805	0.19
	On 16.10.2015 through transfer	379	0.00	37184	0.19
	On 23.10.2015 through transfer	5,270	0.03	42454	0.22
	On 30.10.2015 through transfer	2,500	0.01	44954	0.23
	On 06.11.2015 through transfer	17,200	0.09	62154	0.32
	On 13.11.2015 through transfer	18,747	0.10	80901	0.42
	On 20.11.2015 through transfer	15,001	0.08	95902	0.50
	On 27.11.2015 through transfer	5,270	0.03	101172	0.53

Sl. No.	Shareholders Name	Shareholding at the begginning of the year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	On 15.01.2016 through transfer	12,141	0.06	113313	0.59
	On 29.01.2016 through transfer	2,000	0.01	115313	0.60
	On 05.02.2016 through transfer	4,695	0.02	120008	0.63
	On 12.02.2016 through transfer	19,882	0.10	139890	0.73
	On 19.02.2016 through transfer	5,800	0.03	145690	0.76
	On 11.03.2016 through transfer	2,700	0.01	148390	0.77
	On 18.03.2016 through transfer	2,970	0.02	151360	0.79
	At the end of the year (or on the date of separation, if separated during the year)	151,360	0.79	151,360	0.79
4	**AJAY KUMAR LAL (HUF)**				
	At the beginning of the year	128,944	0.67	128,944	0.67
	At the end of the year (or on the date of separation, if separated during the year)	128,944	0.67	128,944	0.67
5	**NITISH GOYAL**				
	At the beginning of the year	128,000	0.67	128,000	0.67
	At the end of the year (or on the date of separation, if separated during the year)	128,000	0.67	128,000	0.67
6	**SANDEEP BIPINCHANDRA JHAVERI**				
	At the beginning of the year	103,016	0.54	103,016	0.54
	On 17.04.2015 through transfer	827	0.00	103,843	0.54
	On 24.04.2015 through transfer	250	0.00	104,093	0.54
	On 08.05.2015 through transfer	1,751	0.01	105,844	0.55
	On 15.05.2015 through transfer	4,918	0.03	110,762	0.58
	On 22.05.2015 through transfer	2,887	0.02	113,649	0.59
	On 29.05.2015 through transfer	7,792	0.04	121,441	0.63
	On 05.06.2015 through transfer	8,067	0.04	129,508	0.68
	On 12.06.2015 through transfer	2,416	0.01	131,924	0.69
	On 19.06.2015 through transfer	2,000	0.01	133,924	0.70
	On 03.07.2015 through transfer	4,000	0.02	137,924	0.72
	On 07.08.2015 through transfer	(12,600)	-0.07	125,324	0.65
	On 14.08.2015 through transfer	(11,443)	-0.06	113,881	0.59
	On 21.08.2015 through transfer	(3,625)	-0.02	110,256	0.58
	On 30.10.2015 through transfer	(81,436)	-0.42	28,820	0.15
	On 31.12.2014 through transfer	(28,820)	-0.15	0	0.00
	At the end of the year (or on the date of separation, if separated during the year)	0	0.00	0	0.00
7	**ANIL KUMAR GOEL**				
	At the beginning of the year	94000	0.49	94000	0.49
	On 04.12.2015 through transfer	(9000)	(0.05)	85000	0.44
	On 31.12.2015 through transfer	(35000)	(0.18)	50000	0.26
	On 08.01.2014 through transfer	(500)	(0.00)	49500	0.26
	On 25.03.2016 through transfer	(9500)	(0.05)	40000	0.21
	At the end of the year (or on the date of separation, if separated during the year)	40000	0.21	40000	0.21
8	**TEJAS HARILAL GANDHI**				
	At the beginning of the year	80000	0.42	80000	0.42
	On 31.03.2016 through transfer	10000	0.05	90000	0.47

Sl. No.	Shareholders Name	Shareholding at the beginning of the year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	At the end of the year (or on the date of separation, if separated during the year)	90000	0.47	90000	0.47
9	**A RAVI KUMAR VERMA**				
	At the beginning of the year	26,272	0.14	26,272	0.14
	On 10.04.2015 through transfer	92	0.00	26364	0.14
	On 24.04.2015 through transfer	1,347	0.01	27711	0.14
	On 15.05.2015 through transfer	100	0.00	27811	0.15
	On 22.05.2015 through transfer	1,000	0.01	28811	0.15
	On 26.06.2015 through transfer	2,490	0.01	31301	0.16
	On 30.06.2015 through transfer	50	0.00	31351	0.16
	On 03.07.2015 through transfer	706	0.00	32057	0.17
	On 10.07.2015 through transfer	2,000	0.01	34057	0.18
	On 17.07.2015 through transfer	4,000	0.02	38057	0.20
	On 24.07.2015 through transfer	2,000	0.01	40057	0.21
	On 07.08.2015 through transfer	15,000	0.08	55057	0.29
	On 21.08.2015 through transfer	1,239	0.01	56296	0.29
	On 28.08.2015 through transfer	5,347	0.03	61643	0.32
	On 16.10.2015 through transfer	9,309	0.05	70952	0.37
	On 13.11.2015 through transfer	3,000	0.02	73952	0.39
	On 27.11.2015 through transfer	495	0.00	74447	0.39
	On 04.12.2015 through transfer	(2,500)	-0.01	71947	0.38
	On 18.12.2015 through transfer	2,500	0.01	74447	0.39
	On 25.12.2015 through transfer	(1,130)	-0.01	73317	0.38
	On 31.12.2015 through transfer	1,500	0.01	74817	0.39
	At the end of the year (or on the date of separation, if separated during the year)	74,817	0.39	74,817	0.39
10	**PRAJAPATI MAHESH MANUBHAI**				
	At the beginning of the year	0	0.00	0	0.00
	On 15.01.2016 through transfer	25,000	0.13	25000	0.13
	On 22.01.2016 through transfer	5,000	0.03	30000	0.16
	On 05.02.2016 through transfer	14,427	0.08	44427	0.23
	On 31.03.2016 through transfer	30,000	0.16	74427	0.39
	At the end of the year (or on the date of separation, if separated during the year)	744,427	3.88	74,427	0.39

(v) Shareholding of Directors & KMP

Sl. No.	For Each of the Directors & KMP	Shareholding at the beginning of the year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
1	**Harswarup Gupta**				
	At the beginning of the year	**2605604**	**13.6**	**2605604**	**13.6**
	Date wise Increase/ Decrease in shareholding during the year specifying the reasons for increase/ decrease	Nil	Nil	Nil	Nil
	At the end of the year	2605604	13.6	2605604	13.6

Sl. No.	For Each of the Directors & KMP	Shareholding at the beginning of the year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
2	**Ashok Gupta**				
	At the beginning of the year	3598793	18.7812	3598793	18.7812
	Date wise Increase/ Decrease in shareholding during the year specifying the reasons for increase/ decrease	Nil	Nil	Nil	Nil
	At the end of the year	3598793	18.7812	3598793	18.7812
3	**Adit Gupta**				
	At the beginning of the year	4142637	21.6137	4142637	21.6137
	Date wise Increase/ Decrease in shareholding during the year specifying the reasons for increase/ decrease	Nil	Nil	Nil	Nil
	At the end of the year	4142637	21.6137	4142637	21.6137
4	**Prabhat Krishna**				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/ Decrease in shareholding during the year specifying the reasons for increase/ decrease	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil
5	**Mahipal Ahluwalia**				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/ Decrease in shareholding during the year specifying the reasons for increase/ decrease	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil
6	**Shubha Singh**				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/ Decrease in shareholding during the year specifying the reasons for increase/ decrease	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil
7	**Prakash Chandra Prusty**				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/ Decrease in shareholding during the year specifying the reasons for increase/ decrease	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil
8	**Prabir Mukhopadhyay**				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/ Decrease in shareholding during the year specifying the reasons for increase/ decrease	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil

V INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	678,167,221.62	60088511.68	-	738,255,733.30
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**678,167,221.62**	**60088511.68**	**-**	**738,255,733.30**
Change in Indebtedness during the financial year				
Additions	-	-	-	-
Reduction	87,671,556.65	20332360.68	-	108,003,917.33
Net Change	87,671,556.65	20332360.68	-	108,003,917.33
Indebtedness at the end of the financial year				
i) Principal Amount	590,495,664.97	39756151	-	630,251,815.97
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**590,495,664.97**	**39756151**	**-**	**630,251,815.97**

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager: (Paid during the year)

Sl. No.	Particulars of Remuneration	Name of the MD/WTD/Manager			Total Amount
1	**Gross salary**	**Mr. Harswarup Gupta**	**Mr. Ashok Gupta**	**Mr. Adit Gupta**	
(a)	Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	9291936	17619196	18125413	45036545
(b)	Value of perquisites u/s 17(2) of the Income tax Act, 1961	6626644	1239600	1161300	9027544
(c)	Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission as % of profit others (specify)	upto 5% of net profit	upto 5% of net profit	upto 5% of net profit	
5	Others, please specify	Nil	Nil	Nil	Nil
	Total (A)	**15918580**	**18858796**	**19286713**	**54064089**
	Ceiling as per the Act				

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of the Directors			Total Amount
1	**Independent Directors**	**Prabhat Krishna**	**Mahipal Ahluwalia**	**Shubha Singh**	
(a)	Fee for attending board committee meetings	124000	124000	124000	372000
(b)	Commission	0	0	0	0
(c)	Others, please specify	0	0	0	0
	Total (1)	124000	124000	124000	372000
2	Other Non Executive Directors	0	0	0	0
(a)	Fee for attending board committee meetings	0	0	0	0
(b)	Commission	0	0	0	0
(c)	Others, please specify.				
	Total (2)	0	0	0	0
	Total (B)=(1+2)	124000	124000	124000	372000
	Total Managerial Remuneration				
	Overall Cieling as per the Act.				

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

Sl. No.	Particulars of Remuneration	Name of the KMP		Total Amount
1	**Name**	**Mr. Prakash Chandra Prusty***	**Mr. Prabir Kumar Mukhopadhyay**	
2	**Gross Salary**	**Company Secretary**	**CFO**	
(a)	Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	534,625	774,660	1,309,285
(b)	Value of perquisites u/s 17(2) of the Income Tax Act, 1961	561,499	474,660	1,036,159
(c)	Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	Nil	Nil	Nil
3	Stock Option		Nil	Nil
4	Sweat Equity		Nil	Nil
5	Commission			
	as % of profit		**Nil**	**Nil**
	others, specify		Nil	Nil
6	**Others, please specify**		Nil	Nil
	Total	**1,096,124***	**1,249,320**	**2,345,444**

*** Mr. Prakash Chandra Prusty has resigned with effect from 06.01.2016**

VII PENALTIES/PUNISHMENT/COMPPOUNDING OF OFFENCES

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

MANAGEMENT DISCUSSION AND ANALYSIS

Industry Structure & Developments

Packaging

In packaging other plastic product demand is increasing day by day , the consumption of plastics in food and beverage industry is increasing day by day. Beverage industry is finding a cost effective solution , for which we are coming with lower weight caps (Closure) for capping the bottle. In this closure segment we entered in juice, CSD (Carbonated Soft Drink) closure segment.

Packaging material and type helps in differentiating the products from that of the competitor's product. New and innovative technologies in packaging make production, distribution and preservatives of materials easier and more attractive. Good packaging not only serves to contain the product but also to communicate about the product to the end consumers. Efficient and effective technology will enhance the quality of packaging, and this will directly increase the demand of the product.

Today our society has moved towards environmental conversation; where social aspect of the technology i.e. 3R's (Recycle, Reuse and Reduce) plays a significant role in growth process. For environmental load reduction, biodegradable plastics should be used which decompose due to microorganisms in ground. There are number of innovative technologies such as PET laminated container forming system, Super lightweight forming technology, Less environmental impact lacquer and its coating system, Oxygen scavenging plastic container, Multi-layer co-injection PET bottle, etc., which will give greater strength and rigidity to the product. Now days, spouted pouches are used to keep liquid products like oil and soft drinks, in which amount of plastics used is much lower as compared to plastic bottles.

Real Estate

The real estate sector has been showing sluggish growth. The development of commercial complex by Company's related Company AMD Estates & Developers Private Limited at Sector 114, Gurgaon, Haryana is progressing slowly.

Segment-wise or product-wise performance

Your Company manufactures Crown Caps which are mainly used as metallic closures for various edible items packed in glass bottles e.g. Carbonated Soft Drinks, Fruit Juices, Milk products, Beer etc. The use of glass bottles has been seen steady or little bit de-growth whereby the use of Returnable Glass Bottle (RGB) has been seen in reducing trends. So, the crown volumes have little got down by 0.96% this year comparing to last year. Your company remained one of the dominant players in the crown caps market.

The plastic closure market has been continuously getting its momentum due to increased usage of PET Bottles. The sales of Closures were almost flat during the year against last year.

During the year under review, some of our customers have started their own Pre form manufacturing set up due to which the demand of Pre form were down during the year. However, Job work in perform has been increased marginally. Overall the perform sales was down against the last year.

Outlook, Opportunities & Threats, Risk and Concerns

The Overall Beverage Packaging Industry is growing at over 12% per annum. The continued trend of shifting customer base from glass bottles to PET Bottles is being seen in a positive note.

The usage of PET Bottles shows an increasing trend in products like edible oil, personal care products, pharmaceuticals and confectioneries. The usage of PET Bottles in Alcoholic Beverages Industry is also on the rise. The Company is looking to new market segments such as fruit juices, milk products, edible oil etc. and other cosmetics items. The company therefore expects development of new market segments in the coming years with continuous efforts in this direction. With increase utility of PET, the crown cap segment is feeling the pinch. For improving Crown Caps market share, the company is aggressively tapping new beer markets.

Increase in raw material cost and pressure on margins have a bearing on the profitability of packaging industry in totality. The Company is likely to be affected by change in governmental policies related to usage of end products.

However, the Company has established itself as quality supplier to its clients and is accepted as reliable player in the industry thereby not only retaining its base but increasing it as well.

Financial Performance

During the year under review, there is a decrease in profit before tax and exceptional items of 19% against last year which is mainly due to decrease in volume of crown caps and CSD closures. However, this was marginally set off by increase in volume in PET Preforms. The sales of crowns gone down by 8.77% and Closures by 13.12% lower than last year. There is a increase in sale of PET Preform of around 24.53 % by which overall turnover of the Company became at almost at a single step with last year's.

Adequacy of Internal Control Systems

The Company has adequate internal control system commensurate with the size of the company. The Company has appointed M/s B. L. Khandelwal & Co., Chartered Accountants, New Delhi, as the Internal Auditor of the Company to carry out the internal audit at regular intervals. The internal audit reports along with action taken reports thereon are reviewed by the Audit Committee.

Material Development in Terms of Human Resources / Industrial Relations front, including number of people employed

Human Resources are considered to be a form of capital and wealth of the Company. The growth of the Company and improvement in the systems has been sustained by the active involvement of the employees with the Management. It has been the focus of the management to improve and expand the contribution of its human resources towards attainment of organizational goals and values. The technical expertise of the Management has been shared with the employees at the works, which keeps them motivated to meet and surpass the set targets. The company employed 260 numbers of on Roll employees during the year.

Cautionary Statement

Statement in the Management Discussion & Analysis, describing the Company's objectives, projections and estimates are forward looking statements and progressive within the meaning of applicable laws and regulations.

Actual results may vary from those expressed or implied, depending upon the economic conditions, Government policies and other incidental factors.

Corporate Governance Report for the year 2015-16

Company's Philosophy on Code of Corporate Governance

Corporate Governance is an integral part of values, ethics and best business practices followed by the Company. It envisages attainment of highest levels of transparency, accountability and equity in all facets of its operations and in all its interactions with its stakeholders, including shareholders, employees, lenders and the Government. The core values of the Company are:

- Commitment to excellence and customer satisfaction.
- Maximizing long term shareholders worth.
- Socially valued enterprise and
- Caring for people and environment.

Board of Directors

The Board of Directors of the Company comprised of six Directors out of which there are three Promoter Directors and three Independent Directors. Composition of the Board and category of Directors as on 31.03.2016 are as follows:

Composition of the Board

S. No.	Name of Director	Category	Relationship between Directors Inter-se	Attendance of meetings during 2015-16		Number of other Directorships in other Companies		No. of Chairmanship/ Membership in Committees#	
				Board Meetings	Last AGM	Private	Public	Chairmanship	Membership
1.	Mr. Harswarup Gupta	Chairman- Executive Director	Father of Mr. Ashok Gupta & Grandfather of Mr. Adit Gupta	1	Yes	3	1	Nil	Nil
2.	Mr. Ashok Gupta	Vice Chairman- Executive Director	Son of Mr. Harswarup Gupta & Father of Mr. Adit Gupta	4	Yes	7	2	Nil	Nil
3.	Mr. Adit Gupta	Managing Director- Executive Director	Grandson of Mr. Harswarup Gupta & Son of Mr. Ashok Gupta	3	Yes	6	1	Nil	02
4.	Mr. Mahipal	Independent Director- Non Executive	No Relation	4	Yes	0	0	Nil	02
5.	Mr. Prabhat Krishna	Independent Director- Non Executive	No Relation	4	Yes	1	3	4	Nil
6.	Ms. Shubha Singh	Independent Director- Non Executive	No Relation	4	Yes	0	1	0	02

* Only Audit Committee and Stakeholders Relationship Committee are considered.

During the year under review, the meeting of Board of Directors held four times on 27th May 2015, 05th August 2015, 4th November, 2015 and 1st February, 2016.

Profile of Directors

Mr. Harswarup Gupta*

Mr. Harswrup Gupta, aged about 87 years is the senior most founder promoter and director of the company. He has been associated with the packaging industry for more than 54 years. He started the glass bottles trading business in Kolkata in the year 1958 in the name of Ashoka Sales Agency. He is the Executive Chairman of the Company. Mr. Harswarup Gupta is also running a charitable trust viz. Shakuntala Gupta Trust which is established for philanthropic activities. The Trust runs a high school at Village Kakore, Distt. Bulandshahar, Uttar Pradesh.

*Mr. Harswarup Gupta has resigned from the directorship of the Company vide letter dated 30.06.2016 and the Board of Directors accepted the same with effect from 3rd July, 2016. And unfortunately he expired on 3rd July, 2016.

Mr. Ashok Gupta

Mr. Ashok Gupta, aged about 63 years is son of Mr. Harswarup Gupta and a founder promoter director of the Company. He is the Vice Chairman & Whole-time Director of AMD Industries Limited w.e.f. 01.04.2014. He is a Bachelor of Science and enriched with an experience of more than 37 years in Industrial and Commercial activities. He commenced this business in the year 1974 by setting up a unit under the name and style of Shyam Industries to manufacture pilfer proof Aluminum caps mainly used by liquor industry.

Mr. Ashok Gupta has traveled widely and has attended many prestigious seminars and exhibitions in India and abroad including Inter Pack and Metpack Dusserdolf, Germany, Pet Exhibition- Munich. He also participated as a Guest Speaker on the subject "The Growing Trends of Pet Industry in Asia Pacific Market" organized in Germany by PET PLANET, one of the Worlds' most read PET magazines. He also attended textile exhibition in Singapore held in October 2005.

Mr. Adit Gupta

Mr. Adit Gupta, aged about 37 years is the son of Mr. Ashok Gupta. He has completed his B.Sc. in Chemical Engineering stream from Virginia, USA and MBA (Finance) from Boston, USA. Mr. Adit Gupta has been involved in business development and promotion function of AMD Industries Ltd. since 1999. In the year 1999, he underwent a training course at Sacmi, Italy to get first hand experience of beverage packaging trends and know-how in plastics and crowns manufacturing. He has joined the Board of AMD Industries Limited on 14-11-2005 as the Director of the Company & further subsequently appointed as Whole Time Director w.e.f 14-06-2006. Earlier, he was appointed as Jt. Managing Director. At present he is the Managing Director of the Company.

Mr. Adit Gupta was actively involved as a team leader for implementation of Company's expansion and diversification projects of PET and Plastic closures in the year 2002 and 2003. He is one of the promoter directors of the company.

Mr. Mahipal

Mr. Mahipal is a Lawyer and having more than 38 years of experience in handling Legal cases both in High Court as well as in Supreme Court. He is Non- Executive Independent Director of the company.

Mr. Prabhat Krishna

Mr. Prabhat Krishna aged about 68 years, is a retired banker from State Bank of India. He is B. Tech (Chem) from IIT, New Delhi. He started his career with a Chemical Consultancy firm. He joined SBI as Probationary Officer in 1973. He kept on moving on different position within the Bank and handled Corporate Account with a minimum limit of Rs.50 Crores & above. Mr. Prabhat Krishna worked with the Bank for 35 years and retired in November 2007.

Ms. Shubha Singh

Ms. Shubha Singh is an Associate Member of Institute of Company Secretaries of India. She has done Chartered Financial Analyst (CFA) from ICFAI, Hyderabad in 2002, MBA (International Business) from IMT, Ghaziabad in 2013, B. Com. (Hons) from Hansraj College, Delhi University in 1996. Presently she is working as a Company Secretary of Omaxe Limited. She has more than 15 years of experience in secretarial and finance functions.

Audit Committee

Audit Committee is duly constituted in terms of Section 177 of The Companies Act, 2013 and Regulation 18 of the SEBI Listing Regulations, 2015. The terms of reference of the Audit Committee are as under:

Terms of Reference:

1. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
2. Review and monitor auditor's independence and performance and effectiveness of audit process.
3. Examination of the financial statement and the auditors' report thereon.
4. Approval or to make any subsequent modification of transactions of the Company with related parties.
5. Scrutiny of inter-corporate loans and investments.
6. Valuation of undertakings or assets of the Company, wherever it is necessary.
7. Monitoring the end use of funds raised through public offers and related matters.
8. Monitor the Vigil Mechanism established by the company for directors and employees to report genuine concerns in the prescribed manner.
9. All the terms of reference prescribed by the Central Government from time to time.
10. All the terms of reference guided in the Listing Agreement for the Audit Committee including amendments thereof from time to time.

Composition of Audit Committee

S.No.	Name of Member	Designation in Committee	Designation in Company	Date of the Meetings held	No. of meetings attended
1.	Mr. Prabhat Krishna	Chairman	Independent director	27.05.2015	4
2.	Mr. Mahipal	Member	Independent director	05.08.2015	4
3.	Mr. Adit Gupta	Member	Managing Director	04-11-2015	3
4.	Ms. Shubha Singh	Member	Independent Director	01.02.2016	4

Mr. Prakash Prusty*, Company Secretary of the Company acted as Secretary of the Committee.

*Mr. Prakash Prusty has resigned from the Company w.e.f. 6th January, 2016. No Company Secretary appointed till 31.03.2016.

Nomination and Remuneration Committee:

Nomination and Remuneration Committee is duly constituted in terms of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI Listing Regulations, 2015. The terms of reference of the Nomination and Remuneration Committee are as under:

Terms of reference:

a. Formulation of the criteria for determining qualifications, Positive attributes and independence of a director;

b. To identify persons qualifies to become directors and who may be appointed in senior management and to recommend to the Board for their appointment and removal;

c. Recommend to the Board a policy relating to remuneration for directors, key managerial personnel and other employees;

d. Evaluation of every director's performance & the Board;

e. Perform such functions as are required to be performed under the ESOP Guidelines;

f. Such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by the Remuneration Committee.

Details of Composition

S. No	Name of Member	Designation in Committee	Designation in Company	Date of the Meetings	No. of meetings attended
1.	Mr. Prabhat Krishna	Chairman	Independent Director	05-08-2015	3
2.	Mr. Mahipal	Member	Independent Director	04-11-2015	3
3.	Ms. Shubha Singh	Member	Independent Director	01-02-2016	3

Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for independent directors is determined by the Nomination and Remuneration Committee. An indicative list of factors that may be evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behavior and judgement.

The Remuneration for directors and managerial personnel is as per Remuneration Policy of the Company, the details of the policy is also part of the Board's Report.

The details of remuneration paid to Managerial Personnel of the Company in financial year 2015-16 are as below:

S. No.	Name	Designation	Salaries & Allowance	Other Benefits	Commission	Total	Stock Options Granted	No. of Shares as on 31.03.16	Service Contract/ Notice Period/severance fees
1.	Mr. Harswarup Gupta	Chairman	42,00,000	70,15,288	7,84,712	1,20,00,000	Nil	2605604	The term of appointment of Mr. Harswarup Gupta was expired on 31.03.2016. Board of Directors has re-appointed him for a further period of 3 years subject to approval of Shareholders. He has resigned from the post with effect from 3rd July, 2016.
2.	Mr. Ashok Gupta	Vice- Chairman & Whole Time Director	72,00,000	46,55,883	1,44,117	1,20,00,000	Nil	3598793	Shareholders appointed Mr. Ashok Gupta, for a period of 3 years w.e.f. 01.04.2014. His term will expire on 31.03.2017. Notice period is as per company's policy. No Severance fees
3.	Mr. Adit Gupta	Managing Director	72,00,000	46,17,578	1,82,422	1,20,00,000	Nil	4142637	Shareholders appointed Mr. Adit Gupta, for a period of 3 years w.e.f. 01.04.2014. His term will expire on 31.03.2017. Notice period is as per company's policy. No Severance fees

Non- executive Independent Directors are being paid a sitting fee of Rs. 31,000/- for attending each meeting of the Board. Sitting fees paid to the Independent Directors during the financial year 2015-16 is detailed below:

S. No.	Name of the Independent Director	Sitting fees paid (Rs.)	Stock Options Granted	No. of Shares held on 31.03.2016.
1.	Mr. Mahipal	1.24,000/-	Nil	Nil
2.	Mr. Prabhat Krishna	1,24,000/-	Nil	Nil
3.	Ms. Shubha Singh	1,24,000/-	Nil	Nil

Mr. Prabhat Krishna and Mr. Mahipal have been appointed as independent directors of the Company for a term of 5 years and Ms. Shubha Singh has been appointed as Independent Director for a term of 2 years as per the terms and conditions mentioned in their appoinement letter.

Stakeholders Relationship Committee

Details of Composition of Shareholders / Investors Grievance Committee

S. No.	Name of Member	Designation in Committee	Designation in Company
1.	Mr. Prabhat Krishna	Chairman	Non – Executive Independent Director
2.	Mr. Mahipal	Member	Non – Executive Independent Director
3.	Ms. Shubha Singh	Member	Non – Executive Independent Director
4.	Mr. Adit Gupta	Mamber	Managing Director

Mr. Prakash Prusty*, Company Secretary of the Company acted as Secretary of the Committee.

*Mr. Prakash Prusty has resigned from the Company w.e.f. 6th January, 2016. No Company Secretary appointed till 31.03.2016.

Shareholders Complaints

No. of Complaints Outstanding as on 01.04.2015	No. of Complaints received during the year	No. of Complaints resolved during the year	No. of complaints pending as on 31.03.2016
Nil	01	01	Nil

Corporate Social Responsibility Committee

The Board has duly constituted the Corporate Social Responsibility Committee as per the provisions of Companies Act, 2013.

The Composition of the Committee is as under:

S. No.	Name of Member	Designation in Committee	Designation in Company
1	Mr. Mahipal	Chairman	Independent Director
2	Mr. Ashok Gupta	Member	Vice Chairman
3	Mr. Prabhat Krishna	Member	Independent Director

As per recommendation of Corporate Social Responsibility Committee, the Board has adopted CSR policy. The details on CSR policies and activities are given in Board's Report.

Management Committee

This Committee considers and passes various resolutions as per the Terms of Reference approved by the Board. The composition of the Committee is as under:

1. Mr. Harswarup Gupta Chairman
2. Mr. Ashok Gupta Member
3. Mr. Adit Gupta Member

Mr. Prakash Prusty*, Company Secretary of the Company acted as Secretary of the Committee.

*Mr. Prakash Prusty has resigned from the Company w.e.f. 6th January, 2016. No Company Secretary appointed till 31.03.2016.

Independent Directors' Meeting

During the year under review, the Independent Directors met on 01.02.2016, inter alia, to discuss:

- Evaluation of the performance of Non Independent Directors and the Board of Directors as a whole.
- Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non Executive Director.
- Evaluation of the quality, content and timeliness 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.

General Body Meetings

Details of last three Annual General Meetings

Date of Meeting	Place	Time	Details of Special Resolution Passed therein
29.09.2015	Radiance Motel, Tania Farms Complex, Chattarpur Mandir Road, Satbari Village, New Delhi-30.	10.00 AM	1. Variation of terms of remuneration of Mr. Ashok Gupta - whole time director 2. Variation of terms of remuneration of Mr. Adit Gupta - managing director 3. Increase and variation of terms of remuneration of Mr. Ashok Gupta 4. Increase and variation of terms of remuneration of Mr. Adit Gupta 5. Appointment of Mr. Harswarup Gupta – whole time director beyond the age of 70 years.
26-09-2014	Radiance Motels, Tania Farms Complex, Chattarpur Mandir Road, Satbari Village, New Delhi- 30	10.30 AM	1. Appointment of Mr. Ashok gupta - whole time director 2. Appointment of Mr. Adit gupta - managing director 3. Adoption of new articles of association
24-09-2013	Daffodils Hotels, Tania Farms Complex, Chatterpur Mandir Road, Satbari Village, New Delhi- 30	10.30 AM	1. Re- appointment of Mr. Harswarup Gupta as whole time director of the Company.

No Special resolution was passed through the Postal Ballot during the financial year 2015-16.

Disclosures

a. Related party transactions have been suitably disclosed in the Notes to the Accounts in compliance to Accounting Standards issued by the Institute of Chartered Accountants of India. However, there are no materially significant related party transactions which have potential conflict with the interests of the Company at large. Company has also adopted a policy on dealing with related party transaction which is available on the website of the Company. Web link of the said policy is http://amdindustries.com/Policy%20on%20Related%20Party%20Transactions.pdf.

b. During the last three financial years there was no penalty, restrictions of any kind and of any nature, has been imposed by the SEBI, Stock Exchange or any other Statutory Body relating to Capital Market.

c. Whistle Blower Policy: AMD Industries believes in conducting all affairs of its constituents in fair and transparent manner, by adopting the highest standards of professionalism, honesty, integrity and ethical behavior. The organization is committed to comply with the laws and regulations to which it is subject. The Company has adopted a Vigil Mechanism/ Whistle Blower Policy during the year which is also available on Company's website. It is also affirmed that no personnel has been denied access to the audit committee.

d. Details of Compliance of Mandatory and Non Mandatory requirements of Corporate Governance are provided in this report.

Means of Communication

i. In terms of requirements of Regulation 33 of the SEBI Listing Regulations, 2015 the Quarterly/ Annual Financial Results of the Company are being published in newspapers and are also being displayed on the Website of the Company i.e. www.amdindustries.com.

ii. The Quarterly/Annual Financial Results of the Company are being published normally in the following newspapers:

   1. Business Standard, Delhi (Hindi)
   2. Business Standard, Delhi (English)

General Shareholders Information

a. Annual General Meeting details:-

1. Date : 28th September, 2016.
2. Time : 10:00 A.M.
3. Venue : Radiance Motel, Tania Farms Complex, Chattarpur Mandir Road, Satbari Village, New Delhi-110030.

b. Financial Year: 2015-2016 (ended on 31st March 2016).

Financial Calendar (tentative and subject to change) (2016-17)

For the year ending 31st March 2017 the financial results will be announced by:

Quarter Ended 30th June, 2016	:	First fortnight of August, 2016
Quarter Ended 30th Sept., 2016	:	First fortnight of November, 2016
Quarter Ended 31st Dec., 2016	:	First fortnight of February, 2016
Quarter Ended 31st March, 2017 and Annual Results	:	End of May, 2017

c. Book Closure Date: 22.09.2016 (Thursday) to 28.09.2016 (Wednesday) (Both days inclusive).

d. Dividend Payment Date: On or after 6th October, 2016

e. Shares of Company are listed on:-

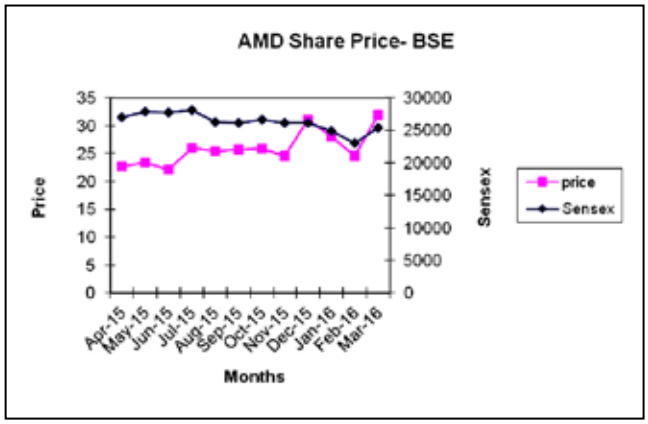
a. National Stock Exchange (NSE) and
b. Bombay Stock Exchange (BSE)

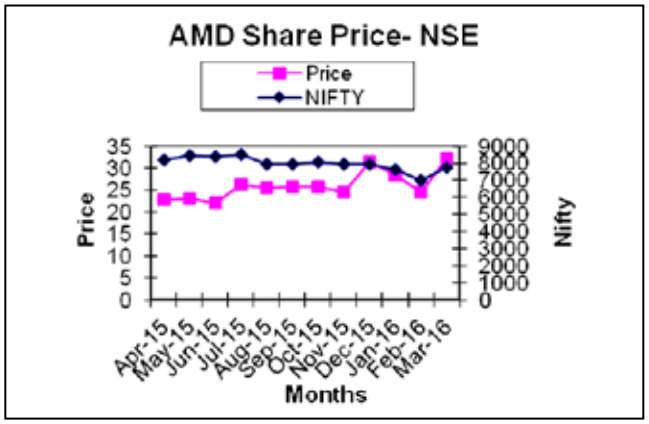
f. Stock Code: 532828 – BSE
AMDIND – NSE

g. The monthly high and low stock price during the financial year 2015-16 is under.

	BSE Price		NSE Price	
Month	**High Price (in Rs.)**	**Low Price (in Rs.)**	**High Price (in Rs.)**	**Low Price (in Rs.)**
Apr- 15	24.90	20.05	24.40	20.50
May-15	24.35	21.25	23.95	20.80
Jun-15	26.50	19.60	24.00	17.25
Jul-15	29.90	20.55	30.30	21.50
Aug-15	31.75	23.90	31.35	22.50
Sep-15	27.60	23.05	26.90	23.00
Oct-15	28.75	25.25	28.75	25.10
Nov-15	27.90	21.00	27.65	20.55
Dec-15	35.95	24.05	36.00	23.00
Jan-16	37.40	22.50	37.20	35.20
Feb-16	31.75	23.60	31.50	23.10
Mar-16	44.00	24.00	44.70	25.45

h. Comparison of share of Company with





i. Registrar and Share Transfer Agent:

Head Office:
Bigshare Services Private Limited
E-2/3, Ansa Industrial Estate,
Saki Naka Mumbai-400072
Phone # 91-22-28470652
Fax # 91-22-28525207

Branch Office:
Bigshare Services Private Limited
4- E/8, First Floor,
Jhadewalan Extn.
New Delhi-110055
Phone: 011-23522373

j. Share Transfer System:

Company's shares are being transferable both in Demat & Physical mode. The transfers of shares in case of dematerialized form are being conduced through Depository Participants (DP). For the transfer of physical shares Company's Registrar at above mentioned address is to be contacted. Further to expedite the process of transfer of physical shares, the Company has authorized the Officials of the Company in compliance with Clause 49 of the Listing Agreement and SEBI Listing Regulations 2015.

k. Distribution of share holding (as on 31st March 2016)

S.No.	Range	Total Holders	% of Total Holders	Total Holding	% of Total Capital
1	1- 5000	9084	85.11	1290799	6.73
2	5001- 10000	800	7.49	682932	3.56
3	10001- 20000	379	3.55	5916240	3.08
4	20001- 30000	159	1.48	4147130	2.16
5	30001- 40000	60	0.56	2151200	1.12
6	40001- 50000	45	0.42	2159640	1.12
7	50001- 100000	73	0.68	5170850	2.69
8	100001- 500000	56	0.52	11494750	5.99
9	500001- 1000000	7	0.06	5217820	2.72
10	1000001- 5000000	5	0.05	10367760	5.41
11	5000001 - 10000000	1	0.01	9825000	5.12
12	10000001- 9999999999	4	0.03	115479790	60.25
	Total	**10821**		**19166749**	**100.00**

Statement showing Shareholding Pattern as on 31st March 2016

Category Code		Category of Shareholder	Total No. of Shares	Total % Shareholding
A		**Shareholding of Promoter and promoter group**		
	1	Indian	1,27,95,913	66.76
	2	Foreign	0.00	0.00
		Total (A)	**1,27,95,913**	**66.76**
B		**Public Shareholdings**		
	1.	Institutions	0.00	0.00
	2.	Non - Institutions	63,70,836	33.24
		Total (B)	**64,85,183**	**33.24**
C		**Shares held by custodians and against which Depository Receipts have been issued**	**0.00**	**0.00**
		Grand Total (A+B+C)	**19,166,749**	**100.00**

l. Dematerialization of shares and liquidity

As on 31st March, 2016, 99.99% shares of the Company were held in dematerialized form.

None of the shares of the Company are Locked-in.

m. Outstanding ADR's/GDR's

The Company has not issued any GDR's/ADR's or any convertible instruments in financial year 2015-16.

n. Plant Locations.

S. No.	Plant Location	Product
1	C-4 & 5, Site No. 3, Meerut Road Indsutrial. Area, Ghaziabad, U.P. 201001.	CSD Closures and PET Preforms
2	SP- 32 RIICO Industrial Area, Neemrana, (Rajasthan)	Crown Caps, CSD Closures and PET Preforms

o. Address for correspondence:

AMD Industries Limited
18, First Floor, Pusa Road,
Karol Bagh, New Delhi 110005
E-mail:investor@amdindustries.com.

Equity Shares in Suspense Account

In accordance with the requirement of Regulation 34(3) and Schedule V Part F of SEBI Listing Regulations, the Company reports the following details in respect of equity shares lying in the suspense account which were issued in dematerialized from pursuant to the public issue of the Company:

Sl. No.	Particulars	No of Shareholders	No. of Shares
1.	Aggregate No. of shareholders and the outstanding shares in the unclaimed suspense account lying as on 01.04.2015	8	1073
2.	No. of shareholders approached for transfer of shares form the unclaimed Suspense Account during the year	Nil	Nil
3.	No. of shareholders approached for transfer of shares form the unclaimed Suspense Account during the year	Nil	Nil
	No. of shareholders to whom shares were transferred form the unclaimed Suspense Account during the year	8	1073

Code of Conduct

I hereby confirm that the Company has obtained from all the members of the Board and Management Personnel, affirmation that they have complied with the Code of Conduct for the Financial Year 2015-16.

For and on behalf of Board of Directors

Place: New Delhi **Ashok Gupta**
Date: 09.08.2016 **Chairman**

Non-Mandatory Requirement

The status/extent of compliance of non mandatory requirements is as follows:

1. **The Board**
   At present no non- executive director is appointed to Chairman's office.
2. **Shareholders Rights**
   The financial results are displayed on company's website www.amdindustries.com and in widely circulated newspapers.
3. **Audit Qualifications**
   During the year under review there are no audit qualifications in the financial statements.
4. **Separate Posts of Chairman and CEO**
   The Company has appointed Mr. Harswarup Gupta as a Chairman and Mr. Adit Gupta as a Managing Director of the Company. The Company has no CEO.
5. **Reporting of Internal Auditor**
   The Internal Auditor directly reports to the Audit Committee of the Company.

CEO / CFO CERTIFICATION

To,
The Board of Directors,
AMD Industries Limited
18, Pusa Road, 1st Floor,
Karol Bagh, New Delhi-110 005.

Dear Sirs,

A. We, have reviewed financial statements and the cash flow statement for the year ended 31st March, 2016 and to the best of our knowledge and belief that:
   1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   2. 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 Company during the above said period which is 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 internal control systems of the company pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.

D. We have indicated to the auditors and the Audit committee
   1) That there are no significant changes in internal control over financial reporting during the year;
   2) That there are no significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
   3) That there are no Instances of significant fraud of which they have become aware with respect to financial reporting.

Place: New Delhi	**Adit Gupta**	**P.K. Mukhopadhyay**	**Sumit Bhatia**
Date: 26/05/2016	**Managing Director**	**CFO**	**V.P. Finance & Accounts**

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

TO
THE MEMBERS
AMD INDUSTRIES LIMITED

We have examined the compliance of the conditions of Corporate Governance by AMD INDUSTRIES LIMITED ('the Company') for the year ended on March 31, 2016, as stipulated in Clause 49 of the Listing Agreement of the Company with the Stock Exchanges and Regulation 72 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 .

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement and SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015.

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

For AGG & Associates
Company Secretaries

A.G Gambhir
New Delhi, 06.08.2016 **FCS: 3668 CP: 3653**

Independent Auditors' Report

To

the Members of
AMD Industries Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of AMD Industries Limited ('the company'), which comprise the Balance Sheet as at 31st March 2016, the Statement of Profit and Loss, the Cash Flow Statement and a summary of significant accounting policies and other explanatory information for the year then ended .

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

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

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

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

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

Opinion

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

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
   c) The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
   d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
   e) On the basis of written representations received from the directors as on 31st March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016, from being appointed as a director in terms of Section 164(2) of the Act;
   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B" and
   g) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules,2014, in our opinion and to the best of our information and according to the explanations given to us :
      i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 32(i)(c) to the financial statements
      ii. There are no material foreseeable losses on long term contracts including derivative contracts therefore, no such provision is required to be made.
      iii. There has been no delay in transferring amount, required to be transferred , to the investor education and protection fund by the company.

For Suresh & Associates
FRN: 003316N
Chartered Accountants

(CA Narendra Kr Arora)
Partner
M. No. 088256

Date : 26th May, 2016
Place: New Delhi

Annexure – A to the Independent Auditors' Report

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

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a regular program of physical verification of its fixed assets by which fixed assets are verified in a phased manner. In accordance with this program, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.

(c) According to the information and explanation given to us and on the basis of our examination of the records of the company, the title deeds of the immovable properties are held in the name of the company.

(ii) (a) The management of the Company has conducted the physical verification of inventory at reasonable intervals during the year.

(b) The procedure of physical verification of inventory followed by the management is reasonable and adequate in relation to the size of the Company and nature of its business.

(c) The Company has maintained proper records of inventory and no material discrepancies were noticed on physical verification.

(iii) The Company has not granted any loans to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').

(iv) The company has not granted any loans under provisions of section 185 and has complied with provisions of section 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.

(v) The Company has not accepted any deposits under provisions of sections 73 to 76 or any other relevant provisions of the Companies Act' 2013.

(vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues with the appropriate authorities.

(b) According to the information and explanations given to us, below given dues of income tax, sales tax, service tax, excise duty, value added tax and cess have not been deposited with the appropriate authorities on account of disputes:

S. No.	Period of Demand	Amount Involved	Particulars of demand	Appeal pending before
1	A.Y. 1999-00 to 2006-07	Rs.9,50,962/-	Local Sales Tax raised by UP Local Sales Tax Authorities.	Supreme Court
2.	A.Y. 1999-00 to 2006-07	Rs.31,18,745/-	Central Sales Tax raised by UP Trade tax Authorities.	Supreme Court
3	A.Y. 2003-04	Rs.3,58,400/-	Demand raised by Assessing Authority u/s 21 of UP Trade Tax Act 1948	UP Trade Tax Tribunal, Ghaziabad
4	F.Y. 2001-02	Rs.11,45,102/-	Entry tax raised by UP Trade Tax Authorities	Jt. Commissioner Appeal (Trade Tax) - III, Ghaziabad
5.	F.Y. 2002-03	Rs.11,40,307/-	Entry tax raised by UP trade tax Authorities.	Supreme Court
6.	FY 2004-05	Rs.16,37,643/-	Entry tax raised by UP trade tax Authorities.	Supreme Court
7.	F Y 2001-02	Rs.2,00,000/-	Labour Dispute	Labour Court-I, Ghaziabad
8.	F.Y. 2005-06	Rs.4,74,111/-	Sales Tax Demand raised by UP trade tax Authorities	Commissioner Appeal (Trade Tax)-I, Ghaziabad
9.	A Y 2005-2006	Rs.2,20,397/-	Entry tax raised by UP trade tax Authorities.	Supreme Court
10.	A Y 2007-2008	Rs.38,09,702/-	Demand raised by Trade Tax Department.	High Court, Allahabad
11.	F.Y. 2008-09,2012-13	Rs.41,71,281/-	Entry Tax raised by Rajasthan Trade Tax Authorities.	Supreme Court
12.	F.Y 2014-15	Rs. 2,71,360/-	Excise authorities has raised demand	Commissioner Appeal, Ghaziabad.

(viii) The company has not defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.

(ix) In our opinion and according to the information and the explanations given to us the company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) and term loans were applied for the purposes for which those are raised.

(x) In our opinion no material fraud by the company or on the Company by its officers or employees has been noticed or reported during the year under review.

(xi) In our opinion and according to the information and the explanations given to us and based on examination of records of the company, the company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

(xii) In our opinion and according to information given to us the company is not a nidhi Company. Accordingly paragraph 3(xii) of the order is not applicable.

(xiii) In our opinion and according to the information and the explanations given to us and based on our examination of the records of the company, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where ever applicable and the details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) According to the information and the explanations given to us the company has not entered into any non-cash transactions with directors or persons connected with him under the provisions of section 192 of Companies Act, 2013

(xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934

For Suresh & Associates
FRN: 003316N
Chartered Accountants

(CA Narendra Kr Arora)
Partner
M. No. 088256

Date : 26th May, 2016
Place: New Delhi

Annexure - B to the Auditor's Report

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

We have audited the internal financial controls over financial reporting of AMD Industries Limited ('the company') as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For Suresh & Associates
FRN: 003316N
Chartered Accountants

(CA Narendra Kr Arora)
Partner
M. No. 088256

Date : 26th May, 2016
Place: New Delhi

AMD Industries Limited

Balance Sheet as at 31st March, 2016

Particulars		Note No.	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
I	**EQUITY AND LIABILITIES**			
	Shareholders' funds			
	(a) Share Capital	3	191,667,490.00	191,667,490.00
	(b) Reserves and Surplus	4	1,037,714,559.16	1,022,418,591.57
			1,229,382,049.16	1,214,086,081.57
	Non-current liabilities			
	(a) Long-term borrowings	5	447,725,408.79	366,580,331.23
	(b) Deferred tax liabilities (net)	30	72,651,743.00	80,145,181.00
	(c) Other long-term liabilities	6	689,212.50	6,066,080.50
	(d) Long-term provisions	7	17,250,849.00	15,055,308.00
			538,317,213.29	467,846,900.73
	Current liabilities			
	(a) Short-term borrowings	8	286,667,439.96	263,671,484.74
	(b) Trade payables	9	203,056,370.75	341,059,766.26
	(c) Other current liabilities	10	163,626,086.96	200,873,280.28
	(d) Short-term provisions	11	27,128,065.38	46,549,280.09
			680,477,963.05	852,153,811.37
	Total		**2,448,177,225.50**	**2,534,086,793.67**
II	**ASSETS**			
	Non-current assets			
	(a) Fixed assets	12		
	(i) Tangible assets		908,817,729.10	918,543,325.27
	(ii) Intangible assets		1,134,925.00	1,146,155.00
	(iii) Capital work in progress		-	-
			909,952,654.10	919,689,480.27
	(b) Non-current investments	13	263,890,927.42	265,750,119.42
	(c) Long-term loans and advances	14	173,160,703.64	175,250,126.44
			1,347,004,285.16	1,360,689,726.13
	Current assets			
	(a) Inventories	15	484,683,902.93	564,103,944.93
	(b) Trade receivables	16	421,742,812.89	392,205,993.69
	(c) Cash and cash equivalents	17	25,264,801.95	43,427,499.50
	(d) Short-term loans and advances	18	112,967,619.42	111,327,741.72
	(e) Other current assets	19	56,513,803.15	62,331,887.70
			1,101,172,940.34	1,173,397,067.54
	Total		**2,448,177,225.50**	**2,534,086,793.67**
III	Notes forming part of the financial statements	1 - 34		

As per our report of even date attached
For Suresh & Associates
FRN No. 003316N
Chartered Accountants

(CA Narendra Kumar Arora)
Partner
Membership No.088256

Place : New Delhi
Date : 26.05.2016

For and on behalf of the Board of Directors

(Adit Gupta)
Managing Director
DIN - 00238784

(Ashok Gupta)
Vice - Chairman
DIN - 00031630

(Prabir Mukhopadhyay)
CFO

(Radha Shakti Garg)
Company Secretary

AMD Industries Limited

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

Particulars		Note No.	For the year ended 31st March, 2016 Rs.	For the year ended 31st March, 2015 Rs.
I	**Revenue from operations (gross)**	20	2,089,346,307.52	2,060,525,069.15
	Less: Excise duty		376,693,907.00	343,466,514.00
	Revenue from operations (net)		1,712,652,400.52	1,717,058,555.15
II	**Other income**	21	3,333,705.49	4,725,882.78
	Total revenue (I+II)		**1,715,986,106.01**	**1,721,784,437.93**
III	**Expenses**			
	(a) Cost of materials consumed	22.a	847,293,830.62	928,263,755.59
	(b) Purchases of stock-in-trade	22.b	-	-
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	22.c	33,098,228.00	(10,318,751.00)
	(d) Employee benefits expense	23	154,000,119.25	142,627,902.00
	(e) Finance costs	24	95,259,821.61	96,019,961.10
	(f) Depreciation and amortisation expense	12	118,839,761.92	113,452,687.50
	(g) Other expenses	25	425,869,761.52	399,776,167.84
	Total expenses		**1,674,361,522.92**	**1,669,821,723.03**
IV	**Profit / (Loss) before exceptional Items and tax**		41,624,583.09	51,962,714.90
V	**Exceptional items**			
	(a) Profit/(Loss) on Sale of Fixed Assets		2,209,138.00	3,720,249.86
	(b) Profit/(Loss) on Sale of Shares		-	13,000,000.00
VI	**Profit / (Loss) before tax**		43,833,721.09	68,682,964.76
VII	**Tax expense:**			
	(a) Current tax expense		23,000,000.00	26,000,000.00
	(b) Tax expense related to prior years		1,434,157.00	(3,293,676.00)
	(c) Net current tax expense		24,434,157.00	22,706,324.00
	(d) Deferred tax	30	(7,493,438.00)	(7,677,181.00)
			16,940,719.00	**15,029,143.00**
VIII	**Profit / (Loss) for the period**		**26,893,002.09**	**53,653,821.76**
	Earning per equity shares:	29		
	Basic		1.40	2.80
	Diluted		1.40	2.80
	Notes forming part of the financial statements	1 - 34		

As per our report of even date attached
For Suresh & Associates
FRN No. 003316N
Chartered Accountants

(CA Narendra Kumar Arora)
Partner
Membership No.088256

Place : New Delhi
Date : 26.05.2016

For and on behalf of the Board of Directors

(Adit Gupta)
Managing Director
DIN - 00238784

(Ashok Gupta)
Vice - Chairman
DIN - 00031630

(Prabir Mukhopadhyay)
CFO

(Radha Shakti Garg)
Company Secretary

Cash Flow Statement for the year ended 31st March, 2016

Particulars	For the year ended 31st March, 2016		For the year ended 31st March, 2015	
	Rs.	Rs.	Rs.	Rs.
I Cash flow from operating activities				
Net Profit / (Loss) before extraordinary items and tax		43,833,721.09		68,682,964.76
Adjustments for:				
Depreciation and amortisation	118,839,761.92		113,452,687.50	
(Profit) / loss on sale / write off of assets	(2,209,138.00)		(3,720,249.86)	
Net (gain) / loss on sale of investments in subsidiaries	-		(13,000,000.00)	
Finance costs	95,259,821.61		96,019,961.10	
Interest income	(2,855,171.48)		(4,706,814.19)	
Dividend income	(21,676.48)		(14,450.98)	
Rental income from investment properties	(1,846,771.00)		(1,704,515.00)	
Adjustments to the carrying amount of investments	1,829,192.00		5,861,045.00	
Net unrealised exchange (gain) / loss	(15,118.17)	208,980,900.40	(9,654.82)	192,178,008.75
Operating profit / (loss) before working capital changes		252,814,621.49		260,860,973.51
Changes in working capital:				
Adjustments for (increase) / decrease in operating assets:				
Inventories	79,420,042.00		(95,562,906.00)	
Trade receivables	(29,536,819.20)		(17,900,524.25)	
Short-term loans and advances	(1,639,877.70)		28,558,660.17	
Long-term loans and advances	2,089,422.80		(14,049,534.46)	
Other current assets	5,818,084.55		72,997,303.25	
Adjustments for increase / (decrease) in operating liabilities:				
Trade payables	(138,003,395.51)		61,580,241.79	
Other current liabilities	(37,247,193.32)		3,880,818.61	
Other long-term liabilities	(5,376,868.00)		5,257,760.50	
Short-term provisions	(2,105,292.38)		(31,339,989.18)	
Long-term provisions	2,195,541.00	(124,386,355.76)	1,183,881.00	14,605,711.43
		128,428,265.73		275,466,684.94
Cash flow from extraordinary items		-		-
Cash generated from operations		128,428,265.73		275,466,684.94
Net income tax (paid) / refunds		(32,585,329.83)		(27,401,800.43)
		95,842,935.90		248,064,884.51
Net cash flow from / (used in) operating activities (A)		**95,842,935.90**		**248,064,884.51**
B. Cash flow from investing activities				
Capital expenditure on fixed assets, including capital advances	(111,781,613.25)		(97,650,010.71)	
Proceeds from sale of fixed assets	4,887,815.50		4,861,435.00	
Inter-corporate deposits (net)	-		(20,046,754.68)	
Purchase of long-term investments				
- Others	30,000.00		(30,000.00)	
Proceeds from sale of long-term investments				
- Subsidiaries	-		65,000,000.00	
Loans given				
- Subsidiaries	-		-	
- Associates	(50,279,585.00)		(125,464,925.00)	
Loans realised				
- Subsidiaries	-		3,526,572.00	
- Associates	31,397,342.00		125,179,319.00	
Interest received				
- Subsidiaries	-		-	
- Others	2,855,171.48		4,706,814.19	
Dividend received				
- Others	21,676.48		14,450.98	
Rental income from investment properties	1,846,771.00	(121,022,421.79)	1,704,515.00	(38,198,584.22)
Cash flow from extraordinary items		-		-
		(121,022,421.79)		**(38,198,584.22)**
Net cash flow from / (used in) investing activities (B)		**(121,022,421.79)**		**(38,198,584.22)**

AMD Industries Limited

Cash Flow Statement for the year ended 31st March, 2016

Particulars	For the year ended 31st March, 2016		For the year ended 31st March, 2015	
	Rs.	Rs.	Rs.	Rs.
C. Cash flow from financing activities				
Proceeds from long-term borrowings	270,572,492.00		204,446,263.00	
Repayment of long-term borrowings	(189,427,414.44)		(277,668,598.98)	
Net increase / (decrease) in working capital borrowings	41,878,198.22		(14,449,220.67)	
Finance cost	(95,259,821.61)		(96,019,961.10)	
Dividends paid	(17,250,074.00)		(17,250,074.00)	
Tax on dividend	(3,511,710.00)	7,001,670.17	(2,798,394.00)	(203,739,985.75)
Cash flow from extraordinary items		-		-
		7,001,670.17		(203,739,985.75)
Net cash flow from / (used in) financing activities (C)		**7,001,670.17**		**(203,739,985.75)**
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		**(18,177,815.72)**		**6,126,314.54**
Cash and cash equivalents at the beginning of the year		43,427,499.50		37,291,530.14
Effect of exchange differences on restatement of foreign currency Cash and cash equivalents		15,118.17		9,654.82
Cash and cash equivalents at the end of the year		**25,264,801.95**		**43,427,499.50**
Reconciliation of Cash and cash equivalents with the Balance Sheet:				
Cash and cash equivalents as per Balance Sheet (Refer Note 17)		25,264,801.95		43,427,499.50
Less: Bank balances not considered as Cash and cash equivalents as defined in AS 3 Cash Flow Statements (give details)		-		-
Net Cash and cash equivalents (as defined in AS 3 Cash Flow Statements) included in Note 19		25,264,801.95		43,427,499.50
Add: Current investments considered as part of Cash and cash equivalents (as defined in AS 3 Cash Flow Statements) (Refer Note (ii) to Note 16 Current investments)		-		-
Cash and cash equivalents at the end of the year *		25,264,801.95		43,427,499.50
* Comprises:				
(a) Cash on hand		132,946.55		223,195.55
(b) Balances with banks				
(i) In current accounts		1,247,942.10		1,256,058.53
(ii) In EEFC accounts		378,128.71		356,797.00
(iii) In earmarked accounts (give details) (Refer Note (ii) below)		23,360,018.00		41,309,206.00
(c) Others - Foreign Currency in hand		145,766.59		282,242.42
		25,264,801.95		**43,427,499.50**

Notes:

(i) The Cash Flow Statement reflects the combined cash flows pertaining to continuing and discounting operations.

(ii) These earmarked account balances with banks can be utilised only for the specific identified purposes.

As per our report of even date attached
For Suresh & Associates
FRN No. 003316N
Chartered Accountants

For and on behalf of the Board of Directors

(CA Narendra Kumar Arora)
Partner
Membership No.088256

(Adit Gupta)
Managing Director
DIN - 00238784

(Ashok Gupta)
Vice - Chairman
DIN - 00031630

Place : New Delhi
Date : 26.05.2016

(Prabir Mukhopadhyay)
CFO

(Radha Shakti Garg)
Company Secretary

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note Particulars

1 Corporate information

The Compnay is engaged in the Manufacturing of Pet Preform,Crown Caps and CSD Closures. The company is also engaged in jobwork operation of preforms. The company is continuously catering to the packaging needs of Beverages and Beer Industry of the country and abroad.The company has also interest in the Real Estates.

2 Significant accounting policies

2.1 Basis of accounting and preparation of financial statements

The financial statements of the Company have been prepared in accordance with Accounting Principles Generally Accepted in India, including the Accounting Standards specified under section 133 of Act, read with Rule 7 of the Companies (Acocunts) Rules, 2014.The financial statements have been prepared on accrual basis under the historical cost convention.The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

2.2 Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

2.3 Inventories

"Inventories

(i) RawMaterial

At cost or net realizable value (on FIFO basis) whichever is lower (Rejected raw material at cost Less claim received thereon)

ii) **Finished Goods**

At cost or net realizable value whichever is lower. For arriving at the cost for this purpose the cost includes material cost and manufacturing expenses.

iii) **Semi Finished Goods**

At cost of input plus apportioned overhead expenses and depreciation.

iv) **Job work in Process**

At apportioned manufacturing expenses and depreciation.

v) **Stores and Spares**

At cost or net realizable value (on FIFO basis) whichever is lower.

vi) **Scrap**

At estimated realizable value.

vii) **Real Estates Inventory**

At cost plus cost of improvement.

In order to comply with the mandatory requirements of Accounting Standard -2 'Valuation of inventories' prescribed by the Institute of Chartered Accountants of India; The Company has adopted the exclusive method of the excise duty"

2.4 Cash and cash equivalents (for purposes of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.5 Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.6 Depreciation and Amortisation

The depreciation on Plant & Machinery including Moulds installed in Neemrana Unit and Ghaziabad Unit has been provided on 'Multiple Shift Basis'. The depreciation on all assets has been provided on 'straight-line method' based on life assigned to each asset in accordance with Schedule II of the Companies Act, 2013 except for intangible assets which are amortised over a period of five years as prescribed in Accounting Standard 26.

2.7 Revenue recognition

"Revenue in respect of sale of products is recognised on delivery, which coincides with the transfer of risk and rewards of ownership. Discounts given / accrued to customers at the time of despatch are considered as trade discounts and netted from sales.Sales is recorded net of Sales Tax/Vat.

Job work of Preform Completed and lying in Factories as on 31st March 2016 has been shown as inventory under the head Job Work in Process.

Interest income is recognized on an accrual basis on time proportionate basis, based on interest rates implicit in the transaction.

2.8 Other income

Dividend income is recognized on receipt basis.

2.9 Tangible fixed assets

Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Exchange differences arising on restatement / settlement of long-term foreign currency borrowings relating to acquisition of depreciable fixed assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets. Machinery spares which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

CENVAT Credit availed on acquisition of fixed assets is reduced from the cost of concerned assets.

Capital work-in-progress:

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

2.10 Intangible assets

"Intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure on an intangible asset after its purchase / completion is recognised as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

2.11 Foreign currency transactions

(i) Foreign currency transactions during the year are recorded at the rate of exchange prevailing on the date of transaction. Foreign currency monetary assets and liabilities are translated into Rupees at the rate of exchange prevailing on the date of Balance Sheet.All Exchange difference are dealt with in the Profit and Loss Account.Foreign Currency monetary items are reported using the closing rate.

(ii) Where the company has entered into forward exchange contracts, the difference between the forward rate and spot rate at the date of the contract is recognised in the statement of the profit and loss over the life of the contract and difference between the spot rate at the date of contract and the exchange rate prevailing on the balance sheet date is recognised as per Accounting Standard (AS)-11 issued by the Institute of Chartered Accountants of India. Any profit or loss arising on cancellation or renewal of the forward exchange contract is recognised as Income or as expenses for the year.

2.12 Government grants, subsidies and export incentives

Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

2.13 Investments

Long-term investments , are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.

2.14 Employee benefits

(i) Short-term employee benefits are recognised as an expense at the undiscounted amount in the profit and loss account of the year in which the related service is rendered.

(ii) Defined Benefit Plans:

- Leave Salary of employees on the basis of acturial valuation as per AS 15.
- Gratuity Liability on the basis of acturial valuation as per AS 15.

(iii) Defined Contribution Plans:

Provident fund and ESI on the basis of actual liability accrued and paid to authorities.

2.15 Borrowing costs

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

2.16 Segment reporting

The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

2.17 Earnings per share

Basic Earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted Earnings per share are not different from basic earning per share.

2.18 Taxes on income

The Deffered tax expense or benefit is recognised on timing differences being the difference between taxable incomes and accounting incomes that originate in one period and are capable of reversal in one or more subsequent periods. Deffered tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

2.19 Impairment of assets

The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, except in case of revalued assets.

2.20 Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 3 Share capital

Particulars	As at 31st March, 2016		As at 31st March, 2015	
	Number of shares	Rs.	Number of shares	Rs.
(a) Authorised				
Equity shares of Rs.10/- each with voting rights	25,000,000.00	250,000,000.00	25,000,000.00	250,000,000.00
	25,000,000.00	250,000,000.00	25,000,000.00	250,000,000.00
(b) Issued				
Equity shares of Rs.10/- each with voting rights	19,166,749.00	191,667,490.00	19,166,749.00	191,667,490.00
	19,166,749.00	191,667,490.00	19,166,749.00	191,667,490.00
(c) Subscribed and fully paid up				
Equity shares of Rs.10/- each with voting rights	19,166,749.00	191,667,490.00	19,166,749.00	191,667,490.00
	19,166,749.00	191,667,490.00	19,166,749.00	191,667,490.00
Total	**19,166,749.00**	**191,667,490.00**	**19,166,749.00**	**191,667,490.00**

Notes:

(i) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	Opening Balance	Closing Balance
Equity shares with voting rights		
Year ended 31 March, 2016		
- Number of shares	19,166,749.00	19,166,749.00
- Amount (Rs.)	191,667,490.00	191,667,490.00
Year ended 31 March, 2015		
- Number of shares	19,166,749.00	19,166,749.00
- Amount (Rs.)	191,667,490.00	191,667,490.00

(ii) There is no holding company of the company.Therefore there is no information required to be disclosed regarding number of shares held by holding company, ultimate holding company or by subsidiary or associates of the holding company.

(iii) Details of shares held by each shareholder holding more than 5% shares:

Particulars	As at 31st March, 2016		As at 31st March, 2015	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Harswarup Gupta	2,605,604.00	13.59%	2,605,604.00	13.59%
Ashok Gupta	3,598,793.00	18.78%	3,598,793.00	18.78%
Chitra Gupta	1,200,945.00	6.27%	1,200,945.00	6.27%
Adit Gupta	4,142,637.00	21.61%	4,142,637.00	21.61%
Ashok Sons (HUF)	982,500.00	5.13%	982,500.00	5.13%

Note 4 Reserves and surplus

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
(a) Securities premium reserve		
Opening balance	650,390,253.28	650,390,253.28
Closing balance	650,390,253.28	650,390,253.28
(b) General reserve		
Opening balance	27,326,418.51	27,326,418.51
Closing balance	27,326,418.51	27,326,418.51
(c) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	344,701,919.78	326,705,482.46
Add: Profit / (Loss) for the year	26,893,002.09	53,653,821.76
Less: Dividends proposed to be distributed to equity shareholders Re 0.50/- per share (Previous year Re 0.90/- per share)	9,583,374.50	17,250,074.00
Tax on dividend	2,013,660.00	3,449,000.00
Less: Fixed Assets written off under transitional provisions of Schedule - II of the Companies Act, 2013	-	14,958,310.44
Closing balance	359,997,887.37	344,701,919.78
Total	**1,037,714,559.16**	**1,022,418,591.57**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 5 Long-term borrowings

	Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
(a)	Term loans		
	From banks		
	Secured	388,984,773.79	339,243,689.23
		388,984,773.79	339,243,689.23
	From other parties		
	Secured	58,740,635.00	27,336,642.00
		58,740,635.00	27,336,642.00
	Total	**447,725,408.79**	**366,580,331.23**

Note :

Details of Repayment Terms and Security against the Term Loans

Particulars	Repayment Terms	Security	Rate of Interest	Amount of EMI/Instalment
Standard Chartered Bank	Repayble in 120 Monthly EMI	Mortgage of Immovable Properties of the Company at DLF,Pinnacle & DLF Courtyard and the Personal Guarantee of the Directors	BR+0.70%	727,604.00
Kotak Mahindra Bank	Repayble in 63 Monthly EMI	Mortgage of Immovable Properties of the Company at Digital Green, Gurgaon and the Personal Guarantee of the Directors	RR-4.30%	705,542.00
Kotak Mahindra Bank	Repayble in 109 Monthly EMI	Mortgage of Personal Property of wife & daughter of Director and the Personal Guarantee of the Directors	RR+2.50%	621,504.00
Kotak Mahindra Bank	Repayble in 96 Monthly EMI	Mortgage of Personal Property of daughter of Director and the Personal Guarantee of the Directors	RR+1.50%	958,763.00
Kotak Mahindra Bank	Repayble in 72 Monthly EMI	Mortgage of Personal Property of wife of Director & Director's HUF and the Personal Guarantee of the Directors	BR+4.75%	3,131,164.00
Bajaj Finance Ltd.	Repayble in 60 Monthly EMI	Mortgage of Immovable Properties of the Company at Mohali and the Personal Guarantee of the Directors	BFRR-8.60%	428,328.00
Tata Capital Financial Services Limited	Repayble in 48 Monthly Installments and Interest Payable Monthly	Hypothecation of Equipments and First Pari Passu charge over Immovable property of the Company situated at Haridwar and Personal Guarantee of the Directors	LTLR-4.60%	375,000.00
Tata Capital Financial Services Limited	Repayble in 57 Monthly Installments and Interest Payable Monthly	Hypothecation of Equipments and First Pari Passu charge over Immovable property of the Company situated at Haridwar and Personal Guarantee of the Directors	LTLR-4.60%	208,500.00
Tata Capital Financial Services Limited	Repayble in 57 Monthly Installments and Interest Payable Monthly	Hypothecation of Equipments and First Pari Passu charge over Immovable property of the Company situated at Haridwar and Personal Guarantee of the Directors	LTLR-4.60%	210,400.00
Tata Capital Financial Services Limited	Repayble in 45 Monthly Installments and Interest Payable Monthly	Hypothecation of Equipments and First Pari Passu charge over Immovable property of the Company situated at Haridwar and Personal Guarantee of the Directors	LTLR-4.60%	142,500.00
Tata Capital Financial Services Limited	Repayble in 20 Quarterly Installments and Interest Payable Monthly	Hypothecation of Equipments and First Pari Passu charge over Immovable property of the Company situated at Haridwar and Personal Guarantee of the Directors	LTLR-5.75%	2,500,000.00
Tata Capital Financial Services Limited	Repayble in 18 Quarterly Installments and Interest Payable Monthly	Hypothecation of Equipments and First Pari Passu charge over Immovable property of the Company situated at Haridwar and Personal Guarantee of the Directors	LTLR-5.75%	2,600,000.00
State Bank of India	Repayble in 32 Quarterly Installments and Interest Payable Monthly	First Pari Passu charge over fixed assets of the company except vehicles & immovable properties of the company situated at Ghaziabad,Haridwar and others immovable properties & equipments specifically mortgage to other lenders.The same is also is also secured by 2nd Pari Passu charge over the current assets of the company and the personal guarantee of the directors.	BR+2.70%	3,125,000.00

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

State Bank of India	Repayble in 20 Quarterly Installments and Interest Payable Monthly	First Pari Passu charge over fixed assets of the company except vehicles & immovable properties of the company situated at Ghaziabad,Haridwar and others immovable properties & equipments specifically mortgage to other lenders.The same is also is also secured by 2nd Pari Passu charge over the current assets of the company and the personal guarantee of the directors.	BR+3.20%	2,665,000.00
Punjab National Bank	Repayble in 20 Quarterly Installments and Interest Payable Monthly.	First charge over fixed assets of the company except vehicles & immovable properties of the company situated at Neemrana and others immovable properties & Equipments specifically mortgage to other lenders.The same is also is also secured by 2nd Pari Passu charge over the current assets of the company and the personal guarantee of the directors.	BR+3.25%	2,500,000.00
Punjab National Bank	Repayble in 20 Quarterly Installments and Interest Payable Monthly.	Mortgage of immovable properties of the company situated at Ghaziabad.The same is also is also secured by 2nd Pari Passu charge over the current assets of the company and the personal guarantee of the directors.	BR+3.25%	4,500,000.00
HDFC Bank	Repayble in 60 Monthly EMI	Hypothecation of Vehicle acquired out of loan	10.50%	15,046.00
HDFC Bank	Repayble in 60 Monthly EMI	Hypothecation of Vehicle acquired out of loan	10.50%	12,897.00
ICICI Bank	Repayble in 60 Monthly EMI	Hypothecation of Vehicle acquired out of loan	10.85%	17,700.00

Note 6 Other long-term liabilities

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
(a) Trade Payables:		
(i) Other than Acceptances	689,212.50	5,676,080.50
(b) Others:		
(i) Trade / security deposits received	-	390,000.00
Total	**689,212.50**	**6,066,080.50**

Note 7 Long-term provisions

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
(a) Provision for employee benefits:		
(i) Provision for gratuity (Refer Note 26)	7,658,847.00	6,579,739.00
(ii) Provision for other employee benefits (Leave Encashment) (Refer Note 26)	3,592,002.00	2,475,569.00
	11,250,849.00	9,055,308.00
(b) Provision - Others:		
(i) Provision for other contingencies (Refer Note 31)	6,000,000.00	6,000,000.00
	6,000,000.00	6,000,000.00
Total	**17,250,849.00**	**15,055,308.00**

Note 8 Short-term borrowings

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
(a) Loans repayable on demand		
From banks		
Secured	265,793,531.96	223,915,333.74
	265,793,531.96	223,915,333.74
(b) Loans and advances from related parties		
Unsecured	20,873,908.00	39,756,151.00
	20,873,908.00	39,756,151.00
Total	**286,667,439.96**	**263,671,484.74**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Notes:

Details of Security and terms against the Short Term Borrowings from Banks

Particulars	Security	Rate of Interest
State Bank of India	First Pari Passu charge over Current assets of the company and 2nd parri passu charge over the fixed assets of the company except vehicles & immovable properties of the company specifically mortage to other lenders.The same is also secured by way of mortagage of personal property of the Director and the Personal Guarantee of the Directors.	BR+1.70%
Kotak Mahindra Bank	First Pari Passu charge over Current assets of the company and 2nd parri passu charge over the fixed assets of the company except vehicles & immovable properties of the company specifically mortage to other lenders.The same is also secured by way of mortagage of personal property of the Director and the Personal Guarantee of the Directors.	BR+2.75%
Punjab National Bank	First Pari Passu charge over Current assets of the company and 2nd parri passu charge over the fixed assets of the company except vehicles & immovable properties of the company specifically mortage to other lenders.The same is also secured by way of mortagage of personal property of the Director and the Personal Guarantee of the Directors.	BR+2.75%

Details of terms and conditions Short Term Borrowings received from Related parties

Name of Party	Terms of Repayment	Rate of Interest
Ashok Gupta	Payable on demand	12%
Adit Gupta	Payable on demand	12%

Note 9 Trade payables

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
Trade payables:		
Other than Acceptances	203,056,370.75	341,059,766.26
Total	**203,056,370.75**	**341,059,766.26**

Note 10 Other current liabilities

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
(a) Current maturities of long-term debt (Refer Note (i) below)	132,464,758.64	159,676,039.43
(b) Other payables		
(i) Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)	8,331,886.87	3,997,708.92
(ii) Interest accrued on Trade Payable	-	304,137.00
(iii) Advances from customers	7,507,212.88	5,045,181.76
(iv) Others (Expenses Payable)	15,322,228.57	31,850,213.17
Total	**163,626,086.96**	**200,873,280.28**

Note (i): Current maturities of long-term debt (Refer Notes in Note 5 - Long-term borrowings for details of security and guarantee):

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
(a) Term loans		
From banks		
Secured	99,568,751.64	144,664,811.43
	99,568,751.64	144,664,811.43
From other parties		
Secured	32,896,007.00	15,011,228.00
	32,896,007.00	15,011,228.00
Total	**132,464,758.64**	**159,676,039.43**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 11 Short-term provisions

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
(a) Provision for employee benefits:		
(i) Provision for bonus	7,898,544.00	3,056,756.00
(ii) Provision for gratuity (Refer Note 26)	1,933,726.00	1,787,808.00
(iii) Provision for other employee benefits (Leave Encashment) (Refer Note 26)	1,174,656.00	1,749,556.00
	11,006,926.00	6,594,120.00
(b) Provision - Others:		
(i) Provision for tax (net of advance tax Rs.1,84,13,185.12 (As at 31 March, 2015 Rs.1,32,62,012.29))	4,586,814.88	12,737,987.71
(ii) Provision for proposed equity dividend	9,583,374.50	17,250,074.00
(iii) Provision for tax on proposed dividends	1,950,950.00	3,449,000.00
(iv) Other Current Liabilities :-		
(a) Forward Contract Payable	-	6,410,787.58
(b) Deferred Forward Premium	-	47,310.80
(c) Wealth Tax Payable	-	60,000.00
	16,121,139.38	39,955,160.09
Total	**27,128,065.38**	**46,549,280.09**

Note 12 Fixed Assets

	GROSS BLOCK				ACCUMULATED DEPRECIATION				NET BLOCK	
	Balance as at 1 April, 2015	Additions	Disposals	Balance as at 31st March, 2016	Balance as at 1 April, 2015	Depreciation Charge for the year	On Diposals	Balance as at 31st March, 2016	Balance as at 31st March, 2016	Balance as at 31st March, 2015
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
(i) Tangible Assets										
(a) Land	166,374,072.47	8,834,664.95	-	175,208,737.42	-	-	-	-	175,208,737.42	166,374,072.47
(b) Buildings	102,621,982.00	2,811,888.00	-	105,433,870.00	25,592,524.30	3,311,783.00	-	28,904,307.30	76,529,562.70	77,029,457.70
(c) Plant and Equipments	1,244,326,618.24	94,730,212.16	2,123,182.00	1,336,933,648.40	617,068,124.98	104,938,338.51	1,241,534.00	720,764,929.49	616,168,718.91	627,258,493.26
(d) Furniture and Fixtures	47,751,020.29	2,015,638.14	3,954,711.50	45,811,946.93	11,252,871.57	4,750,864.19	2,157,683.00	13,846,052.76	31,965,894.17	36,498,148.72
(e) Vehicles	26,699,259.02	1,792,925.00	2,338,284.00	26,153,900.02	16,244,888.89	4,771,452.23	2,338,283.00	18,678,058.12	7,475,841.90	10,454,370.13
(f) Office equipment	9,657,253.44	1,320,975.00	-	10,978,228.44	8,728,470.45	780,783.99	-	9,509,254.44	1,468,974.00	928,782.99
Total	1,597,430,205.46	111,506,303.25	8,416,177.50	1,700,520,331.21	678,886,880.19	118,553,221.92	5,737,500.00	791,702,602.11	908,817,729.10	918,543,325.27
Previous Year	1,522,987,304.22	120,140,892.71	45,697,991.47	1,597,430,205.46	595,560,301.58	113,084,466.50	29,598,495.89	679,046,272.19	918,383,933.27	927,427,002.64
(ii) Intangible Assets										
(a) Computer software	3,051,522.00	275,310.00	-	3,326,832.00	1,905,367.00	286,540.00	-	2,191,907.00	1,134,925.00	1,146,155.00
Total	3,051,522.00	275,310.00	-	3,326,832.00	1,905,367.00	286,540.00	-	2,191,907.00	1,134,925.00	1,146,155.00
Previous Year	2,298,670.00	752,852.00	-	3,051,522.00	1,377,754.00	368,221.00	-	1,745,975.00	1,305,547.00	920,916.00
(iii) Capital Work in Progress	-	-	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-	-	-	-
Previous Year	23,243,734.00	25,651,312.50	48,895,046.50	-	-	-	-	-	-	23,243,734.00
Grand Total	1,600,481,727.46	111,781,613.25	8,416,177.50	1,703,847,163.21	680,792,247.19	118,839,761.92	5,737,500.00	793,894,509.11	909,952,654.10	919,689,480.27
Previous Year	1,548,529,708.22	146,545,057.21	94,593,037.97	1,600,481,727.46	596,938,055.58	113,452,687.50	29,598,495.89	680,792,247.19	919,689,480.27	951,591,652.64

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 13 Non-current investments

Particulars	As at 31st March, 2016			As at 31st March, 2015		
	Quoted	Unquoted	Total	Quoted	Unquoted	Total
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Investments (At cost):						
A. Trade						
(a) Investment in equity instruments	-	-	-		-	-
(i) of subsidiaries	-	-	-		-	-
Total - Trade (A)	**-**	**-**	**-**		**-**	**-**
B. Other investments						
(a) Investment in equity instruments						
(i) of other STL Global Limited (50000 Equity Shares fully paid up)	138,500.00	-	138,500.00	138,500.00	-	138,500.00
	138,500.00	-	138,500.00	138,500.00	-	138,500.00
(b) Investment in mutual funds						
(i) SBI Magnum Equity Fund - Dividend (3612.746 Units at Rs.27.68 Each)	100,000.00		100,000.00	100,000.00		100,000.00
(ii) SBI Infrastructure Fund - I - Growth (10000 Units at Rs.10 Each)	100,000.00		100,000.00	100,000.00		100,000.00
(iii) Union KBC Equity Fund Growth (50000 Units at Rs.10 Each)	500,000.00		500,000.00	500,000.00		500,000.00
(iv) Principal Large Cap Fund (747.757 Units at Rs.40.12 Each)	-		-	30,000.00		30,000.00
	700,000.00	-	700,000.00	730,000.00	-	730,000.00
(c) AMD Estates & Developers (P) Ltd. (Refer Note (i) below)		263,057,429.00	263,057,429.00	-	264,886,621.00	264,886,621.00
	-	263,057,429.00	263,057,429.00	-	264,886,621.00	264,886,621.00
Total - Other investments (B)	**838,500.00**	**263,057,429.00**	**263,895,929.00**	**868,500.00**	**264,886,621.00**	**265,755,121.00**
Total (A+B)	**838,500.00**	**263,057,429.00**	**263,895,929.00**	**868,500.00**	**264,886,621.00**	**265,755,121.00**
Less: Provision for diminution in value of investments			5,001.58			5,001.58
Total			**263,890,927.42**			**265,750,119.42**
Aggregate amount of quoted investments			838,500.00			868,500.00
Aggregate amount of unquoted investments			263,057,429.00			264,886,621.00

Note :

(i) Investments represents the amount paid to AMD Estates & Developers Private Limited, a related company, against sharing of revenue in ongoing Commecial Project of the said Related Company at Gurgaon.

Note 14 Long-term loans and advances

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
(a) Capital advances		
Unsecured, considered good	131,168,955.56	136,162,917.36
	131,168,955.56	136,162,917.36
(b) Security deposits		
Unsecured, considered good	30,298,072.00	28,863,563.00
	30,298,072.00	28,863,563.00
(c) Other Loans and Advances		
(i) Advances to suppliers		
Unsecured, considered good	753,511.00	430,422.00
	753,511.00	430,422.00
(ii) Advances recoverable in cash or kind		
Unsecured, considered good	10,940,165.08	9,793,224.08
	10,940,165.08	9,793,224.08
Total	**173,160,703.64**	**175,250,126.44**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 15 Inventories

(At lower of cost or net realisable value)

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
(a) Raw materials	274,273,808.00	293,483,235.00
Goods-in-transit	6,714,255.00	32,320,400.00
	280,988,063.00	325,803,635.00
(b) Work-in-progress (Refer Note below)	29,068,400.00	44,815,264.00
	29,068,400.00	44,815,264.00
(c) Finished goods (other than those acquired for trading)	80,851,200.00	97,110,700.00
	80,851,200.00	97,110,700.00
(d) Stores and spares	34,480,904.00	32,639,472.00
	34,480,904.00	32,639,472.00
(e) Others - Packing Materials	10,073,924.00	13,421,598.00
	10,073,924.00	13,421,598.00
(f) Others - Waste & Scrap	5,040,010.00	6,131,874.00
	5,040,010.00	6,131,874.00
(g) Others - Real Estates	44,181,401.93	44,181,401.93
	44,181,401.93	44,181,401.93
Total	**484,683,902.93**	**564,103,944.93**

Note: Details of inventory of work-in-progress

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
CSD Closures	3,294,300.00	4,011,264.00
Crown Caps	8,611,400.00	16,127,400.00
Job Work (Pet Preform)	17,162,700.00	24,676,600.00
	29,068,400.00	**44,815,264.00**

Note 16 Trade receivables

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
Trade receivables outstanding for a period exceeding six months		
Unsecured, considered good	42,374,594.31	30,528,968.14
Doubtful	790,053.00	790,053.00
	43,164,647.31	31,319,021.14
Less : Provision for Doubtful trade receivables	320,000.00	320,000.00
	42,844,647.31	30,999,021.14
Other Trade receivables		
Unsecured, considered good	**378,898,165.58**	**361,206,972.55**
	378,898,165.58	**361,206,972.55**
Total	**421,742,812.89**	**392,205,993.69**

Note 17 Cash and cash equivalents

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
(a) Cash on hand	132,946.55	223,195.55
(b) Balances with banks		
(i) In current accounts	1,247,942.10	1,256,058.53
(ii) In EEFC accounts	378,128.71	356,797.00
(iii) Balances held as margin money or security	23,360,018.00	41,309,206.00
against borrowings, guarantees and other commitments		
(c) Others - Foreign Currency in Hand	145,766.59	282,242.42
Total	**25,264,801.95**	**43,427,499.50**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 18 Short-term loans and advances

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
(a) Loans and advances to employees		
Unsecured, considered good	1,099,292.00	696,852.00
	1,099,292.00	696,852.00
(b) Prepaid expenses - Unsecured, considered good	2,074,456.50	2,241,411.83
	2,074,456.50	2,241,411.83
(c) Balances with government authorities		
Unsecured, considered good		
(i) CENVAT credit receivable	64,393,858.78	88,489,799.78
(ii) VAT credit receivable	(748,114.52)	(1,407,148.74)
(iii) Service Tax credit receivable	12,312,100.86	11,762,202.76
	75,957,845.12	98,844,853.80
(d) Others (Advances to Suppliers))		
Unsecured, considered good	33,836,025.80	9,544,624.09
	33,836,025.80	9,544,624.09
Total	**112,967,619.42**	**111,327,741.72**

Note 19 Other current assets

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
(a) Accruals		
(i) Interest accrued on deposits	1,399,689.77	1,870,040.86
(b) Others		
(i) Others - (i) Forward Contract Receivables	-	6,612,064.80
(ii) Exports Incentive Receivables	1,720,119.38	3,568,120.04
(iii) AMD Estates & Developers (P) Ltd. (Refer Note (i) below)	53,393,994.00	50,281,662.00
Total	**56,513,803.15**	**62,331,887.70**

Note :

(i) It represents the amount receivable from AMD Estates & Developers Private Limited, a related company, against sharing of revenue in ongoing Commecial Project of the said Subsidiary Company at Gurgaon.

Note 20 Revenue from operations

Particulars	For the year ended 31st March, 2016 Rs.	For the year ended 31st March, 2015 Rs.
(a) Sale of products (Refer Note (i) below)	1,526,292,524.88	1,576,231,193.45
(b) Sale of services (Refer Note (ii) below)	520,084,254.77	439,112,641.75
(c) Other operating revenues (Refer Note (iii) below)	41,686,387.87	41,069,832.95
(d) Revenue from Investments in Real Estate (Refer Note (iv) below)	1,283,140.00	4,111,401.00
	2,089,346,307.52	2,060,525,069.15
Less:		
(e) Excise duty	376,693,907.00	343,466,514.00
Total	**1,712,652,400.52**	**1,717,058,555.15**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note		For the year ended 31st March, 2016 Rs.	For the year ended 31st March, 2015 Rs.
(i)	Sale of products comprises:		
	Manufactured goods		
	Crown Caps	602,625,268.03	660,577,848.00
	CSD Closures	499,865,991.89	575,345,668.00
	Pet - Preforms	423,801,264.96	340,307,677.45
	Total - Sale of manufactured goods	**1,526,292,524.88**	**1,576,231,193.45**
	Traded goods		
	Others	-	-
	Total - Sale of traded goods	**-**	**-**
	Total - Sale of products	**1,526,292,524.88**	**1,576,231,193.45**
(ii)	Sale of services comprises :		
	Jobwork - Pet Preform	520,084,254.77	439,112,641.75
	Total - Sale of services	**520,084,254.77**	**439,112,641.75**
(iii)	Other operating revenues comprise:		
	Sale of scrap	17,055,169.00	22,467,702.00
	Duty drawback and other export incentives	1,373,831.00	4,043,802.00
	Rent Received	1,846,771.00	1,704,515.00
	Others - Discount on Purchase	21,410,616.87	12,853,813.95
	Total - Other operating revenues	**41,686,387.87**	**41,069,832.95**

Note :

(iv) Amount represents the income received from sharing in revenue from AMD Estates & Developers Private Limited, a related company, in ongoing Commercial Project of the said Related Company at Gurgaon.

Note 21 Other income

Note		For the year ended 31st March, 2016 Rs.	For the year ended 31st March, 2015 Rs.
(a)	Interest income (Refer Note (i) below)	2,855,171.48	4,706,814.19
(b)	Dividend income:		
	others	21,676.48	14,450.98
(c)	Other non-operating income (Refer Note (ii) below)	456,857.53	4,617.61
	Total	**3,333,705.49**	**4,725,882.78**

Note		For the year ended 31st March, 2016 Rs.	For the year ended 31st March, 2015 Rs.
(i)	Interest income comprises:		
	Interest from banks on:		
	deposits	2,057,581.48	2,186,404.29
	Interest on loans and advances	797,590.00	2,520,409.90
	Total - Interest income	**2,855,171.48**	**4,706,814.19**
(ii)	Other non-operating income comprises:		
	Miscellaneous income	456,857.53	4,617.61
	Total - Other non-operating income	**456,857.53**	**4,617.61**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 22.a Cost of materials consumed

Particulars	For the year ended 31st March, 2016 Rs.	For the year ended 31st March, 2015 Rs.
Opening stock	**325,803,635.00**	**246,474,510.00**
Add: Purchases	802,478,258.62	1,007,592,880.59
	1,128,281,893.62	**1,254,067,390.59**
Less: Closing stock	**280,988,063.00**	**325,803,635.00**
Cost of material consumed	**847,293,830.62**	**928,263,755.59**
Material consumed comprises:		
Tin Free Sheets	251,506,675.69	290,049,422.16
Polypropylene	169,952,942.12	242,352,944.18
Resin	292,819,028.90	231,842,845.94
Other items (includes Lining Compund, Lacquer, PVC etc.)	133,015,183.91	164,018,543.31
Total	**847,293,830.62**	**928,263,755.59**

Note 22.b Purchase of traded goods

Particulars	For the year ended 31st March, 2016 Rs.	For the year ended 31st March, 2015 Rs.
Others	-	-
Total	-	-

Note 22.c Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For the year ended 31st March, 2016 Rs.	For the year ended 31st March, 2015 Rs.
Inventories at the end of the year:		
Finished goods	80,851,200.00	97,110,700.00
Work-in-progress	29,068,400.00	44,815,264.00
Stock-in-trade - Real Estates	44,181,401.93	44,181,401.93
Stock-in-trade -Waste & Scrap	5,040,010.00	6,131,874.00
	159,141,011.93	**192,239,239.93**
Inventories at the beginning of the year:		
Finished goods	97,110,700.00	99,169,300.00
Work-in-progress	44,815,264.00	26,196,000.00
Stock-in-Trade - Real Estates	44,181,401.93	44,181,401.93
Stock-in-trade -Waste & Scrap	6,131,874.00	12,373,787.00
	192,239,239.93	**181,920,488.93**
Net (increase) / decrease	**33,098,228.00**	**(10,318,751.00)**

Note 23 Employee benefits expense

Particulars	For the year ended 31st March, 2016 Rs.	For the year ended 31st March, 2015 Rs.
Salaries and wages	147,578,976.25	137,123,258.00
Contributions to provident and other funds	4,142,765.00	3,474,564.00
Staff welfare expenses	2,278,378.00	2,030,080.00
Total	**154,000,119.25**	**142,627,902.00**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 24 Finance costs

Particulars		For the year ended 31st March, 2016 Rs.	For the year ended 31st March, 2015 Rs.
(a)	Interest expense on:		
	(i) Borrowings	89,627,988.53	89,278,915.08
	(ii) Trade payables	766,706.16	594,227.02
(b)	Other borrowing costs - Processing Fees	4,865,126.92	6,146,819.00
	Total	**95,259,821.61**	**96,019,961.10**

Note 25 Other expenses

Particulars	For the year ended 31st March, 2016 Rs.	For the year ended 31st March, 2015 Rs.
Business promotion	949,090.43	1,056,678.08
Communication	2,715,926.24	3,062,434.39
Consumption of stores and spare parts	6,934,382.00	8,597,538.00
Consumption of packing materials	67,840,066.77	62,161,614.12
Commission Paid	37,030,437.00	32,808,975.15
Donations and contributions	7,410.00	200,000.00
Freight and forwarding	55,308,739.95	56,016,132.41
Legal and professional	5,565,723.50	5,332,304.00
Net loss on foreign currency transactions (other than considered as finance cost)	942,547.53	(14,531,942.97)
Auditors Remuneration (Refer Note 25 (i) below)	650,000.00	650,000.00
Printing and stationery	1,157,893.00	1,234,005.44
CSR Expenses (Refer Note 25 (ii) below)	1,471,600.00	950,000.00
Power and fuel	139,028,016.13	135,688,485.00
Insurance	4,055,544.30	4,106,585.00
Rates and taxes	2,170,425.00	2,344,914.42
Rent	37,681,970.04	37,496,093.52
Repairs and maintenance - Buildings	5,139,845.21	2,082,559.00
Repairs and maintenance - Machinery	16,693,213.70	18,856,868.53
Repairs and maintenance - Others	4,947,770.99	4,954,300.11
Sales discount	10,581,666.78	7,651,364.97
Travelling and conveyance	15,650,489.17	15,368,253.12
Water	96,571.00	21,251.00
Other expenses	9,250,432.78	13,667,754.55
Total	**425,869,761.52**	**399,776,167.84**

Note 25 (i) Auditors Remuneration includes:

Particulars		For the year ended 31st March, 2016 Rs.	For the year ended 31st March, 2015 Rs.
(i)	Payments to the auditors comprises (net of service tax input credit, where applicable):		
	As auditors - statutory audit	520,000.00	520,000.00
	For taxation audit fees	130,000.00	130,000.00
	Total	**650,000.00**	**650,000.00**

Note : 25 (ii) : Corporate Social Responsibility

Pursuant to provision of section 135 of Companies Act, 2013 read with schedule VII, the company has incurred Rs. 14,71,600.00 (Previous Year Rs 9,50,000.00) on Corporate Social Responsibility.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 26 Disclosures under Accounting Standards

Employee benefit plans

Defined benefit plans

The Company offers the following employee benefit schemes to its employees:

i. Gratuity

ii. Other defined benefit plans (Leave Encashment)

The following table schemes and the amount recognised in the financial statements:

Particulars	For the year ended 31st March, 2016		For the year ended 31st March, 2015	
	Gratuity	Other defined benefit plans (Leave Encashment)	Gratuity	Other defined benefit plans (Leave Encahsment)
Components of employer expense				
Current service cost	1,646,713.00	1,024,805.00	1,533,408.00	899,574.00
Interest cost	652,669.00	329,560.00	625,804.00	364,065.00
Curtailment cost / (credit)	-	-	-	-
Past service cost	-	-	-	-
Actuarial losses/(gains)	(103,453.00)	(371,484.00)	366,094.00	(510,046.00)
Total expense recognised in the Statement of Profit and Loss	**2,195,929.00**	**982,881.00**	**2,525,306.00**	**753,593.00**
Actual contribution and benefit payments for year				
Actual benefit payments	(970,903.00)	(441,348.00)	(1,034,730.00)	(529,179.00)
Actual contributions				
Net asset / (liability) recognised in the Balance Sheet				
Present value of defined benefit obligation	8,367,547.00	4,225,125.00	6,876,971.00	4,000,711.00
Funded status [Surplus / (Deficit)]	1,225,026.00	541,533.00	1,490,576.00	224,414.00
Net asset / (liability) recognised in the Balance Sheet	**9,592,573.00**	**4,766,658.00**	**8,367,547.00**	**4,225,125.00**

Note 26 Disclosures under Accounting Standards

Particulars	For the year ended 31st March, 2016		For the year ended 31st March, 2015	
	Gratuity	Other defined benefit plans (Leave Encashment)	Gratuity	Other defined benefit plans (Leave Encahsment)
Change in defined benefit obligations (DBO) during the year				
Present value of DBO at beginning of the year	8,367,547.00	4,225,125.00	6,876,971.00	4,000,711.00
Current service cost	1,646,713.00	1,024,805.00	1,533,408.00	899,574.00
Interest cost	652,669.00	329,560.00	625,804.00	364,065.00
Curtailment cost / (credit)	-	-	-	-
Actuarial (gains) / losses	(103,453.00)	(371,484.00)	366,094.00	(510,046.00)
Past service cost	-	-	-	-
Benefits paid	(970,903.00)	(441,348.00)	(1,034,730.00)	(529,179.00)
Present value of DBO at the end of the year	**9,592,573.00**	**4,766,658.00**	**8,367,547.00**	**4,225,125.00**
Actuarial assumptions				
Discount rate	7.80%	7.80%	7.80%	7.80%
Salary escalation	7.50%	7.50%	7.50%	7.50%

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 27 Disclosures under Accounting Standards

Segment information **Particulars**

The Company has identified business segments as its primary segment and geographic segments as its secondary segment. Business segments are primarily Packaging and Real Estate. Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reportable segment have been allocated on the basis of associated revenues of the segment and manpower efforts. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. Fixed assets that are used interchangeably amongst segments are not allocated to primary and secondary segments. Geographical revenues are allocated based on the location of the customer. Geographic segments of the Company are India and Others.

Particulars	For the year ended 31st March, 2016			
	Business segments		Eliminations	Total
	PACKAGING	REAL ESTATE		
	Rs.	Rs.	Rs.	Rs.
Revenue	1,709,522,489.52	3,129,911.00	-	1,712,652,400.52
	(1,711,242,639.15)	(5,815,916.00)	(-)	(1,717,058,555.15)
Inter-segment revenue	-	-	-	-
	(-)	(-)	(-)	(-)
Total	1,709,522,489.52	3,129,911.00	-	1,712,652,400.52
	(1,711,242,639.15)	(5,815,916.00)	(-)	(1,717,058,555.15)
Segment result	44,816,757.58	-4,316,741.98	-	40,500,015.60
	(67,818,373.45)	(-3861291.47)	(-)	(63,957,081.98)
Unallocable expenses (net)				-
				(-)
Operating income				40,500,015.60
				(63,957,081.98)
Other income (net)				3,333,705.49
				(4,725,882.78)
Profit before taxes				43,833,721.09
				(68,682,964.76)
Tax expense				16,940,719.00
				(15,029,143.00)
Net profit for the year				26,893,002.09
				(53,653,821.76)

Note 27 Disclosures under Accounting Standards

Particulars	For the year ended 31st March, 2016		
	Business segments		Total
	PACKAGING	REAL ESTATE	
	Rs.	Rs.	Rs.
Segment assets	2,087,544,400.57	360,632,824.93	2,448,177,225.50
	(2,174,737,108.74)	(359,349,684.93)	(2,534,086,793.67)
Unallocable assets	-	-	-
	(-)	(-)	(-)
Total assets	2,087,544,400.57	360,632,824.93	2,448,177,225.50
	(2,174,737,108.74)	(359,349,684.93)	(2,534,086,793.67)
Segment liabilities	2,393,577,225.50	54,600,000.00	2,448,177,225.50
	(2,507,980,212.04)	(26,106,581.63)	(2,534,086,793.67)
Unallocable liabilities	-	-	-
	(-)	(-)	(-)
Total liabilities	2,393,577,225.50	54,600,000.00	2,448,177,225.50
	(2,507,980,212.04)	(26,106,581.63)	(2,534,086,793.67)
Other information			
Capital expenditure (allocable)	111,781,613.25	-	111,781,613.25
	(97,650,010.71)	(-)	(97,650,010.71)
Depreciation and amortisation (allocable)	118,839,761.92	-	118,839,761.92
	(113,452,687.50)	(-)	(113,452,687.50)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 27 Disclosures under Accounting Standards

Particulars

The geographic segments individually contributing 10 percent or more of the Company's revenues and segment assets are shown separately:

Geographic Segment	Revenues For the year ended 31 March, 2016	Segment assets As at 31 March, 2015
	Rs.	Rs.
India	1,609,270,510.37	2,448,177,225.50
	(1,617,408,795.15)	(2,534,086,793.67)
Others	103,381,890.15	-
	(99,649,760.00)	(-)

Note: Figures in bracket relates to the previous year

Note 28 Related Party disclosure

As required by Accounting Standard - 18, "Related Party Disclosures"issued by the Institute of Chartered Accountants of India, relevant information is provided here below:

28.1 Related parties with whom transactions have taken place during the year:

Name	Relationship
Sh. H S Gupta	Key Managerial Personnnel
Sh. Ashok Gupta	Key Managerial Personnnel
Sh. Adit Gupta	Key Managerial Personnnel
Mrs. Chitra Gupta	Key Managerial Personnnel's relative
Ms. Vidhi Gupta	Key Managerial Personnnel's relative
Ms. Mamta Gupta	Key Managerial Personnnel's relative
Ashoka Productions and Communications Private Limited	Company in which KMP / Relatives of KMP can exercise significant influence
Kadam Trees Properties Private Limited	Company in which KMP / Relatives of KMP can exercise significant influence
AMD Estates & Developers Private Limited	Company in which KMP / Relatives of KMP can exercise significant influence
Ashok Sons (HUF)	Company in which KMP / Relatives of KMP can exercise significant influence

28.2 Followings are the details of the transactions with the related party:

Nature of transaction	Related Parties	Amount in Rs.
Salaries, Allowance & Perquisites	Key Managerial Personnnel	36,000,000.00
		(36,000,000.00)
Salaries, Allowance & Perquisites	Key Managerial Personnnel's relative	2,866,800.00
		(2,400,000.00)
Rent Paid	Company in which KMP / Relatives of KMP can exercise significant influence	-
		(4,158,000.00)
Rent Paid	Key Managerial Personnnel	9,563,400.00
		(9,128,700.00)
Rent Paid	Key Managerial Personnnel's relative	7,854,000.00
		(7,497,000.00)
Interest paid	Company in which KMP / Relatives of KMP can exercise significant influence	-
		-
Interest paid	Key Managerial Personnnel	3,897,342.00
		(7,965,626.00)
Interest Income	Company in which KMP / Relatives of KMP can exercise significant influence	-
		-
Revenue from Investments in Real Estates	Company in which KMP / Relatives of KMP can exercise significant influence	1,283,140.00
		(4,111,401.00)
Repayment of Unsecured Loans	Key Managerial Personnnel	50,279,585.00
		(125,464,925.00)
Repayment of Unsecured Loans	Company in which KMP / Relatives of KMP can exercise significant influence	-
		(20,046,754.68)
Unsecured Loans Received	Key Managerial Personnnel	31,397,342.00
		(125,179,319.00)
Unsecured Loans Received	Company in which KMP / Relatives of KMP can exercise significant influence	-
		-
Loans & Advance given	Company in which KMP / Relatives of KMP can exercise significant influence	-
		-
Loans & Advance received	Company in which KMP / Relatives of KMP can exercise significant influence	-
		(3,526,572.00)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

28.3 Disclosure of Material Transactions:

Particulars	Current Year	Previous Year
Salaries, Allowance & Perquisite		
Sh. H S Gupta (Chairman)	12,000,000.00	12,000,000.00
Sh. Ashok Gupta (Vice Chairman)	12,000,000.00	12,000,000.00
Sh. Adit Gupta (Managing Director)	12,000,000.00	12,000,000.00
Salaries, Allowance & Perquisite		
Ms. Vidhi Gupta	1,433,400.00	1,200,000.00
Ms. Mamta Gupta	1,433,400.00	1,200,000.00
Rent Paid		
Kadam Trees Properties Private Limited	-	4,158,000.00
Sh. Adit Gupta (Managing Director)	9,563,400.00	9,128,700.00
Mrs. Chitra Gupta	5,874,000.00	5,607,000.00
Ashok Sons (HUF)	1,980,000.00	1,890,000.00
Interest Paid		
Ashoka Productions and Communications Private Limited	-	-
Sh. H S Gupta (Chairman)	-	1,724,123.00
Sh. Ashok Gupta (Vice Chairman)	1,279,500.00	5,334,399.00
Sh. Adit Gupta (Managing Director)	2,617,842.00	907,104.00
Interest Income		
AMD Estates & Developers Private Limited	-	-
Revenue from Investments in Real Estates		
AMD Estates & Developers Private Limited	1,283,140.00	4,111,401.00
Repayment of Unsecured Loans		
Ashoka Productions and Communications Private Limited	-	20,046,754.68
Sh. H S Gupta (Chairman)	-	39,631,381.00
Sh. Ashok Gupta (Vice Chairman)	26,017,800.00	57,523,432.00
Sh. Adit Gupta (Managing Director)	24,261,785.00	28,310,112.00
Unsecured Loans Received		
Ashoka Productions and Communications Private Limited	-	-
Sh. H S Gupta (Chairman)	-	26,093,011.00
Sh. Ashok Gupta (Vice Chairman)	9,779,500.00	50,434,399.00
Sh. Adit Gupta (Managing Director)	21,617,842.00	48,651,909.00
Loans & Advance received		
AMD Estates & Developers Private Limited	-	3,526,572.00

Note 29 Disclosures under Accounting Standards

Basic and diluted earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The company has not issued any potential equity shares, accordingly, basic and diluted earning per share are the same.

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
Earnings per share		
(a) Profit after taxation and exceptional items	26,893,002.09	53,653,821.76
(b) Weighted average number of shares outstanding during the year	19,166,749.00	19,166,749.00
(c) Nominal Value per Share	10.00	10.00
(d) Basic and Diluted earning per share	1.40	2.80

Note 30 Disclosures under Accounting Standards

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
Deferred tax (liability) / asset		
Tax effect of items constituting deferred tax liability		
On difference between book balance and tax balance of fixed assets	73,235,820.00	80,628,798.00
Tax effect of items constituting deferred tax liability	73,235,820.00	80,628,798.00
Tax effect of items constituting deferred tax assets		
Provision for compensated absences, gratuity and other employee benefits	584,077.00	483,617.00
On items included in Reserves and surplus pending amortisation into the Statement of Profit and Loss	-	-
Tax effect of items constituting deferred tax assets	584,077.00	483,617.00
Net deferred tax (liability) / asset	(72,651,743.00)	(80,145,181.00)
Less: Provisions made in earlier years	80,145,181.00	87,822,362.00
Provisions/(Written back for the Year)	(7,493,438.00)	(7,677,181.00)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 31 Disclosures under Accounting Standards

Particulars	As at 1st April, 2015	Additions	Utilisation	Reversal (withdrawn as no longer required)	As at 31st March, 2016
	Rs.	Rs.	Rs.	Rs.	Rs.
Provision for other contingencies:					
(i) Sales Tax Demand for the Year 1999-2000 to 2006-2007	4,100,000.00	-	-	-	4,100,000.00
	(4,100,000.00)	-	-	-	(4,100,000.00)
(ii) Entry Tax for the Year 2004-2005 and 2005-2006	1,900,000.00	-	-	-	1,900,000.00
	(1,900,000.00)	-	-	-	(1,900,000.00)
Total	6,000,000.00	-	-	-	6,000,000.00
	(6,000,000.00)	-	-	-	(6,000,000.00)

Note: - Figures in brackets relate to the previous year.

Note 32 Additional information to the financial statements

Particulars	As at 31st March, 2016 Rs.	As at 31st March, 2015 Rs.
32.1 Contingent liabilities and commitments (to the extent not provided for)		
(i) Contingent liabilities		
(a) Claims against the Company not acknowledged as debt	Nil	Nil
(b) Guarantees - Corporate Guarantee for related Company i.e. AMD Estates and Developers Private Limited	50,000,000.00	230,000,000.00
(c) Other money for which the Company is contingently liable against pending legal cases		
- Sales Tax Matters	4,642,213.00	4,642,213.00
- Entry Tax Matters	6,456,690.00	3,284,673.00
- Excise Matters	271,360.00	2,897,299.00
- Labour Dispute	200,000.00	200,000.00
	11,570,263.00	**11,024,185.00**
(d) Bonus Provision F.Y. 2014-15 - As per amendment in The Payment of Bonus (Amendment) Act, 2015 vide notification no. 6 dated 1st January 2016, the Company needs to make provision for the F.Y. 2014-15 since this amendment is effective retrospectively but the Company has not made provisions in the books of accounts because of stay granted by various High Courts to the retrospective effects of the said notification to be applicable w.e.f. 01.04.2014.	2,666,435.00	-
(e) Other money for which the Company is contingently liable against show cause notices"		
- Excise Matters	28,740,463.00	-
- Service Tax Matters	4,509,675.00	-
	33,250,138.00	**-**

32.2 The Company has not received any Memorandum, (as required to be filed by the supplier which are registered with the Notified Authority under the provisions of the Micro, Small & Medium Enterprises Development Act, 2006) claiming their status as on 31st March 2016 as Micro, Small and Medium Enterprise. Consequently, interest paid/payable to these parties during the year is NIL.

32.3 Disclosure as per Clause 32 of the Listing Agreements / listing regulations 2015 with the Stock Exchanges

Loans and advances in the nature of loans given to subsidiaries without any specific repayment schedule (Refer Note 33):

32.4 Details on derivatives instruments and unhedged foreign currency exposures

Particulars				
I.	The following derivative positions are open as at 31 March, 2016. These transactions have been undertaken to act as economic hedges for the Company's exposures to various risks in foreign exchange markets and may / may not qualify or be designated as hedging instruments.			
(a)	Forward exchange contracts and options [being derivative instruments], which are not intended for trading or speculative purposes but for hedge purposes to establish the amount of reporting currency required or available at the settlement date of certain payables and receivables.			
(i)	Outstanding forward exchange contracts entered into by the Company as on 31 March, 2016			
	Currency	**Buy / Sell**	**Amount**	**Cross currency**
	USD	Buy	-	Rupees
	USD	Buy	(-)	Rupees
	USD	Sell	-	Rupees
	USD	Sell	(-)	Rupees
	EURO	Buy	-	Rupees
	EURO	Buy	(94,960.00)	Rupees
	EURO	Sell	-	Rupees
	EURO	Sell	(-)	Rupees
	Note: Figures in brackets relate to the previous year			

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

II. The year-end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below:

As at 31st March, 2016		As at 31st March, 2015	
Receivable/ (Payable)	Receivable/ (Payable) in Foreign currency	Receivable/ (Payable)	Receivable/ (Payable) in Foreign currency
Rs.	(indicate amount with currency)	Rs.	(indicate amount with currency)
38224170.17	USD 576247.54	43,234,313.36	USD 690745.51
Nil	EURO Nil	Nil	EURO Nil
(58545224.98)	(USD 882597.09)	(157020642.75)	(USD 2508685.64)
(4244773.48)	(EURO 56525)	(24405433.76)	(EURO 361506.28)

Note 32 Additional information to the financial statements

Note	Particulars		
32.5	**Value of imports calculated on CIF basis :**	**As at 3 1st March, 2016 Rs.**	**As at 31st March, 2015 Rs.**
	Raw materials	373,610,237.73	599,087,276.80
	Spare parts	3,167,855.47	8,983,345.51
	Capital goods	13,417,689.55	46,519,172.84
32.6	**Expenditure in foreign currency :**	**As at 31st March, 2016 Rs.**	**As at 31st March, 2015 Rs.**
	Commission	-	530,091.90
	Others (Travelling Expenses etc)	585,461.97	826,072.89
32.7	**Details of consumption of imported and indigenous items**	**For the year ended 31 March, 2015**	
	Imported		
	Raw materials	379,644,526.54	44.81
		(502,306,709.12)	(54.11)
	Total	**379,644,526.54**	**44.81**
		(502,306,709.12)	(54.11)
	Indigenous		
	Raw materials	467,649,304.08	55.19
		(425,957,046.47)	(45.89)
	Total	**467,649,304.08**	**55.19**
		(425,957,046.47)	(45.89)
	Note: Figures / percentages in brackets relates to the previous year		
32.8	**Earnings in foreign exchange:**	**As at 31st March, 2016 Rs.**	**As at 31st March, 2015 Rs.**
	Export of goods calculated on FOB basis	103,381,890.15	99,649,760.00
32.9	**Dividend** Borad of Directors have proposed Dividend of Rs. 0.50 Per share on Paid up Share capital of 19166749 equity shares. The distribution of the Dividend is subject to approval by the shareholders.		

As per our report of even date attached
For Suresh & Associates
FRN No. 003316N
Chartered Accountants

(CA Narendra Kumar Arora)
Partner
Membership No.088256

Place : New Delhi
Date : 26.05.2016

For and on behalf of the Board of Directors

(Adit Gupta)
Managing Director
DIN - 00238784

(Ashok Gupta)
Vice - Chairman
DIN - 00031630

(Prabir Mukhopadhyay)
CFO

(Radha Shakti Garg)
Company Secretary

An effort towards Corporate Social Responsibility :

KESHAV MADHAV SARASWATI VIDHYA MANDIR, KAKORE (G.B. NAGAR)

Shakuntala Gupta Trust, a Registered Charitable Trust founded by Mr. Harswroop Gupta, Chairman of the Company, runs a school in the name of "Keshav Madhav Saraswati Vidhya Mandir" at Village Kakore, Distt Gautam Budh Nagar, Uttar Pradesh. The school is CBSE affiliated and is upto 12th standard. There are 1152 students in this school. This school is spreading the light of education for nearly 85 villages. The school has affiliation of NCC , N.S.S. Scouts and Guides. It was the second time when 15 school students participated in SGFI competition in Jet Kune Do and Kick boxing and got 1 gold and 06 silver medals.. Many activities are organized during the year viz. Campaigning of cleanliness in Fathepur by school students, Plantation on school level, Cultural program and sports week, Health check-up camp organised by Kailash Hospital Jewar, the survey of water conservation in two village, World Yoga Divas celebrated on 21st June etc. For smooth and proper studies of the students, two new rooms with one convenience room are being constructed. This year the school has 100% passed result for the class 10th in which 10 students got 10 CGPA.

AMD Industries Limited

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