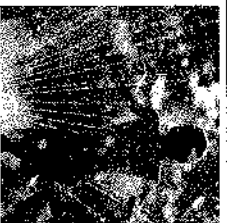




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**RUNGTA  
IRRIGATION  
LTD.**



**Annual Report**

2015-2016

**BOARD OF DIRECTORS**

Shri M. P. Rungta	:	Chairman Cum Managing Director
Shri N. Krishnamurthy	:	Joint Managing Director
Ms. Priya Rungta	:	Non-Executive Director
Shri Tarun Kumar Megotia	:	Whole Time Director
Shri Devanand Mishra	:	Independent Director
Shri S. K. Poddar	:	Independent Director
Shri Vikash Kumar Megotia	:	Independent Director
Shri Anuj Kumar Singh	:	Independent Director
Shri Binod Kumar Aggarwal	:	Independent Director
Shri Ajay Sharma Kumar	:	Non-Executive Director

**COMPANY SECRETARY**

Ms. Pooja Juneja

**AUDITORS**

M/s Andros & Co.  
Chartered Accountants  
304, Mohan Tower,  
1-Community Centre  
Wazirpur Industrial Area  
Delhi-110052

**BANKERS**

Allahabad Bank  
Industrial Finance Branch  
New Delhi  
HDFC Bank Ltd.  
Old Rajinder Nagar Mkt.  
New Delhi

**REGISTERED OFFICE**

101, Pragati Tower,  
26, Rajendra Place  
New Delhi-110008

**ZONAL OFFICE**

Plot No. B-7  
Electronic Complex  
Kushaiguda,  
Hyderabad  
Andhra Pradesh

**WORKS:**

UNIT-1  
C-165, Industrial Area  
Bulandshahar Road,  
Ghaziabad (U.P)

UNIT-2  
Village Advipolam  
Distt. Yanam  
Pondicherry-533464

**REGISTRAR & TRANSFER AGENT**

M/s Beetal Financial & Computer Services Pvt. Ltd.  
Beetal House, IIrd Floor, 99, Madangir,  
Behind Local Shopping Centre,  
Near Dada Harsukhdass Mandir, New Delhi-110062



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**RUNGTA IRRIGATION LIMITED**

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## NOTICE

Notice is hereby given that the 32nd Annual General Meeting of the Members of M/s RUNGTA IRRIGATION LIMITED will be held on Friday, the 30th day of September, 2016 at 10:00 A.M. at The Executive Club, 439, Village Shahoorpur, P.O., Fatehpur Beri, New Delhi - 110030, to transact the following businesses:

**Ordinary Business:**

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2016 and Profit and Loss Account for the year ended on that date together with the Schedule thereon, cash flow statement, along with Reports of the Auditors and Directors thereon.
2. To appoint a Director in place of Mr. Ajay Kumar Sharma (DIN: 06952780), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Ms. Priya Rungta (DIN: 00234715), who retires by rotation and being eligible, offers herself for re-appointment.
4. To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:-

**"RESOLVED THAT** pursuant to the provision of section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014 (including any Statutory modification(s) or re-appointment thereof, for the time being in force), M/s. Manraj & Co., Chartered Accountants, New Delhi (Registration No.: 006936N), be and are hereby appointed as the Statutory Auditors of the company to fill the vacancy caused by the resignation of M/s. Andros & Co., Chartered Accountants, New Delhi from the conclusion of this meeting upto the conclusion of next Annual General Meeting."

**"RESOLVED FURTHER THAT** the Auditors be paid for the financial year 2016-2017 such remuneration as may be mutually agreed upon between the Board of Directors and the Auditors plus reimbursement of out-of-pocket, travelling & living expenses."

**Special Business:**

5. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as an Ordinary Resolution:  
**"RESOLVED THAT** Pursuant to the provisions of section 161, 152 and any Other applicable provisions, if any, of the Companies Act, 2013 (including any Statutory modification(s) or re-appointment thereof, for the time being in force), Mr. Ramesh Behari Mathur who was appointed as the additional director of the company in the meeting of the Board of Directors held on 6th August, 2016 and whose term expires at the ensuing Annual General Meeting of the Company and for the appointment of whom a company has received a notice in writing proposing his candidature for the office of the director be and is hereby appointed as the director of the Company."
6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution for the regularization of Additional Director, Ms. Priya Rungta:- **"RESOLVED THAT** Ms. Priya Rungta, who was appointed as an Additional Director of the company with effect from March 28, 2016 on the Board of the company as per the provisions of sub-section(1) of section 161 and other applicable provisions, if any of the Companies Act, 2013 and who holds the office upto the date of this Annual General Meeting and in respect of whom a notice has been received in writing, under Section 160 of the Companies Act, 2013 along with requisite deposit, proposing her candidature for the office of a Director, be and is hereby appointed as the Director of the company."
7. To consider and if thought fit, to pass with or without modification(s), the Following resolution as an ordinary resolution for the regularization of Additional Director, Mr. Ajay Kumar Sharma:-  
**"RESOLVED THAT** Mr. Ajay Kumar Sharma, who was appointed as an Additional Director of the company with effect from March 28, 2016 on the Board of the company as per the provisions of sub-section(1) of section 161 and other applicable provisions, if any of the Companies Act, 2013 and who holds the office upto the date of this Annual General Meeting and in respect of whom a notice has been received in writing, under Section 160 of the Companies Act, 2013 along with requisite deposit, proposing his candidature for the office of a Director, be and is hereby appointed as the Director of the company."
8. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as an Ordinary Resolution:

**"RESOLVED THAT** Pursuant to the provision of section 148 and other applicable provisions of the Companies Act, 2013, if any, and Companies (Audit & Auditors) Rules, 2014, S. Shekhar & Co. Cost Accountants, Delhi



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**RUNGTA IRRIGATION LIMITED**

(having Registration No. 000452) appointed as cost auditor of the company by the board of directors at their respective board meeting held on 20th May, 2016, to conduct the audit of cost record maintained by the company for the financial year ended on 31st March, 2017, be paid a remuneration of Rs. 20000/-

For and on Behalf of the Board  
For Rungta Irrigation Ltd.

Date : 09th August 2016

Place: New Delhi

-Sd/-  
(M.P.RUNGTA)  
Chairman cum Managing Director

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED WITH THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR COMMENCEMENT OF THE MEETING.
2. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.
3. Members/Proxies attending the meeting are requested to bring the attendance slips duly filled in for attending the Meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 26th September, 2016 to 30th September, 2016 (both days Inclusive) for the purpose of the AGM.
5. Members are requested to notify any change in their address/mandate/ bank details immediately to the share transfer Agent of the Company.
6. The relative explanatory statements pursuant to section 102 of the Companies Act, 2013 in respect of the business under Item No. 4 to 8 above, are annexed hereto.
7. The information required to be provided under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 by the Company regarding the Directors proposed to be reappointed is given in the report on Corporate Governance, which is enclosed with the Directors' Report.
8. Equity Shares of the Company are available for dematerialization both with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).
9. Members desiring any information as regards the Accounts are requested to write to the Company at least 10 days prior to the date of meeting so as to enable the management to keep the information ready.
10. In line with measures of Green Initiative taken by the Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively) and Companies Act, 2013 also provides for sending notice of the meeting and other shareholder correspondences through electronic mode. Members holding shares in physical mode are requested to register their e-mail ID's with Registrar and share transfer agent (RTA) of the company and Members holding shares in demat mode are requested to register their e-mail ID's with their respective Depository Participants (DPs).
11. **VOTING THROUGH ELECTRONIC MEANS**
  - 1.) Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote by electronic means. As an alternative to vote physically at the AGM, and the business may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL)
  - ii.) Similarly, members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for e-voting. However, in case Members cast their vote exercising both the options, i.e. physically and e-voting, then votes casted through e-voting shall only be taken into consideration and treated valid whereas votes casted physically at the meeting shall be treated as invalid. The instructions

for e-voting are as under. Members are requested to follow the instructions given below to cast their vote through e-voting:

**The instructions for members for voting electronically are as under:-**

**1. In case of members receiving e-mail:-**

- i) The voting period begins on **September 27, 2016 at 10:00 A.M.** and ends on **September 29, 2016 at 5:00 P.M.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date (record date) of September 23, 2016**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii) The shareholders should Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting time.
- iii) Click on "Shareholders" tab.
- iv) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- v) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi) Next enter the Image Verification as displayed and Click on Login.
- vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of the company, then your existing password is to be used.
- viii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN*	<ul style="list-style-type: none"> <li>• Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</li> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA000000001 in the PAN field.</li> </ul>
DOB#	<ul style="list-style-type: none"> <li>• Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</li> </ul>
Dividend Bank Details#	<ul style="list-style-type: none"> <li>• Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</li> <li>• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- ix) After entering these details appropriately, click on "SUBMIT" tab.
- x) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii) Click on the EVSN for the relevant "Rungta Irigation Limited" on which you choose to vote.
- xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.





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- xvi) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xvii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xviii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix) Note for Institutional shareholders.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporate.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in the favour of Custodian, if any, in PDF format in the system for the scrutinizer to verify the same. In case of members receiving the physical copy.
2. Please follow all steps from sl. no. (i) to sl. no. (xvii) Above to cast vote.
- (A) The voting period begins on September 27, 2016 at 10.00 A.M. and ends on September 29, 2016 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting there after.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
11. Institutional Members / Bodless Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(s) who are authorized to vote through e-mail at [evoting.pdrandar@outlook.com](mailto:evoting.pdrandar@outlook.com) with a copy marked to help desk. [evoting@cdslindia.com](mailto:evoting@cdslindia.com) on or before 27th September, 2016 up to 6:00 pm without which the vote shall not be treated as valid.
12. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 23rd September, 2016.
13. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on or before 30th August, 2016.
14. The shareholders shall have one vote per equity share held by them as on the cut-off date (record date) of 23rd September, 2016. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
15. Ms. Sweeny Gulati, Company Secretary (Membership No. 29367) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in presence of at least two witnesses not in the employment of the company and make, not later than three days of conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the chairman or a person authorized by him in writing who shall countersign the same.
16. The results shall be declared on or after the AGM of the Company. The results declared along with the Scrutinizer's Report shall be placed on the website of CDSL and website of Rungta Irrigation Limited not later than 3 days (Earlier 2 days) from the conclusion of the General meeting of the Company and will be communicated to The Bombay Stock Exchange (BSE).

**Explanatory Statement pursuant to section 102 of the Companies Act, 2013.**

**Item No. 4**

M/s. Andros & Co., Chartered Accountants, Auditors of the Company has shown their unwillingness to continue as Auditors of the company and has submitted their resignation for the same.

The Board has recommended M/s. Mamraj & Co., Chartered Accountants, New Delhi to be the new Statutory Auditors of the company who have provided written certificate under the provisions of section 139 of the Companies Act, 2013.

As required under section 139 of the Companies Act, 2013, certificates have been received from them to the effect that their appointment, if made, will be in accordance with the limits specified under the act.

None of the Directors of the Company are, in any way, concerned or interested in this resolution.

**Item No. 5**

Mr. Ramesh Behari Mathur was appointed as the additional Independent director of the company under the provisions of section 161, 152, 149 and other applicable provisions of the Companies Act, 2013 who shall hold the office till the ensuing Annual General Meeting.

The Board has recommended to regularize Mr. Ramesh Behari Mathur as the Director of the company in this Annual General Meeting as per the provisions of the section 161 of the Companies Act, 2013.

**Item No. 6 & 7**

Ms. Priya Rungta and Mr. Ajay Kumar Sharma were appointed as the Additional Directors w.e.f. March 28, 2016 in accordance with the provisions of Section 161 and other applicable provisions if any, of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013 the above directors holds office up to the date of the ensuing Annual General Meeting. In this regard the Company has received a notice in writing proposing their candidature for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of Ms. Priya Rungta and Mr. Ajay Kumar Sharma on the Board is desirable and would be beneficial to the company and hence recommend resolutions for adoption.

None of the Directors and Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the said resolution.

The Board recommends resolutions to be passed as an ordinary resolution.

**Item No. 8**

The Board has recommended M/s. S. Shekhar & Co. Cost accountants, Delhi (having Registration No. 0000452) to be appointed as the Cost Auditors of the company at their respective Board Meeting held on 20<sup>th</sup> May, 2016 to conduct the audit of the cost records maintained by the company for the financial year ended on 31<sup>st</sup> march, 2017. None of the Directors of the Company are, in any way, concerned or interested in this resolution.

**Date: 06th August, 2016**

**Place: New Delhi**

For and on behalf of the Board  
**For Rungta Irrigation Limited**

**Sd/-**  
**(M.P. RUNGTA)**  
**Chairman cum Managing Director**





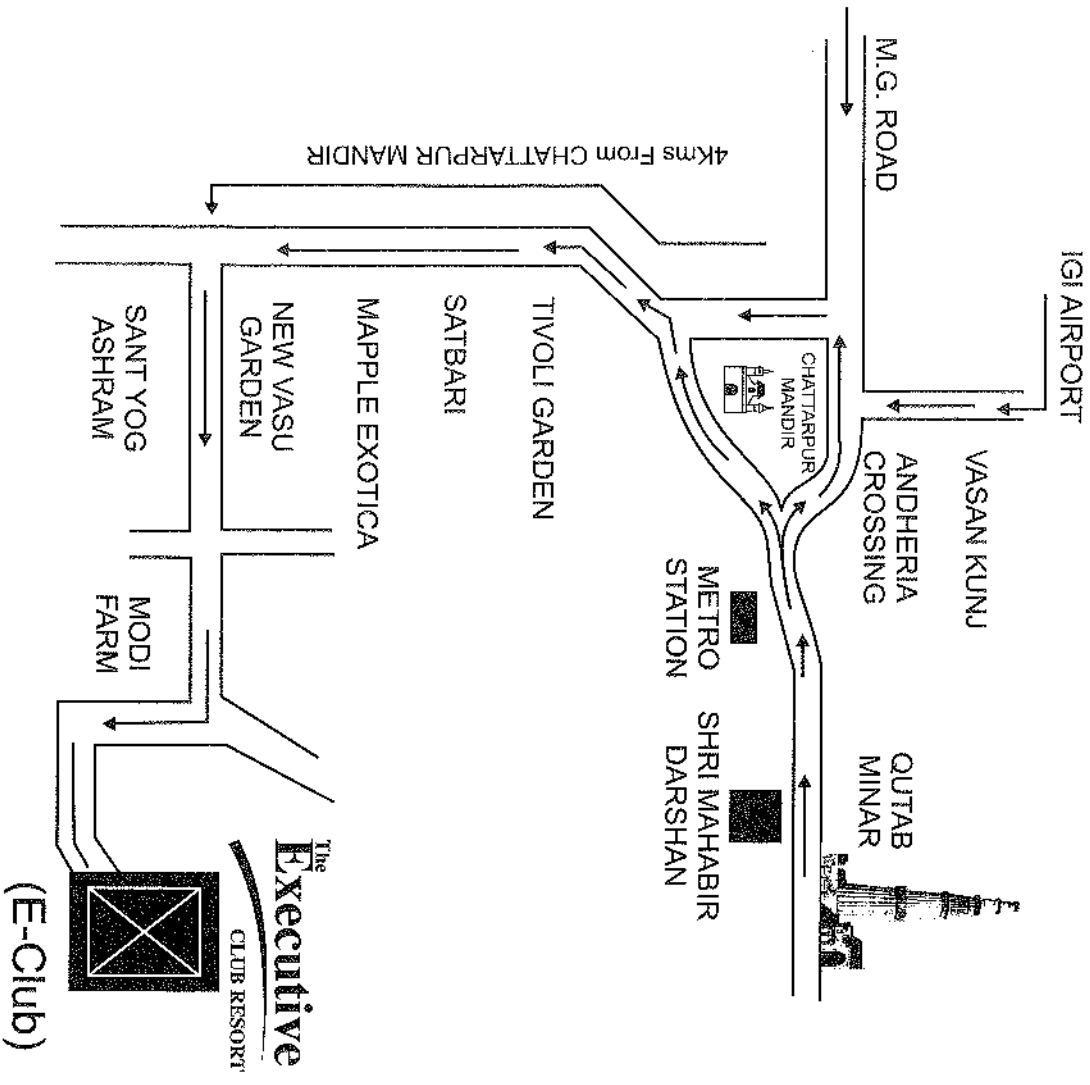


Route map to the venue of the 32nd AGM of Rungta Irrigation Limited

# The Executive

**CLUB RESORT**

*Where hospitality is incomparable*



**A unit of Dolly Farms and Resorts Private Ltd.**



## BOARD REPORT

To  
The Members,

Your Directors are pleased in submitting their 32nd Annual Report of your Company together with the Audited Statements of Accounts for the year ended 31st March, 2016.

**REVIEW OF PERFORMANCE**

Financial Results of the Company for the year under review along with previous year's Figures are given hereunder:

Particulars	(Amount in Lacs)	
	Financial Year ended 31st March, 2015	Financial Year ended 31st March, 2015
Total Income	6702.96	6716.81
Profit/Loss (before Dep. & Tax )	320.78	386.86
Depreciation	110.78	140.00
Profit before Tax	210.00	246.86
Less: Provision for Tax	60.00	49.40
Add/(Less): Provision for Tax for earlier Years	-	-
Add/(less): Deferred Tax Liability (Net)	(17.35)	15.17
Profit after Tax	132.65	212.63
Prior period Adjustment	-	-
Net Profit	132.65	212.63
Balance Brought forward from previous years	678.69	466.06
Balance available for Appropriation	811.34	678.69
Less: Proposed Dividend	-	-
Less: Tax on Proposed Dividend	-	-
Less: Tax on Propose Dividend relating to earlier years written back	-	-
Transfer to General Reserve	-	-
Balance Carried forward	811.34	678.69

**OPERATIONAL AND FINANCIAL OVERVIEW**

The Sales turnover for the year under review was Rs. 6702.96 Lacs as compared to Rs. 6716.81 Lacs for the previous year. The company was able to earn a profit after tax for the year under review of Rs. 132.65 Lacs as against a profit of Rs. 212.63 Lacs for the previous year.

**DIVIDEND**

The Board of Directors of your Company has decided to Retain and Plough Back the Profit into the Business of the Company, thus no dividend is being recommended for this year.

**TRANSFER TO RESERVES**

The company has decided not to transfer any amount towards reserve.

**TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

Since there is no unpaid/unclaimed Dividend declared and paid last year, the provision of section 125 of the Companies Act, 2013 do not apply.

**MATERIAL CHANGES**

Save as mentioned elsewhere in this report, No material changes and commitments affecting the financial position of the Company occurred Between the end of the Financial Year to which this Financial Statement relate and the Date of this Report.

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The Management Discussion and Analysis Report for the year under review, as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is attached as Annexure "A" forming part of this report.

**REPORT ON CORPORATE GOVERNANCE**

Your Company believes in sound practices of good Corporate Governance. Transparency, Accountability and Responsibility are the fundamental guiding principles for all the decisions, transactions and policy matters of the Company. A report on Corporate Governance along with a certificate from the Statutory Auditors of the company regarding compliance of conditions of Corporate Governance as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached as Annexure "B" and Annexure "C" forming part of this report.

**SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES.**

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

**DIRECTORS RESPONSIBILITY STATEMENT**

The Board acknowledges the responsibility for ensuring compliance with the provisions of clause (c) of sub section (3) of Section 134 of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and state that:

- a) In the preparation of the annual accounts for the year ended 31st March, 2016, the applicable accounting standards had been followed along with the proper explanation relating to material departures;
- b) The Directors had selected such Accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors had prepared the annual accounts on a going concern basis;
- e) The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) The Directors had devised the proper systems to ensure compliance with the provisions of all the applicable laws and that such systems were adequate and operating effectively.

**DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Mr. Ajay Kumar Sharma and Ms. Priya Rungta were appointed as the Additional Director of the Company by the Board of Directors at their respective meeting held on 28th March, 2016.

However due to preoccupation, Ms. Shruti Rungta, whole time director of the company had resigned from the directorship of the company on 28th March, 2016.

Mr. Samrat Jain, Non executive Director of the company ceased to be the Director of the company w.e.f. 15th January, 2016.

At the last Annual General Meeting, Mr. Binod Kumar Agrawal was appointed as the Independent Director of the company w.e.f. 19th May, 2015.

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the company, Mr. Ajay Kumar Sharma & Ms. Priya Rungta are liable to retire by rotation and being eligible offers themselves for re-appointment. Your Board recommends their re-appointment.

During the year, your company had total 6 (Six) Key Managerial Personnel, namely Shri. Mahabir Prasad Rungta, Chairman Cum Managing Director, Shri. Krishna Murthy Nagarur, Joint Managing Director, Mr. Tarun Kumar Megota, Wholetime Director, Ms. Shruti Rungta, Wholetime Director, Shri Bajrang Singh Shekawat, CFO and Ms. Pooja Juneja, Company Secretary.

The Board has met 16 times during the year on 6th May 2015, 19th May 2015, 28th May 2015, 29th June 2015, 6th August 2015, 11th August 2015, 24th August 2015, 15 September, 2015, 22nd October 2015, 9th November 2015, 4th December 2015, 15th January 2016, 25th January 2016, 28th January 2016, 24th February, 2016, and 29th March 2016. The intervening gap between any two Board Meetings was within the period prescribed by the Companies Act, 2013.

The terms and conditions of Independent Directors and their disclosure are disclosed on the website of the Company and can be accessed at <http://www.runglaifrigation.in/investors/pdf/disclosure>.

**BOARD EVALUATION**

During the year, the Board formulated and adopted a Board evaluation framework for evaluating the performance of the Board as a whole, Committees of the Board and the individual Directors on the Board.

**DISCLOSURE ON COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM**

The Audit Committee consists of the following 3(three) members:

- A. Mr. M.P.Rungla
- B. Mr. S.K.Poddar
- C. Mr. Devanand Mishra

The above composition of the Audit Committee consists of 2 (two) Independent Directors i.e. Mr. S.K. Poddar and Mr. Devanand Mishra who forms the majority.

The company has established a vigil mechanism which overseas through the Committee, the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against the victimization of employees and Directors who express their concerns. The Company has also provided direct access to the Chairman of the Audit Committee on reporting issues concerning the interests of the employees and the Company. The vigil mechanism/whistle blower policy of the Company has been uploaded on the website of the Company and can be accessed at- <http://www.runglaifrigation.in/investors/pdf/vigilmechanism>

**NOMINATION AND REMUNERATION COMMITTEE**

The Nomination and Remuneration committee of the board as on 31st March, 2016 comprised of:

Mr. Devanand Mishra as its Chairman, Mr. S.K. Poddar as its member and Mr. Vikash Kumar Megotia as its member. The Company's policy relating to appointment of Directors, payment of managerial remuneration, Director's Qualification, positive attributes, Independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached to this report as Annexure "D".

**LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

The particulars of Loans, guarantees or investments made under Section 186 of the Companies Act, 2013 is furnished in the notes to the Financial Statements for the year ended 31st March, 2016.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES.**

There was no contract or arrangement made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review. Form AOC-2 is enclosed with this report as Annexure "E" forming part of this report.

**PUBLIC DEPOSITS**

The Company has neither accepted nor renewed any deposits during the year under review.

**GOING CONCERN STATUS**

No significant and material orders have been passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in the future.

**DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.**

Financial Statements i.e. Balance Sheet, Profit and Loss account and Cash Flow Statement, together with notes thereon are through the process which has automated as well as manual controls to ensure accuracy of recording of all transactions which have taken place during any accounting period and the resultant financial position at the period end. All the data pertaining to payroll, purchase, manufacturing, selling, dispatch and other activities are recorded through ERP systems operating in factories as well as head office. All data/transactions entered in systems are checked by various functional personnel on the basis of supporting documents and records, then the accounting entries are checked by accounts personnel, and finally those validated by managerial personnel.

At periodic interval, the accounting data are compiled, and financial statements are prepared. While preparing the financial statements, it is ensured that all transactions pertaining to the accounting period are recorded. Fixed assets, stocks, all significant items of store and monetary assets are physically verified. Balance Confirmations are obtained for all significant items of trade receivables and balances.



SYMBOL OF  
QUALITY

**RUNGTA IRRIGATION LIMITED**

After preparation of the financial statements, all items appearing in the financial statements are analyzed in order to ensure overall reasonableness.

The Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of fraud and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial disclosures.

#### **EXTRACT OF ANNUAL RETURN**

The extract of Annual Return pursuant to the provisions of Section 92 of the Companies Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is furnished in Annexure "F" and forming part of this Report.

#### **SECRETARIAL AUDIT**

In the terms of Section 204 of the Companies Act, 2013, the secretarial audit of the Company for the year ended on 31st March, 2016 was conducted by Mr. Amit Kumar, Practicing Company Secretary. The secretarial auditor's report is attached to this Report as Annexure "G" forming part of this report. There are no qualifications, reservations or adverse remarks made by the secretarial auditor of the Company in their respective reports.

#### **COST AUDITORS**

In accordance with the requirement of section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014, the Board of Director of your Company has appointed M/s S. Shekhar & Co., Cost Accountants, to conduct audit of cost accounting records of the Company for the financial year 2016-17.

Pursuant to the provisions of Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of the cost auditors is required to be ratified by the members at the ensuing Annual General Meeting of the company.

The aforesaid firm of cost accountants also conducted cost audit for the year ended 31st March, 2015 and the Cost Audit Report for the said year was filed with the Ministry of Corporate Affairs on 30th September, 2015

#### **STATUTORY AUDITORS**

M/s Andros & Co., Chartered Accountants, was appointed as the statutory auditors of the company in the last Annual General Meeting held on 25th September, 2015 who have now shown their unwillingness to continue as the Auditors of the Company and has submitted their resignation for the same.

The Board has recommended M/s. Mamraj & Co., Chartered Accountants, New Delhi to be the new Statutory Auditors of the company who have provided written certificate under the provisions of section 139 of the Companies act, 2013.

As required under section 139 of the Companies Act, 2013, certificates have been received from them to the effect that their appointment, if made, will be in accordance with the limits specified under the act. Your directors recommend their appointment.

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

Conservation of Energy: The Company is continuously making sincere efforts towards conservation of energy. The information pertaining to conservation of energy as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in Annexure "H" forming part of this report.

Technology Absorption: The Company is taking care of latest developments and advancements in technology and all steps are being taken to adopt the same.

#### **Foreign Exchange earnings and outgo:**

	(Amount in Rs. Lacs)	
	2015-2016	2014-2015
Total foreign exchange inflow	194.89576	154.79
Total foreign exchange outflow	0.35651	0.57

#### **RISK MANAGEMENT POLICY**

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very nominal.

**CORPORATE SOCIAL RESPONSIBILITY**

The Company has not developed and implemented any Corporate Social Responsibility Initiatives as the said provisions are not applicable to your company.

**PARTICULARS OF EMPLOYEES**

During the year under review, none of the Company's employee was in receipt of remuneration as prescribed under section 197(12) of the Companies Act, 2013 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and hence no particulars are required to be disclosed in this Report.

**EMPLOYEE RELATIONS**

The Company has a large work force employed and hence the welfare and well being of the workers are monitored closely. Harmonious relations with its employees is being maintained.

In terms of requirements of Section 4 of Sexual Harassment of Women at work place (Prevention, Prohibition and Rehabilitation) Act, 2013, the Company has formed internal Complaints Committees for its work place. During the year, no complaints regarding Sexual Harassment were received by the set Committee.

Your Board of Directors wish to place on record its sincere appreciation for the dedicated services rendered by the executives, staff and workers at all levels for smooth functioning of the organization.

The policy of recognition inspired the employees to contribute their best effort for the Company.

**STOCK EXCHANGE LISTING**

Presently the shares of the Company are listed on the Bombay stock Exchange (BSE).

**ACKNOWLEDGEMENTS**

Your Directors place on record their sincere thanks to Bankers, business associates, consultants and various Government Authorities for their continued support extended to your Company's activities during the year under review. The Board also places on record their appreciation of the devoted services of the employees. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

Date : 09th August 2016

Place: New Delhi

For and on Behalf of the Board  
For Rungta Irrigation Ltd.

Sd/-  
(M.P. Rungta)  
Chairman cum Managing Director



SYMBOL OF  
QUALITY

RUNGTA IRRIGATION LIMITED

## Annexure "A"

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

#### 1. Industry overview:

The financial year 2015-2016 started with a bleak mindset on global economy but afterward it progressed in a positive direction in comparison to the last year. The year under review was expected to face the force of the economic crises. However, the Indian Economy displayed a remarkable resilience and has almost bounced back from the after effects of the recent global melt-down.

There has been an increasing demand impacting both, exports as well domestic consumption. However, the Indian Economy continues to grow robustly. This is evident from increase demand in steel, cement and other sectors. There has been stress on the development in the field of agriculture by the Government.

In spite of all this, the company managed to perform relatively better since it is driven more by domestic consumption. It is anticipated that there shall be increased business opportunities for the company in the near future.

#### 2. Outlook on opportunities, threats, risks and concerns:

The company is focused on PVC Pipes as well as its core product Sprinkler Irrigation System and Drip Irrigation System to the retail segment. Increasing demand of the product of the company has created the opportunities of further growth in sale of the company's product. It is expected that recovery in economy and stress of the government in agriculture area will together result in ample business opportunities for the company. However, there will also be increased competition, mainly from small manufacturers of unorganized sectors.

#### 3. Internal Control System & Adequacy:

The company has an adequate system of internal controls commensurate with the size and nature of business of the company designed to provide reasonable assurance that assets are safeguarded; transactions are executed in accordance with the management's authorization and properly recorded. Accounting records are adequate for preparation of financial statements and other financial information. Internal audit is conducted on a continuous basis to ascertain the adequacy and effectiveness of internal control systems. Their observations are reviewed by the senior management and the Audit Committee.

#### 4. Financial Performance:

The Sales and other income for the year under review was Rs. 6702.96 Lacs. The profit before depreciation and tax was Rs. 320.78 Lacs after providing Rs. 110.78 Lacs for depreciation and Rs. 60.00 Lacs for taxes. The net profit for the year was Rs. 132.65 Lacs.

#### 5. Material Development in H.R. Fronts:

Human capital being the most crucial asset of the company, the company has to continue to invest in the development of its employees, which is very important for ensuring sustained high performance. The company is in the process of strengthening and introducing a system that would enable employees to track their own progress as well as bring up issues that concerns them and the company for better performance. The industrial relation continued to remain cordial throughout the year.

Date : 09th August 2016

Place: New Delhi

For and on Behalf of the Board

For Rungta Irrigation Ltd.

Sd/-

(M.P. Rungta)

Chairman cum Managing Director



## Annexure "B"

## REPORT ON CORPORATE GOVERNANCE

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Report on Corporate Governance is given below:

### 1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Our Corporate Governance is based on the principles of integrity, fairness, equity, transparency, accountability and commitment to values. Good governance practices stem from the culture and mindset of the organization. As stakeholders across the country evince keen interest in the practices and performance of companies, Corporate Governance has emerged on the centre stage. Over the years, governance processes and systems have been strengthened at our end. In addition to complying with the statutory requirements, effective governance systems and practices towards improving transparency, disclosures, internal controls and promotion of ethics at work-place have been institutionalized. The company recognizes that good Corporate Governance is a Continuing exercise and reiterates its commitment to pursue highest standards of Corporate Governance in the overall interest of all the stakeholders.

The Company is conscious of its responsibility as a good corporate citizen. The company values transparency, professionalism and accountability.

### 2. BOARD OF DIRECTORS

#### I. Composition

The board of director of your company as on 31st March, 2016 consisted of 11 directors as under:

- Three are Executive Directors including Chairman Cum Managing Director.
- five are independent directors.
- Two are Non-executive directors.

The current policy of your company is to have an appropriate mix of Executive and Independent Directors in order to maintain the independence of the Board, and to separate the Board functions of governance and management. The Board has an optimum combination of Executive and Non-Executive directors and half of board consisted of independent directors including one woman Director.

No director is related to any other director on the board in terms of definition of "Relative" given under Companies Act, 2013 except Ms. Priya Rungta who is the daughter of Mr. M.P. Rungta

### II. ATTENDANCE AT THE BOARD MEETING, LAST ANNUAL GENERAL MEETING AND NUMBER OF OTHER DIRECTORSHIPS AND CHAIRMANSHIPS/ MEMBERSHIPS OF COMMITTEES OF EACH DIRECTOR IN VARIOUS COMPANIES.

Membership and Chairmanship of all directors who are on various Committees, the composition of the Board and the number of outside Directorship and Committee position as held by each of the Directors during the financial year ended 31st March, 2016 is as follows:-

	Attendance at the Board Meeting during the F.Y. 2013-2014	Attendance at the Last AGM	AS ON 31-03-2014			
			No. of Directorship In other Public Co.	Committee membership in other Companies	Chairman in Committees in which they are Members	
Mr. M.P. Rungta	Promoter & Chairman cum Managing Director	16	YES	NIL	NIL	NIL
Mr. N. Krishnamurthy Nagarur	Joint Managing Director	02	NO	NIL	NIL	NIL
Mr. Devenand Mishra	Independent	03	NO	NIL	NIL	NIL

	Attendance at the Board Meeting during the F.Y. 2013-2014	Attendance at the Last AGM	AS ON 31-03-2014			
			No. of Directorship in other Public Co.	Committee membership in other Companies	Chairman in Committees in which they are Members	
Mr. Tarun Megotia	Whole time Director	16	YES	NIL	NIL	NIL
Mr. S.K.Poddar	Independent	04	NO	NIL	NIL	NIL
Ms. Shruti Rungta	Promoter & whole time Director	14	YES	NIL	NIL	NIL
Mr. Vikash Kumar Megotia.	Independent	01	NO	NIL	NIL	NIL
Mr. Anuj Kumar Singh	Independent	01	NO	NIL	NIL	NIL
Mr. Binod Kumar Agrawal	Independent	01	NO	NIL	NIL	NIL
Ms. Priya Rungta	Non-Executive	01	NO	NIL	NIL	NIL
Mr. Ajay Kumar Sharma	Non-Executive	01	NO	NIL	NIL	NIL

None of the directors on the board is a member of more than 10 committees or chairman/chairperson of more than 5 committees as specified in Regulation 26, across all the companies in which he/she is a director. The directors have made necessary disclosures regarding committees positions held in other public limited companies. During the financial year 2015-2016, Sixteen (16) Board meeting were held on 6th May 2015, 19th May 2015, 28th May 2015, 29th June 2015, 6th August 2015, 11th August 2015, 24th August 2015, 15th September 2015, 22nd October 2015, 9th November 2015, 4th December 2015, 15th January 2016, 25th January 2016, 28th January 2016, 24th February 2016, and 29th March 2016. and Gap between two consecutive Board Meetings did not exceed four months.

Necessary information where applicable as mentioned in Part A of Schedule II of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 has been placed before board of its consideration.

Disclosure Regarding Appointment & Re-appointment of Directors in the ensuing AGM

1. Mr. Ajay Kumar Sharma is liable to retire by rotation in the ensuing AGM and being eligible offered himself for re-appointment.

DIN	<b>Mr. Ajay Kumar Sharma</b>
Father's Name	06952780
Date of Birth	Shri Gulab Chand Sharma
Address	10/06/1962
Designation	5-H-4-R.C., Vyas Colony, Bhiwara, Rajasthan.
Education	Director
	Msc. Physics, Lean certified.

Companies in which hold Directorship	1. Gladolus Mercantile Pvt. Ltd. 2. Gladolus Stock Management Pvt. Ltd.
Companies in which holds membership of committees	NIL
Shareholding in the company (No. & %)	NIL

2. Ms. Priya Rungta is liable to retire by rotation in the ensuing AGM and being eligible offered herself for re-appointment.

<b>Ms. Priya Rungta</b>	
DIN	00234715
Father's Name	Mr. Mahabir Prasad Rungta
Date of Birth	08/08/1982
Address	S-75, Panchsheel Park, N. Delhi-110017
Designation	Director
Education	Graduate
Companies in which hold Directorship	NIL
Companies in which holds membership of committees	NIL
Shareholding in the company (No. & %)	NIL

**III. AUDIT COMMITTEE**

**a. Terms of Reference**

The Audit Committee has been constituted as per provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015. The scope of activities and powers of the Audit Committee includes the areas as prescribed under Regulation 18 of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 and Section 177 of the Companies Act, 2013. The Audit Committee is responsible for effective supervision of the financial reporting process, ensuring financial and accounting controls and compliance with financial policies of the Company.

**b. Composition**

The composition of Audit Committee of the board as on 31st March, 2016 comprises Mr. S.K. Poddar – as its Chairman, Mr. Mahabir Prasad Rungta and Mr. Devanand Mishra as its Members. Mr. S.K. Poddar, an independent director, having adequate financial and accounting qualification and expertise, is the chairman of the audit committee. Other members of the committee are also financially literate. Ms. Pooja Jureja, Company Secretary of your company acts as the Secretary to the Committee.

**c. Attendance**

The Committee met Four (4) times during the Financial Year 2015-2016 on the following dates: 28.05.2015, 11.08.2015, 09.11.2015, and 28.01.2016. Necessary Quorum was present at all the meetings. Details of attendance of Directors in the Audit Committee meeting are as under:

Name of the Director	Category	No. of meetings	
		Held during the Year	Attended
Mr. S.K.Poddar Chairman	Independent Director	4	4
Mr. Mahabir Prasad Rungta	Chairman cum Managing Director	4	4
Mr. Devanand Mishra	Independent Director	4	4

**IV. REMUNERATION COMMITTEE****a. Composition & Terms of Reference**

The Remuneration Committee was constituted to approve the remuneration payable to Managing Director and Whole time Director/ Executive Director of the Company within the range approved by shareholders. Thus the Committee shall have the meetings as and when so required.

The Committee met twice during the Financial Year 2015-2016 on 20.07.2015 & 18.12.2015. The necessary quorum was present at all meetings. Details of attendance of Directors in the Remuneration Committee meeting are as under:

Name of the Director	Category	No. of meetings	
		Held during the Year	Attended
Mr. Devanand Mishra-Chairman	Independent Director	2	2
Mr. Vikash Kumar Megotia	Independent Director	2	2
Mr. S.K. Poddar	Independent Director	2	0

**b. Remuneration Policy**

The Company pays remuneration to its Managing Director and Whole Time Director by way of salary, perquisites and allowances (a fixed component) within the range approved by the members as per the provisions of the Companies Act, 2013. Independent Directors are also entitled for the sitting fee for attending Board/ Committee Meeting. However the other Non-executive Directors of the Company have waived the sitting fee payable to them for attending Board/ Committee Meeting of the Company.

**c. Details of the Directors' Remuneration for the financial year ended 31st March, 2016**

Name	Salary (Rs.)	Perks (Rs.)	Commission (Rs.)	Sitting Fees (per meeting)	Total (Rs.)	No. of shares held
Shri M.P. Rungta	8,40,000	1,00,800	-	-	9,40,800	7,75,100
Shri N. Krishnamurthy	1975369	400924	-	-	2376293	Nil
Ms. Shruji Rungta	2,38,800	-	-	-	2,38,800	Nil
Shri Tarun Megotia	6,09,252	56,160	-	-	6,65,412	Nil
Mr. S.K. Poddar	-	-	-	4000	4000	Nil
Mr. Devanand Mishra	-	-	-	4000	4000	Nil

**V. SHAREHOLDERS/ INVESTORS GRIEVANCE COMMITTEE****a. Terms of Reference**

In compliance with requirement of Regulation 34(3) SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company has constituted an "Investors Grievance Committee" to look into Redressal of shareholders/investors grievances relating to Non-receipt of notices, share certificates, annual report, dividends, transfer of shares and dematerialization of shares.

**b. Composition:**

The Stakeholders Grievances Committee of the Board as at 31st March, 2016 consisted of three members. Mr. Vikash Kumar Megotia, Independent Director of the Company is the Chairman of the Committee. Mr. Devanand Mishra, Non-Executive Director and Mr. Tarun Megotia, Wholetime Director are the members of the Committee.

**c. Meetings and attendance during the year**

During the financial year four meetings of the Stakeholders Grievances committee were held on 25.04.2015, 28.12.2015, 22.01.2016 & 12.02.2016 respectively. Attendance of the members are as follow:

Name of the Director	Category	No. of meetings	
		Held during the Year	Attended
Mr. Vikash Kumar Megotia	Independent Director	4	4
Mr. Tarun Kumar Megotia	Whole time Director	4	4
Mr. Devanand Mishra	Non-Executive Director	4	4

d. Mr. M. P. Rungta is the Compliance Officer of the Company for this purpose of Regulation 34(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 to look after the compliances under SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 and other SEBI Rules & Regulations etc.

e. Details of investor complaints received, redressed and pending during the financial year ended 31st March, 2016.

Pending at the beginning of the year	Received during the year	Redressed/replied during the year	Pending at the end of year
Nil	Nil	Nil	Nil

**VI. GENERAL BODY MEETINGS**

A. Particulars of past three Annual General Meetings of the Company:

Year	Date	Venue	Time
2013	24.09.2013	White House Party Palace, B-1/629, District Centre, Metro Pillar No.-570, Janakpuri, Delhi-110058	10:00 A.M
2014	23.09.2014	Fortune Park Boulevard, Dera, More, Chhattarpur Mandir Road, New Delhi-110074	11:00 A.M.
2015	25.09.2015	Fortune Park Boulevard, Dera, More, Chhattarpur Mandir Road, New Delhi-110074	11:00 A.M.

B. Special Resolution passed in last three Annual General Meeting of the Company:

1. At the 29th AGM held on 24th September, 2013-
  - a) Change in object clause by inserting clause 14 in the other object clause III(C) of the MOA Of the company
2. At the 30th AGM held on 23rd September, 2014 -
  - a) Re-appointment of Shri. M.P Rungta as Managing Director.
  - b) Increase the Remuneration of Mr. Tarun Kumar Megotia, whole time director of the Company
3. At the 31st AGM held on 25th September, 2015-
  - a) Appointment of following Independent Directors.
    - Mr. S.K Poddar.
    - Mr. Anuj Kumar Singh.
    - Mr. Devanand Mishra.
    - Mr. Vikash Kumar
    - Binod Kumar Agarwal

C. No resolution was put to vote through postal ballot in the last Annual General Meeting. At the ensuing Annual General Meeting, there is no resolution proposed to be passed through postal ballot.

## VII. DISCLOSURES

### A. Related Party Transactions

There are no materially significant related party transactions with its Promoters, the Directors or the Management, their Subsidiaries or Relatives etc., which may have potential conflict with the interest of the company at large. The details of transactions with related parties are disclosed in the annual accounts.

### B. Disclosure on materially significant related party transactions.

There were no materially significant related party transactions during the financial year 2015-2016, that may have potential conflict with the interest at large. The details of the related party transaction as per Accounting Standard -18 forms part of notes to the account.

### C. Disclosure of accounting treatment

The company follows accounting standards issued by the Institute of Chartered Accountants of India and in the preparation of financial statement, the company has not adopted a treatment different from the prescribed in any accounting standard.

### D. Board disclosures-Risk Management.

The risk assessment and minimization procedures are in place and the audit committee of the Board is regularly informed about the business risks and the steps taken to mitigate the same.

### E. Management discussion and analysis report.

The management discussion and analysis report has been provided as annexure of the Directors Report.

### F. Certification from Managing Director and Chief Financial Officer of the Company.

The requisite certification from Sri M.P. Rungta, Chairman Cum Managing Director and Mr. Bajrang Singh Shekhawat, Chief Financial Officer of the company for the Financial Year 2015-2016 required to be given under Regulation 33(1)(e) was placed before the Board of Directors of the company and Board Meeting held on 09th August, 2016. A copy thereof is reproduced in this report.

### G. Details of non-compliance with regard to capital market.

With regard to the matter related to capital market, the company has complied with all requirements of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as well as the SEBI Regulations and Guidelines. In this regard no penalties were imposed or strictures passed against the company by the Stock Exchanges, SEBI or any other authorities during the last three years. The company has paid listing fees to the Bombay Stock Exchanges and Annual Custodial Fees to the depositories for the financial year 2015-2016, in terms of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. There were no penalties imposed nor strictures passed on the company whether stock Exchange, SEBI or any other statutory authorities on any matter related to capital market, during last three years.

### H. Details of compliance with mandatory requirement and adoption of Non-mandatory requirements as per Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015

The company has complied with all the mandatory requirements as mandated under Regulation 34(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. A certificate from the statutory auditors of the company to this effect has been included in this report. Besides mandatory requirement, the company has constituted a remuneration committee to consider and recommend the remuneration of the executive directors and administration. No personnel have been denied access to Audit Committee.

## VIII. MEANS OF COMMUNICATION:

### 1. Quarterly results and publication thereof in newspapers:

The financial results of each quarter are placed before the Board of Directors and the same were published in Financial Express (English) & Harbhoomi (Hindi) in the form prescribed by Regulation 47(1)(b) of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 with stock exchange.

### 2. Display on website

Financial results, shareholding pattern, code of conduct for prevention of and other information etc. are displayed on the company's website [www.RungtaIrrigation.in](http://www.RungtaIrrigation.in).

## IX. GENERAL SHAREHOLDERS INFORMATION.

## A. Annual General Meeting

Day & Date	Time	Venue
Friday, the 30th day of September, 2016	10.00 A.M.	The Executive Club, 439, Village Shahoorpur, P.O., Fatehpur Beri, New Delhi - 110030

## B. Financial Year - 1st April to 31st March every year.

Events	Tentative time frame
Financial Reporting for the first quarter ended 30 June, 2015	Second Week of August, 2015
Financial Reporting for the second quarter ending 30th September, 2015	Second Week of November, 2015
Financial Reporting for the third quarter ending 31st December, 2015	Fourth Week of January, 2016
Financial Reporting for the fourth quarter ending 31st March, 2016	Third Week of May, 2016

## C. Dates of Book Closure

The share transfer book and register of members of the company will remain closed from 26th September, 2016 to 30th September, 2016 (both days inclusive) for the purpose of the annual general meeting of the company.

## D. Dividend Payment Date - Not applicable.

## E. Listing on Stock Exchanges:

The Shares of the Company are listed on the Bombay Stock Exchange, Calcutta Stock Exchange and Delhi Stock Exchange. However, company has applied for delisting from Delhi Stock exchange and Calcutta Stock Exchange.

## F. BSE Stock Code/Symbol: 530449

Demat ISIN in NSDL and CDSL for equity shares: INE34701013.

## G. Market Price Data:

The Bombay Stock Exchange		
Month	High	Low
April, 2015	15.41	12.80
May, 2015	16.17	13.50
June, 2015	18.35	12.90
July, 2015	19.00	15.25
August, 2015	21.40	16.15
September, 2015	17.10	14.60
October, 2015	20.00	16.65
November, 2015	24.10	19.00
December, 2015	24.25	21.00
January, 2016	24.25	20.75
February, 2016	25.30	20.20
March, 2016	25.60	21.80



**H. Registrar and Share Transfer Agent & Share Transfer System:**

M/s. Beetal Financial & Computer Services Private Limited is the Registrar and Share Transfer Agent for the shares of the Company in both physical as well as electronic modes. The Company has authorized the Registrar and Transfer Agent to approve and execute transfer and transmission of shares. All correspondence with regard to share transfers and matters related therewith may directly be addressed to the Registrar and Share Transfer Agents at the address given below:

<b>Particulars</b>	<b>Beetal Financial &amp; Computer Services Private Limited</b>
Contact Person	Mr Punit Mittal
Address	Beetal House, 11 <sup>th</sup> Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdass Mandir, New Delhi-110062
Phone Nos.	29961281 & 29961282
Email ID	beetalrta@gmail.com

**I. Distribution of Shareholding as on 31<sup>st</sup> March 2016:**

Slab of Shareholding (Rs.)	No. of Shareholders	% of Shareholders	Amount in Rs.	% of Shareholding
0-5000	2084	87.85	3223310	3.6579
5001-10000	69	2.90	544990	0.6883
10001-20000	58	2.44	883320	0.9716
20001-30000	44	1.85	1157560	1.2158
30001-40000	38	1.60	1305890	1.5653
40001-50000	11	0.46	497600	0.5631
50001-100000	16	0.67	1070350	1.1426
100001 and above	52	2.19	79877980	90.1954

**J. Categories of Shareholders as per Clause 31 of SEBI (LODR) Regulations, 2015.**

Category	No. of Shareholders	% of Shares	Total
Promoters	40	38.31	3393000
Mutual Funds	1	0.02	2000
Banks & Financial Institutions	1	0.27	23933
Insurance Companies	0	0	0
FII	0	0	0
Bodies Corporate	55	51.04	4520253
Individuals	2244	09.6046	850599
NRIs & OCB	11	0.1047	9275
Others	22	0.6441	57043

**K. Dematerialization of shares and liquidity:**

As on 31<sup>st</sup> March, 2016, a total of 1467031 shares of the company, which forms 16.565% of Company's Share Capital, stands in dematerialized form. The company has entered into agreements with National Security Depository Limited (NSDL) and Central Depository Services Limited (CDSL) for this purpose. The Company's shares are regularly traded on the Bombay Stock Exchange.

**L. Plant Locations:**

UNIT-1

C-165, Industrial Area,  
Bulandshihar Road,  
Ghaziabad (U.P.).

UNIT-2

Village Advipolam,  
Distt. Yanam,  
Pondichery.

**M. Address for Correspondence:**

The shareholders may send their grievances/ queries to the Registrar and Share Transfer Agents at their Address mentioned above or to the Company at:

**1. Secretarial Department**

Rungta Irrigation Limited,  
101, Pragati Tower, 26,  
Rajendra Place,  
New Delhi-110008  
e-mail: cs@rungtairrigation.in

**2 M/s. Beetal Financial &**

**Computer Services Pvt.Ltd.,**  
Beetal House, 3rd Floor,99, Madangir,  
Behind Local Shopping Centre,  
Near Dada Harsukhdas Mandir,  
New Delhi-110062.  
e-mail:beetalita@gmail.com

**N. Unclaimed Dividends**

The unclaimed dividend for the financial years 1996-1997 to 1999-2000, except where the claim is under dispute or kept in abeyance amounting to Rs 9,89,450/- has been transferred to the Investors Education and Protection Fund (IEPF) within the stipulated time.

**X. Non-Mandatory Requirements:**

The Company at present has not adopted the non-mandatory requirements in regards to sending of half-yearly financial performance to the shareholder's at their residence. Postal Ballots as required by the Companies Act will be followed by the company.

**Date : 09th August 2016**

**Place: New Delhi**

For and on Behalf of the Board

**For Rungta Irrigation Ltd.**

Sd/-

(M.P. Rungta)

**Chairman cum Managing Director**



**CEO AND CFO CERTIFICATION**

We, M. P. Rungta, Chairman cum Managing Director and Mr. Bajrang Singh Shekhawat, Chief Financial Officer of the Company, responsible for the finance function certify that:

- A. We have reviewed the financial statements and cash flow statement for the year ended 31st March, 2016 and to the best of our knowledge and belief, we confirm that:
- i. These statements do not contain any materially untrue statement or omission of any material Fact or contain statements that might be misleading.
  - ii. These statements together present a true fair view of the Company's affairs and are in compliance with applicable Accounting Standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2016 are fraudulent, illegal or violative of the Company's code of Conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial Reporting and we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting. Deficiency in the design or operation of such Internal controls, if any, of which we are aware have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- D.
  - i. There has not been any significant change in internal control over financial reporting during the year under reference;
  - ii. There has not been any significant change in the accounting policies during the year under reference;
  - iii. We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

**FOR RUNGTA IRRIGATION LIMITED**

Sd/-

(M.P. RUNGTA)

CHAIRMAN CUM

MANAGING DIRECTOR

Sd/-

(BAJRANG SINGH SHEKHAWAT)

CHIEF FINANCE OFFICER (CFO)

Date : 09th August 2016

Place: New Delhi

Annexure "C"

**AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE**

To

The Members of Rungta Irrigation Limited,

We have examined the compliance of condition of Corporate Governance by Rungta Irrigation Ltd. for the year ended 31st March, 2016, as stipulated in Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

The compliance of condition of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the 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 explanation given to us, we certify that the Company has complied with the condition of Corporate Governance, as stipulated in the above mentioned SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

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

**For and on behalf of**  
**Andros & Co.**  
**Chartered Accountants**  
**Regd. No. 008976N**

**Sd/-**  
**Brij Bhushan Garg**  
**Partner**  
**Membership No.084865**

**Place : New Delhi**  
**Date : 09th August 2016**

## Annexure "D" REMUNERATION POLICY

1. **Preamble**
  - A. The remuneration policy provides a framework for remuneration paid to the members of the board of directors ("Board") and for Key Managerial personal ("KMP") and the Management Personnel ("MP") of the company. The expression KMP shall have the same meaning as defined under Companies Act, 2013, Management personal means personnel of the company excluding board of directors comprising such levels of managerial personnel as may be decided from time to time.  
This policy also provides a framework for identification of persons who are qualified to become director and who may be appointed as a senior management for recommendation of their appointment to the board. Senior Management means personnel of the company who are the members of its core management team excluding board of directors comprising all members of the management one level below the executive directors including the functional heads.
  - B. This policy has been framed by the nomination and remuneration committee of the board of directors and based on its recommendation, approved by board of directors of the company.
  - C. The policy may be reviewed by the nomination and remuneration committee of the board of directors.
2. **Objectives**
  - A. The remuneration policy aims to enable the company to attract, retain and motivate highly qualified members for the board of directors.
  - B. The remuneration policy seeks to enable the company to provide a well-balanced and performance related compensation package, taking into account shareholders' interest, industry practices.
  - C. The remuneration policy will ensure that the interest of executive are aligned with business strategy and risk tolerance, objectives, values and long term interest of the company.
  - D. The remuneration policy will ensure that remuneration to executives involves a balance between fixed pay and incentive (by way of increment/bonus/promotion/any other form) reflecting short and long term performance objective appropriate to the working of the company and its goal.
3. **Principles of Remuneration**
  - A. **Support for objectives:** remuneration and reward frameworks and decisions shall be developed in a manner that is consistent with, supports and reinforces the achievement of the company's objectives.
  - B. **Transparency:** the process of remuneration management shall be transparent, conducted in good faith and in accordance with appropriate level of confidentiality.
  - C. **Internal equity:** the company shall remunerate the executives in terms of their roles and responsibilities within the organization. Position shall be formally evaluated to determine their relative weight in relation to other positions within the company.
  - D. **External equity:** the company strives to pay an equitable remuneration, capable of attracting and retaining high quality personnel. Therefore the company will remain logically mindful of the ongoing need to attract and retain high quality people and the influence of external remuneration pressures.
  - E. **Flexibility:** remuneration and reward offering shall be sufficiently flexible to meet both the need of individuals and those of the company whilst complying with the relevant tax and other legislation.
  - F. **Performance-driven remuneration:** the company shall entrench a culture of performance driven remuneration, whether as part of increment or separately and in such form as may be considered appropriate.
  - G. **Affordability and sustainability:** the company shall ensure that remuneration is affordable on a sustainable basis.
4. **Remuneration to Non-Executive Directors:**

Non-Executive Directors may be paid remuneration by way of fee and reimbursement of expenses for participation in the board and other meeting and commission and/or such other payments as may be permitted by the law applicable to such payment. Such payments shall be subject to the provisions of the Companies Act, 2013.

5. **Compensation Structure:**  
Executives unless otherwise decided by the Committee shall receive a competitive remuneration package consisting of the following components:

**Fixed Salary**

Fixed salary rewards the executives for their day-to-day job performance and ensures a balanced overall remuneration package. The fixed salary shall comprise of basic salary and allowances as per the rules of the Company.

**Personal Benefits**

Executives may have access to benefits/perquisites as per the rules and regulations of the company. Executives may also be entitled to retirement benefits such as provident fund, gratuity and/or such other benefits as per the rules of the Company.

6. **Criteria for Identification of the Board members and Appointment of Senior Management:**

The members of the board shall possess appropriate skills, qualifications, characteristics and experience. The objective is to have a board with diverse background and experience in business, government, academics, technology, human resource, social responsibilities, finance, law etc. and in such other areas as may be considered relevant or desirable to conduct the Company's business in a holistic manner.

Independent directors shall be person of integrity and possess expertise and experience and/or someone who the Committee/Board believes could contribute to the growth/philosophy/strategy of the Company.

In evaluating the suitability of individual Board members, the Committee takes into account many factors, including general understanding of the company's business dynamics, global business, social perspective, educational and professional background and personal achievements.

Directors should possess high level of personal and professional ethics, integrity and values. They should be able to balance the legitimate interests and concerns of all the Company's stakeholders in arriving at decisions, rather than advancing the interests of a particular constituency.

In addition, directors must be willing to devote sufficient time and energy in carrying out their duties and responsibilities effectively. They must have the aptitude to critically evaluate management's working as part of team in an environment of collegiality and trust.

The Committee evaluates each individual with the objective of having a group that best enables the success of the Company's business and achieves its objectives.

The candidate for the appointment of senior management should possess adequate qualification, characteristics and work experience.

The candidate for senior management should also possess high level of personal and professional ethics, integrity and values.

For any appointment of senior management, the existing employees in the organization may be preferred. While assessing the candidature existing employee, his/her past performance in the Company should be taken into consideration.

7. **Amendments to this Policy:**

The Nomination and Remuneration Committee is entitled to amend this policy including amendment or discontinuation of one or more incentive programmes introduced in accordance with this Policy.

8. **Approval and Publication:**

This remuneration policy as framed and or amended by the Committee shall be recommended to the Board of Directors for its approval.

The policy shall be disclosed in the Director's report to be issued by the Board of Directors in terms of requirements of the Companies Act, 2013.

For and on Behalf of the Board  
For RUNGTA IRRIGATION LTD.

Date : 09th August 2016  
Place: New Delhi

Sd/-  
(M.P. Rungta)  
Chairman cum Managing Director

**Annexure "E"  
FORM NO. AOC-2**

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

Form for Disclosure of particulars of contracts/Arrangements entered into by the company with related parties referred into sub section (1) of section 188 of the Companies Act, 2013 including certain Arm Length transaction under third proviso thereto.

**1. Details of Contracts or Arrangements or Transactions not at Arm Length basis.**

Sl. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	NA
	Nature of contracts/arrangement/transactions	NA
	Duration of the contracts/arrangements/transactions	NA
	Salient terms of the contracts or arrangements or transactions including the value, if any	NA
	Justification for entering into such contracts or arrangements or transactions	NA
	Date of approval by the Board	NA
	Amount paid as advances, if any	NA
	Date on which the special resolution was passed in General Meeting as required under first proviso to section 188.	NA

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

SL. NO.	Particulars	Details
	Name (s) of the related party & nature of relationship	NA
	Nature of contracts/arrangement/transactions	NA
	Duration of the contracts/arrangements/transactions	NA
	Salient terms of the contracts or arrangements or transactions including the value, if any	NA
	Date of approval by the Board	NA
	Amount paid as advances, if any	NA

For and on Behalf of the Board  
For RUNGTA IRRIGATION LTD.

Date : 09th August 2016  
Place: New Delhi

Sd/-  
(M.P. Rungta)  
Chairman cum Managing Director



Annexure "F"

**FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN  
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.

**REGISTRATION & OTHER DETAILS**

1	CIN	L74899DL1986PLC023934
2	Registration Date	17.04.1986
3	Name of the Company	RUNGTA IRRIGATION LIMITED
4	Category/Sub-category of the Company	Public Company: Company having Share Capital
5	Address of the Registered office & contact details	101, Pragati Tower, 26 Rajendra Place, New Delhi - 110008
6	Whether listed Company	Yes: Shares of the company are listed on BSE
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s Beetal Financial & Computer Services Private Limited

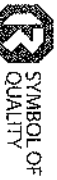
**I. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Drip & Sprinkler Irrigation System	01612	99.02%
2			
3			

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

SN	Name and address of the Company	QIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	N/A	N/A	N/A	N/A	N/A
2					
3					



**IV. SHARE HOLDING PATTERN**

(Equity share capital breakup as percentage of total equity)

Category-wise Share Holding Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2015]			No. of Shares held at the end of the year [As on 31-March-2016]			% of Total Shares	% of Total Shares	% Change during the year
	Demat	Physical	Total	Demat	Physical	Total			
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/HUF	-	-	0.00%	-	-	0.00%	0.00%	0.00%	
b) Central Govt	-	-	0.00%	-	-	0.00%	0.00%	0.00%	
c) State Govt(s)	-	-	0.00%	-	-	0.00%	0.00%	0.00%	
d) Bodies Corp.	-	1783800	20.14%	-	1783800	1783800	20.14%	0.00%	
e) Banks / FI	-	-	0.00%	-	-	-	0.00%	0.00%	
f) Any other	380200	1229000	18.17%	380200	1229000	1609200	18.17%	0.00%	
<b>Sub Total (A) (1)</b>	380200	3012800	38.31%	380200	3012800	3393000	38.31%	0.00%	
<b>(2) Foreign</b>									
a) NRI Individuals	-	-	0.00%	-	-	-	0.00%	0.00%	
b) Other Individuals	-	-	0.00%	-	-	-	0.00%	0.00%	
c) Bodies Corp.	-	-	0.00%	-	-	-	0.00%	0.00%	
d) Any other	-	-	0.00%	-	-	-	0.00%	0.00%	
<b>Sub Total (A) (2)</b>	380200	3012800	38.31%	380200	3012800	3393000	38.31%	0.00%	
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	2000	0.02%	-	2000	2000	0.02%	0.00%	
b) Banks / FI	23933	-	0.27%	23933	-	23933	0.27%	0.00%	
c) Central Govt	-	-	0.00%	-	-	-	0.00%	0.00%	
d) State Govt(s)	-	-	0.00%	-	-	-	0.00%	0.00%	
e) Venture Capital Funds	-	-	0.00%	-	-	-	0.00%	0.00%	
f) Insurance Companies	-	-	0.00%	-	-	-	0.00%	0.00%	
g) FIIs	-	-	0.00%	-	-	-	0.00%	0.00%	
h) Foreign Venture Capital Funds	-	-	0.00%	-	-	-	0.00%	0.00%	
i) Others (specify)	50000	-	0.56%	50000	-	50000	0.56%	0.00%	
<b>Sub-total (B)(1)-</b>	73933	2000	0.86%	73933	2000	73933	0.86%	0.00%	
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	775813	3747600	45.23413	772653	3747600	4520253	51.04%	-0.17%	
ii) Overseas	-	-	0.00%	-	-	-	0.00%	0.00%	
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	191995	557170	749165	230027	555672	785699	8.87%	0.41%	
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	33700	64900	98600	-	64900	64900	0.73%	-0.38%	
c) Others (specify)									
Non Resident Indians	6972	6100	13072	3175	6100	9275	0.10%	-0.05%	
Overseas Corporate Bodies	-	-	0.00%	-	-	-	0.00%	0.00%	
Foreign Nationals	-	-	0.00%	-	-	-	0.00%	0.00%	
Clearing Members	-	-	0.00%	-	-	-	0.00%	0.00%	

HUF	2917	-	2917	0.03%	2917	-	7043	0.03%	0.00%
Trusts	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Bodies - D R	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B)(2):-	1011397	4375770	5387167	60.83%	1011397	4375770	5387167	60.83%	0.00%
Total Public (B)	1085330	4377770	5463100	61.69%	1085330	4377770	5463100	61.69%	0.00%
C. Shares held by Custodian for GDRs & ADRS	-	-	-	0.00%	-	-	-	0.00%	0.00%
Grand Total (A+B+C)	1465530	7390570	8856100	100.00%	1465530	7390570	8856103	100.00%	+0.27%

## (ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year	Shareholding at the end of the year	% of total Shares of the company at the beginning of the year	% of total Shares of the company at the end of the year	% of Pledged/encumbered to total shares	% of Pledged/encumbered to total shares	% of shareholding during the year	% change
1	NAND KISHORE RUNGTA	142800	142800	1.613%	1.613%	Nil	Nil	0.00%	0.00%
2	URMILA RUNGTA	112700	112700	1.273%	1.273%	Nil	Nil	0.00%	0.00%
3	DEEPAK RUNGTA	81700	81700	0.922%	0.922%	Nil	Nil	0.00%	0.00%
4	RAM KUMAR RUNGTA	80500	80500	0.908%	0.908%	Nil	Nil	0.00%	0.00%
5	SUNIL RUNGTA	61700	61700	0.696%	0.696%	Nil	Nil	0.00%	0.00%
6	RAM CHANDRA RUNGTA	34200	34200	0.386%	0.386%	Nil	Nil	0.00%	0.00%
7	SHALINI RUNGTA	31700	31700	0.358%	0.358%	Nil	Nil	0.00%	0.00%
8	PUSHPA RUNGTA	1700	1700	0.01%	0.01%	Nil	Nil	0.00%	0.00%
9	SHANTI RUNGTA	1700	1700	0.01%	0.01%	Nil	Nil	0.00%	0.00%
10	MENAKSHI RUNGTA	1100	1100	0.012%	0.012%	Nil	Nil	0.00%	0.00%
11	MAHABIR PRASAD RUNGTA	775100	775100	8.75%	8.75%	Nil	Nil	0.00%	0.00%
12	RAM SWARUP RUNGTA	245800	245800	2.775%	2.775%	Nil	Nil	0.00%	0.00%
13	SANJAY RUNGTA	38500	38500	0.435%	0.435%	Nil	Nil	0.00%	0.00%
14	SKYBLUE EARTHMOVERS & INVESTMENT (P) LTD	652700	652700	7.37%	7.37%	Nil	Nil	0.00%	0.00%
15	RANGOLD CONSTRUCTION (P) LTD	418200	418200	4.72%	4.72%	Nil	Nil	0.00%	0.00%
16	ARVIND FUELS (P) LTD	256600	256600	2.89%	2.89%	Nil	Nil	0.00%	0.00%
17	RANDEV ASSOCIATES (P) LTD	194000	194000	2.191%	2.191%	Nil	Nil	0.00%	0.00%
18	RUNGTA PROJECTS LTD	99700	99700	1.126%	1.126%	Nil	Nil	0.00%	0.00%
19	RUNGTA CARRIERS LTD	124000	124000	1.400%	1.400%	Nil	Nil	0.00%	0.00%
20	SATTERFIELD TRADE & INVESTMENT LTD	35600	35600	0.402%	0.402%	Nil	Nil	0.00%	0.00%
21	BIR AUTO AGENCIES (P) LTD	3000	3000	0.034%	0.034%	Nil	Nil	0.00%	0.00%

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

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative during the year		Shareholding	
				No. of shares	% of total shares	No. of shares	% of total shares	No. of shares	% of total shares
1.	<b>MAABIR RUNGTA</b> <b>PRASAD</b>	At the beginning of the year		775100	8.75%	775100	8.75%		
		Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%	
		At the end of the year	N/A	N/A	775100	8.75%	775100	8.75%	
2.	<b>RAM SWARUP RUNGTA</b>	At the beginning of the year		245800	2.775%	245800	2.775%		
		Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%	
		At the end of the year	N/A	N/A	245800	2.775%	245800	2.775%	
3.	<b>SANJAY RUNGTA</b>	At the beginning of the year		38500	4.35%	38500	4.35%		
		Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%	
		At the end of the year	N/A	N/A	38500	4.35%	38500	4.35%	
4.	<b>NAND KISHORE RUNGTA</b>	At the beginning of the year		142800	1.613%	142800	1.613%		
		Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%	
		At the end of the year	N/A	N/A	142800	1.613%	142800	1.613%	
5.	<b>URMILA RUNGTA</b>	At the beginning of the year		112700	1.273%	112700	1.273%		
		Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%	
		At the end of the year	N/A	N/A	112700	1.273%	112700	1.273%	
6.	<b>DEEPAK RUNGTA</b>	At the beginning of the year		81700	9.22%	81700	9.22%		
		Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%	
		At the end of the year	N/A	N/A	81700	9.22%	81700	9.22%	
7.	<b>RAM KUNMAR RUNGTA</b>	At the beginning of the year		80500	0.908%	80500	0.908%		
		Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%	
		At the end of the year	N/A	N/A	80500	0.908%	80500	0.908%	
8.	<b>SUNIL RUNGTA</b>	At the beginning of the year		61700	0.696%	61700	0.696%		
		Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%	
		At the end of the year	N/A	N/A	61700	0.696%	61700	0.696%	
9.	<b>RAM CHANDRA RUNGTA</b>	At the beginning of the year		34200	0.386%	34200	0.386%		
		At the beginning of the year	N/A	N/A	34200	0.386%	34200	0.386%	

	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	34200	0.3869%	34200	0.3869%
10.	<b>SHALINI RUNGTA</b>						
	At the beginning of the year	N/A	N/A	31700	0.3589%	31700	0.3589%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	31700	0.3589%	31700	0.3589%
11.	<b>PUSHPA RUNGTA</b>						
	At the beginning of the year	N/A	N/A	1700	.019%	1700	.019%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	1700	.019%	1700	.019%
12.	<b>SHANTI RUNGTA</b>						
	At the beginning of the year	N/A	N/A	1700	.019%	1700	.019%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	1700	.019%	1700	.019%
13.	<b>MENAKSHI RUNGTA</b>						
	At the beginning of the year	N/A	N/A	1100	0.012%	1100	0.012%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	1100	0.012%	1100	0.012%
14.	<b>SKYBLUE FARMOVERS &amp; INVESTMENT (P) LTD</b>						
	At the beginning of the year	N/A	N/A	652700	7.370%	652700	7.370%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	652700	7.370%	652700	7.370%
15.	<b>RANGOLI CONSTRUCTIONS (P) LTD</b>						
	At the beginning of the year	N/A	N/A	418200	4.722%	418200	4.722%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	418200	4.722%	418200	4.722%
16.	<b>ARVIND FUELS (P) LTD</b>						
	At the beginning of the year	N/A	N/A	256600	2.897%	256600	2.897%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	256600	2.897%	256600	2.897%
17.	<b>RANDEV ASSOCIATES (P) LTD</b>						
	At the beginning of the year	N/A	N/A	194000	2.191%	194000	2.191%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	194000	2.191%	194000	2.191%
18.	<b>RUNGTA PROJECTS LTD</b>						
	At the beginning of the year	N/A	N/A	99700	1.126%	99700	1.126%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	99700	1.126%	99700	1.126%
19.	<b>RUNGTA CARRIER LTD</b>						
	At the beginning of the year	N/A	N/A	124000	1.400%	124000	1.400%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	124000	1.400%	124000	1.400%



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20. SATTENFIELD TRADE & INVESTMENT LTD							
	At the beginning of the year	N/A	N/A	35600	0.402%	35600	0.402%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	35600	0.402%	35600	0.402%
21. BIR AUTO AGENCIES (P) LTD							
	At the beginning of the year	N/A	N/A	3000	0.034%	3000	0.034%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	3000	0.034%	3000	0.034%

(iv) Shareholding Pattern of top ten Shareholders

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

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Shareholding	
				No. of shares	% of	No. of shares	% of
				total	Shares		total
<b>1. PLEASURE INVESTMENT (P) LTD</b>							
	At the beginning of the year	N/A	N/A	1322500	14.93%	1322500	14.93%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	1322500	14.93%	1322500	14.93%
<b>2. SAWARA REALTY (P) LTD</b>							
	At the beginning of the year	N/A	N/A	1286600	14.52%	1286600	14.52%
	Changes during the year	N/A	N/A	NIL	00.00%	NIL	00.00%
	At the end of the year	N/A	N/A	1286600	14.52%	1286600	14.52%
<b>3. MANORATH DISTRIBUTERS (P) LTD</b>							
	At the beginning of the year	N/A	N/A	503465	5.68%	503465	5.68%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	503465	5.68%	503465	5.68%
<b>4. APEX FINANCE LTD</b>							
	At the beginning of the year	N/A	N/A	500000	5.64%	500000	5.64%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	500000	5.64%	500000	5.64%
<b>5. JSL IRRIGATION (P) LTD</b>							
	At the beginning of the year	N/A	N/A	164000	1.85%	164000	1.85%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	164000	1.85%	164000	1.85%
<b>6. JEWELROCK TRACON (P) LTD</b>							
	At the beginning of the year	N/A	N/A	150000	1.69%	150000	1.69%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	150000	1.69%	150000	1.69%
<b>7. ORBIT VVAFAR (P) LTD</b>							
	At the beginning of the year	N/A	N/A	91800	1.03%	91800	1.03%

	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	91800	1.03%	91800	1.03%
8.	<b>VATSAL INVESTMENT (P) LTD</b>						
	At the beginning of the year	N/A	N/A	75000	0.84%	75000	0.84%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	75000	0.84%	75000	0.84%
9	<b>RADDHANI CARRIERS (P) LTD</b>						
	At the beginning of the year	N/A	N/A	68000	0.76%	68000	0.76%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	68000	0.76%	68000	0.76%
10.	<b>ANNAPURNA CARRIERS (P) LTD</b>						
	At the beginning of the year	N/A	N/A	54800	0.61%	54800	0.61%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	54800	0.61%	54800	0.61%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of Directors and each Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	MAHABH RONGIA						
	At the beginning of the year	N/A	N/A	775100	8.75%	775100	8.75%
	Changes during the year	N/A	N/A	NIL	0.00%	NIL	0.00%
	At the end of the year	N/A	N/A	775100	8.75%	775100	8.75%
	PRASAD						
	At the beginning of the year	N/A	N/A	775100	8.75%	775100	8.75%

**V. INDEBTEDNESS**

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	(Amt. Rs./Lacs)
				Total Indebtedness



Indebtedness at the beginning of the financial year				
i) Principal Amount	1160.22	-	-	1160.22
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>1,160.22</b>			<b>1,160.22</b>
Change in Indebtedness during the financial year				
* Addition	-	-	-	-
* Reduction	241.22	-	-	241.22
<b>Net Change</b>	<b>241.22</b>			<b>241.22</b>
Indebtedness at the end of the financial year				
i) Principal Amount	919.00	-	-	919.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>919.00</b>			<b>919.00</b>

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

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

SN	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		M.P. Rungta	N.Krishnamurthy	Shruti Rungta	Taran Megoria	
	Name	CMD	JMD	WTD	WTD	(In Rs)
	Designation					
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	8,40,000	1975370	2,38,800	609252	3663422
	(b) Value of perquisites w/s 17(2) Income-tax Act, 1961	1,00,800	400924	NIL	56,160	557884
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL	NIL
	Commission	NIL	NIL	NIL	NIL	NIL
4	- as % of profit	NIL	NIL	NIL	NIL	NIL



	- others, specify	NIL	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (A)	9,40,800	2376294	2,38,800	6,65,412	4221306

**B. Remuneration to other Directors**

SN.	Particulars of Remuneration	Name of Directors	Total Amount		
			(In Rs)		
1	Independent Directors	S.K. Poddar			
		Devanand Mishra			
	Fee for attending board committee meetings	4000	4000		8000
	Commission	-	-		-
	Others, please specify	-	-		-
	Total (1)	4000	4000		8000
2	Other Non-Executive Directors	-	-		-
	Fee for attending board committee meetings	-	-		-
	Commission	-	-		-
	Others, please specify	-	-		-
	Total (2)	-	-		-
	Total (B)=(1+2)	4000	4000	4000	8000
	Total Managerial Remuneration	4000	4000	4000	8000
	Overall Ceiling as per the Act	-	-	-	-

**C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD**

SN.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount
				(Rs/Lac)
	Name	Pooja Juneja	Bajrang Singh Shekdarwar	
	Designation	Company Secretary	Chief financial officer(CFO)	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	478540	5,61,267	10,39,807
	(b) Value of perquisites w/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL



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	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
	Commission	NIL	NIL	NIL
4	- as % of profit	NIL	NIL	NIL
	- others, specify	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL
	Total	478540	561267	10,39,807

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

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

For and on Behalf of the Board  
For Rungta Irrigation Ltd.

(M.P. Rungta)  
Chairman cum Managing Director

Sd/-  
Date : 09th August 2016  
Place: New Delhi

**Annexure "G"  
Form No. MR-3  
SECRETARIAL AUDIT REPORT**

For the financial year ended 31st March 2016

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

**CIN** L74899DL1986PLC023934  
**AUTHORISED CAPITAL** Rs. 16,00,00,000/-  
**PAID UP CAPITAL** Rs. 9,85,61,000/-

To,  
The Members,  
**RUNGTA IRRIGATION LIMITED**  
101, Pragati Towers, Rajindra Place,  
New Delhi-110008

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent and in the manner reported hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2016 according to the provisions of –

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made under that Act;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed under that Act;
- iv. The Foreign Exchange Management Act, 1999 and the Rules and Regulations made under that Act to the extent applicable to the Export of Irrigation Pipes;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

- (a) ~~The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;~~
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) ~~The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;~~
- (e) ~~The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2009;~~
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) ~~The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;~~ and
- (h) ~~The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1999;~~



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(vi) Industrial Disputes Act, 1947, Payment of Bonus Act, 1965, Minimum Wages Act, 1948, Payment of Gratuity Act, 1972, Workmen's Compensation Act, 1923, Employees' State Insurance Act, 1948, Employees' Provident Fund and all other Labour Laws, Rules and Regulations applicable to the Company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

1. As per the explanations and information furnished to us by the officers and agents of the Company for the compliances under FEMA to the extent applicable to the Export of Irrigation Pipes, Company is having valid Export License and is regular in submitting of SDF form.

**We further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

**We further report that:**

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

**We further report that:**

1. During the audit period, the company passed a board resolution in the meeting held on 24th day of August, 2015 to avail loan facility from HDFC Bank Limited, Hyderabad of Rs. 13,00,000/- (Rupees Thirteen Lacs only) for car loan to be repayable in equated monthly installments not exceeding (47) months.
2. During the audit period, the company passed a board resolution in the meeting held on 6th day of May, 2015 for vacation of office of Mr. M.P. Kaushik, director of the company, pursuant to the provisions of Companies Act, 2013, due to his inability to attend the Board Meetings held during a period of twelve months with or without seeking leave of absence of the board of the Company.

**For AMIT KUMAR**  
Company Secretaries

Sd/-  
**Amit Kumar**  
Proprietor  
FCS-5917  
CP-6184

Place: New Delhi  
Date : 20-05-2016

## Annexure "H"

## Form - A

Form for disclosure of particulars with respect to conservation of energy

## A Power and Fuel consumption

## 1. Electricity

	Current Year	Previous Year
a. Purchased		
Unit	2508310	2286961
Total amount	Rs. 15869869	Rs. 16302632
Rate /unit	Rs. 6.33	Rs. 7.13
b. Own generation		
1. Through diesel generator		
Units	118718	201209
Units per-ltr. of diesel oil	4.77	4.82
Cost/unit	Rs. 9.29	Rs. 11.09

## B. Consumption per units of production

	Current Year	Previous Year
1. Electricity	0.54 Per Kg.	0.51 Per Kg.



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## INDEPENDENT AUDITOR'S REPORT

To  
The Members of  
**M/s RUNGTA IRRIGATION LIMITED**  
Report on the Financial Statements

We have audited the accompanying financial statements of M/s Rungta Irrigation Limited ("the Company"), having Regd. office at 101, Pragati Tower, 26, Rajendra Place, New Delhi-110008 which comprise the Balance Sheet as at March 31, 2016, and the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### **Management's responsibility for the Standalone Financial Statements**

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

### **Auditors' Responsibility**

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

We have taken into account the provisions of the Act, the accounting and auditing standards and the 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 control relevant to the Company's preparation of financial statement that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the 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:

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;

- b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and  
c) In the case of Cash Flow Statement, of the cash flow of the company for the year ended on that date.

**Report on other Legal and Regulatory Requirements:**

As required by the Companies (Auditor's Report) Order, 2015 (the Order) issued by the Central Government of India in terms of sub-section (ii) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

**As required by section 143(3) of the Act, we report that:**

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of section (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 to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note no 26(3) to the financial statements.
  - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii) There has been no delay in transferring amounts, if required to be transferred, to the Investor Education and Protection Fund of the company.

**For ANDROS & CO.**

**CHARTERED ACCOUNTANTS**  
(Regn. No.-008976N)

**(BRIJ BHUSHAN GARG)**  
**PARTNER**  
**M. No. 084865**

**Date : 20.05.2016**  
**Place: New Delhi**

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

[Referred to in our report of even date]

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) As explained to us, the fixed assets have been physically verified by the management during the year in phased periodical manner, which in our opinion is reasonable, having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) (a) As explained to us, inventory has been physically verified by the management at regular intervals during the year. In our opinion, the frequency of such verification is reasonable.
- (b) The discrepancies noticed on verification between the physical stocks and the book records have been properly dealt with in books of account.
- (iii) (a) The company has given unsecured advances to Ramgarh Sponge Iron Pvt. Ltd. which is covered under clause 76 of section 2 of the Companies Act, 2013. During the said year company has also taken unsecured advances from the said company and transactions thereof are duly recorded in the register maintained for this purpose. At the end of the year, the net amount of Rs. Nil/(Previous year Rs Nil) stands Receivable/ payable by the company under audit (Refer Note no 26/(17)b. As per explanation given to us all the above transactions have been made in the normal course of business and are prima facie not prejudicial to the interest of the company.
- (b) The company has taken un-secured long term deposits as disclosed in Note no 4 of the financial statements which includes Rs 493.21 lacs from Vaishno Devi Vinimay Pvt Ltd payable as on 31.03.2016(Previous year Rs 899.62 lacs) which is covered under Clause 76 of the Companies Act, 2013.
- (c) In our opinion, the terms and conditions on which advances /deposits were given or taken by the Company, secured or un secured are prima facie not prejudicial to the interest of the Company.
- (d) According to information and explanations given to us no interest is charged or given on the above transactions.
- (iv) In case of Loan given by the company or investment made by the company, the provisions of Section 185 & 186 of the companies Act,2013 have been complied with. No guarantee is provided by the company to any other person.
- (v) The Company has not accepted any deposits from the public in accordance with the Provisions of sections 73 to 76 of the Companies Act and the rules framed there under.
- (vi) We have broadly reviewed the records maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under sub-section 1 of Section 148 of the Companies Act and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the records with a view to determine whether they are accurate or complete.
- (vii) (a) According to the records of the company, the company has generally been regular in depositing with appropriate authorities, the undisputed statutory dues including Provident Fund, Investor Education and Protection Fund (except the unpaid dividend of Rs. 9.89Lac/Previous year 9.89lac) held in abeyance due to pending legal cases), Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other statutory dues applicable to it.
- (b) According to the information and explanation given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March' 31, 2016 for a period of more than six months from the date they became payable except the dues of unpaid Dividend of Rs. 9.89 Lacs ( Previous year Rs. 9.89 lacs) which is held in abeyance due to pending legal cases.
- (b) According to the information given by the company and its record, the following are the details of dues outstanding as on 31.03.2016 on account of disputed cases in respect of Sales Tax, Excise Duty,



**ANNUAL REPORT : 2015-2016**

Income Tax, Custom Tax, Wealth Tax, Cess and Service Tax:

S. No	Name of Statute	Nature of dues	Forum where dispute is pending	Amount (Rs. in Lac)
1.	Central Excise Act.	Service Tax	Commissioner, Appeals	1.52

(vii) Based on our audit procedures and according to the information and explanations given by the management, we are of the opinion that the company has not defaulted in re-payment of dues to Bank or Financial Institutions.

(ix) According to the records of the company, the term loans obtained by the company have been applied for the purpose for which it is obtained. No money is raised by the company by way of Public offer including debt instruments during the year.

(x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

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

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

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and 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 explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) The Company is not required to be registered under section 45-1A of the Reserve Bank of India Act 1934.

**For ANDROS & CO.**  
**CHARTERED ACCOUNTANTS**  
(Regn. No. - 008976N)

Sd/-  
**(BRJU BHUSHAN GARG)**  
**PARTNER**  
M. No. 084865

Date : 20.05.2016  
Place : New Delhi

**Annexure – “B” to the Auditors’ Report**

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

We have audited the internal financial controls over financial reporting of Rungta Irrigation Limited (“the Company”) as of 31 March 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**Management’s Responsibility for Internal Financial Controls**

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

**Auditors’ Responsibility**

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

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

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

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

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

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future 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 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For ANDROS & CO.  
CHARTERED ACCOUNTANTS  
(Regn. No-008976N)**

**Sd/-  
(BRJU BHUSHAN GARG)  
PARTNER  
M. No. 084865**

**DATED: 20.05.2016  
PLACE: DELHI**



SYMBOL OF  
QUALITY

RUNQTA IRRIGATION LIMITED

**Runqta Irrigation Limited**  
**Balance Sheet As At 31st March 2016**

Amount in Rs.

Particulars	Note No.	As At 31st March 2016	As At 31st March 2015
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders Funds</b>			
Share Capital	1	88,561,000	88,561,000
Reserves and Surplus	2	490,914,680	484,608,645
<b>Non-current Liabilities</b>			
Long-Term Borrowings	3	1,628,373	625,156
Long Term Liabilities -Other	4	137,850,477	186,601,421
<b>Current Liabilities</b>			
Short-Term Borrowings	5	91,900,038	112,280,024
Trade Payables	6	23,178,496	53,093,917
Other Current Liabilities	7	78,055,017	66,504,855
Short-Term Provisions	8	10,331,809	11,115,856
<b>Total</b>		<b>922,419,890</b>	<b>1,002,390,873</b>
<b>ASSETS</b>			
<b>Non-current Assets</b>			
<b>Fixed Assets</b>			
Tangible Assets	9	84,568,564	91,857,972
Intangible Assets	9	519	3,987
Capital Work -In-Progress	9	7,237,563	7,237,563
<b>Non-current Investments</b>			
Deferred Tax Assets (Net)	10	204,682,880	211,467,265
Long-term Loans and Advances	11	3,550,132	5,285,321
	12	29,776,288	30,697,334
<b>Current Assets</b>			
Inventories	13	121,747,990	106,308,080
Trade Receivables	14	301,530,685	329,362,744
Cash and Cash Equivalents	15	22,841,393	26,239,056
Short-Term Loans and Advances	16	145,684,082	193,790,619
Other Current Assets	17	771,794	1,140,932
<b>Total</b>		<b>922,419,890</b>	<b>1,002,390,873</b>

Significant Accounting Policies and Additional Information  
The notes referred to above form an integral part of the Financial Statements

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As per our report of even date annexed  
For ANDROS & Co.  
Chartered Accountants

For and on Behalf of the Board of Directors

Sd/-  
BRIJ BHUSHAN GARG  
Partner  
Membership No. 084865  
New Delhi, 20th May 2016

Sd/-  
M. P. Rungta  
Chairman and  
Managing Director

Sd/-  
Tarun Megolia  
Executive Director

## Rungta Irrigation Limited

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

Particulars	Note No.	Amount In Rs.	
		For The Year Ended 31st March 2016	For The Year Ended 31st March 2015
<b>Revenue :</b>			
Revenue from Operations	18	640,338,003	636,626,481
Other Income	19	29,958,231	39,054,816
<b>Total Revenue</b>		<b>670,296,234</b>	<b>671,681,097</b>
<b>Expenses:</b>			
Cost of Materials Consumed	20	317,152,340	456,872,839
Purchases of Stock-in-Trade		141,342,676	11,242,148
Changes in Inventories of Finished goods, Work-in-progress and Stock-in-Trade	21	(13,836,382)	8,277,953
Other Direct Manufacturing Expenses	22	39,187,742	33,506,657
Employee Benefits Expense	23	47,941,698	47,499,862
Finance Costs	24	18,861,575	12,059,891
Depreciation and Amortization Expenses	9	11,078,358	14,000,543
Other expenses	25	87,567,591	64,535,462
<b>Total Expenses</b>		<b>649,295,597</b>	<b>646,995,355</b>
Profit Before Tax		21,000,637	24,685,742
Provision For Current Tax		(6,000,000)	(4,940,000)
Provision For Deferred Tax		(1,735,189)	1,517,356
<b>Profit After Tax</b>		<b>13,265,448</b>	<b>21,263,098</b>
Income Tax Related To Last Year			21,263,098
<b>Earning Per Share</b>			
Basic Earning Per Share(Rs.)		1.50	2.40
Diluted Earning Per Share(Rs.)		1.50	2.40

Additional Information and Significant Accounting Policies

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The notes referred to above form an integral part of the Financial Statements

As per our report of even date annexed  
For ANDROS & Co.  
Chartered Accountants

For and on Behalf of the Board of Directors

Sd/-  
BRJ BHUSHAN GARG  
Partner  
Membership No. 0848665  
New Delhi, 20th May 2016

Sd/-  
M. P. Rungta  
Chairman and  
Managing Director

Sd/-  
Tarun Megolia  
Executive Director  
Sd/-  
Pooja Juneja  
Company Secretary



SYMBOL OF  
QUALITY

**RUNGTA IRRIGATION LIMITED**

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

PARTICULARS	For the year ended	
	3/31/2016	3/31/2015
	Rs.	Rs.
<b>A. CASH FLOW FROM OPERATING ACTIVITIES :</b>		
Net Profit before Tax and extraordinary items	21,000,637	24,685,742
Adjustment for:		
Depreciation	11,078,358	14,000,543
Interest paid	12,679,340	9,809,509
Dividend Received	(33,022)	(45,308)
Loss/(Profit) on Sale of Assets	(2,816,676)	296,938
Interest Income	(17,068,783)	(16,594,463)
<b>Operating profit before working capital changes</b>	<b>24,839,854</b>	<b>32,152,961</b>
Adjustment for:		
Trade & other receivables	87,949,164	(123,139,814)
Inventories	(15,439,910)	22,885,009
Trade & other payables	(66,900,249)	122,564,459
<b>Cash generated from operations</b>	<b>30,448,859</b>	<b>54,462,615</b>
Direct Taxes refund/(paid)	(6,000,000)	(4,940,000)
Cash flow before extraordinary items	24,448,859	49,522,615
Extraordinary items	(6,959,413)	-
<b>Net Cash From Operating Activities (A)</b>	<b>17,489,446</b>	<b>49,522,615</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES :</b>		
Purchase of Fixed Assets	(4,447,659)	(11,718,439)
Sales of Fixed Assets	3,450,853	547,826
Sales of Recovery from Investment	6,784,385	13,417,885
Purchase of Investments	-	-
Dividend Received	33,022	45,308
Interest Income	17,068,783	16,594,463
Loan to other Corporate	(10,720,584)	(50,279,616)
<b>Net Cash Used in Investing activities (B)</b>	<b>12,169,000</b>	<b>(31,392,573)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES :</b>		
Issue of Share Capital/Warrant	-	-
Unpaid Call Received	-	-
Working Capital Loans	(20,379,986)	(65,064)
Long Term Secured Loans	1,003,217	(474,031)
Long Term Unsecured Loans	-	(930,000)
Dividend/ Dividend Tax Paid /Redeemed share	-	-
Interest Paid	(12,679,340)	(9,809,509)
<b>Net Cash used in Financing Activity (C)</b>	<b>(32,056,109)</b>	<b>(11,278,604)</b>
<b>Net Increase in Cash &amp; Cash Equivalents (A+B-C)</b>	<b>(2,397,663)</b>	<b>6,851,438</b>
Cash & Cash Equivalents (opening)	25,239,056	18,387,618
Cash & Cash Equivalents (closing)	22,841,393	25,239,056

As per our report of even date annexed  
For ANDROS & Co.  
Chartered Accountants

For and on Behalf of the Board of Directors

Sd/-  
BRU BHUSHAN GARG  
Partner  
Membership No. 084865  
New Delhi, 20th May 2016

Sd/-  
M. P. Rungta  
Chairman and  
Managing Director

Sd/-  
Tarun Megotra  
Executive Director

Sd/-  
Pooja Jureja  
Company Secretary

**Rungta Irrigation Limited**  
Notes on Financial Statements

Particulars	As At 31st March 2016	As At 31st March 2015
<b>Share Capital</b>		
Authorised Share Capital		
1,00,00,000 (100,00,000) Equity Shares of Rs.-10/- Each	100,000,000	100,000,000
50,00,000 (50,00,000) 12% Redeemable Cumulative Preference Shares of Rs.-100/- Each	50,000,000	50,000,000
10,00,000 (10,00,000) Redeemable Cumulative Preference Shares of Rs.-100/- Each	10,000,000	10,000,000
<b>Total</b>	<b>160,000,000</b>	<b>160,000,000</b>
<b>Issued, Subscribed &amp; Paid-Up</b>		
88,56,100 (88,56,100) Equity Shares of Rs.-10/- Each	88,561,000	88,561,000
Nil (Nil) 12% Redeemable Cumulative Preference Shares of Rs.-100/- Each	-	-
<b>Total</b>	<b>88,561,000</b>	<b>88,561,000</b>
<b>a) The Reconciliation of the Number Of Shares outstanding is set out below:</b>		
Particulars	As At 31.3.15 No. Of Shares	As At 31.3.15 No. Of Share
Equity Shares at the beginning of the year	88,56,100	88,56,100
Shares issued during the year	-	-
<b>Equity Shares at the end of the year</b>	<b>88,56,100</b>	<b>88,56,100</b>

**b) Right/preference/restrictions attached to equity shares**

Terms/rights attached to equity shares: The Company has only one class of equity shares having at par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of Company after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the share holders.

**c) The details of Shareholders holding more than 5% shares:**

Name of shareholder	As At 31.3.16 No. Of Share	%Held	As At 31.3.15 No. Of Share	%Held
Shybhule EarthMovers & Investment Pvt. Ltd.	652700	7.37	652700	7.37
Pleasure Investment Pvt Ltd	1322500	14.93	1322500	14.93
Samana Realty Pvt.Ltd	1286600	14.53	1286600	14.53
Apex Finance Ltd	500000	5.65	500000	5.65
Mandraj Distributors Pvt Ltd	503465	5.68	503465	5.68
M.P. Rungta	775100	8.75	775100	8.75

**d) Aggregate number of bonus shares issued and share issued for consideration other than cash during the period of five years immediately preceding the reporting date.**

The Company has not issued any bonus shares nor has been any buy back of shares during five years immediately preceding 31st March 2016.

Reserves & Surplus	As At 31st March 2016	As At 31st March 2015
<b>Capital Redemption Reserve</b>		
As Per Last Balance Sheet	50,000,000	
Add: Transferred From Profit & Loss		50,000,000
<b>Security Premium</b>		
As Per Last Balance Sheet	246,936,572	
Add: On issue of Shares		246,936,572
<b>General Reserve</b>		
As Per Last Balance Sheet	119,802,739	
<b>Profit &amp; Loss Account Balance</b>		
Add: Transferred from Statement of Profit and Loss	67,869,334	
Less- Excess Income Tax & TDS balances adjusted	13,285,448	
	74,175,389	67,869,334
<b>Total</b>	<b>490,914,680</b>	<b>484,608,645</b>



SYMBOL OF  
QUALITY

RUNGTA IRRIGATION LIMITED

Particulars	As At 31st March 2016	As At 31st March 2015
<b>3</b>		
<b>Long Term Borrowings</b>		
<b>Secured</b>		
Vehicle Loans		
- From Banks	2,694,061	1,937,646
- From Financial Companies	2,694,061	2,466
	(1,056,888)	(1,940,112)
		(1,314,959)
Less: Shown in current maturities of long term debt (Refer Note 7)		
(Secured by hypothecation of respective vehicle and personal guarantee of director of the Company)		
(Terms of Repayment- Repayable in Monthly installments. The amount will be fully paid by NOV-2016)		
<b>Total-A</b>	<b>1,628,373</b>	<b>629,156</b>
<b>Un-Secured</b>		
From Related Parties (Interest Free)		
From Others (Interest Free)		
<b>Total-B</b>	<b>-</b>	<b>-</b>
<b>Total-A+B</b>	<b>1,628,373</b>	<b>629,156</b>
<b>4</b>		
<b>Long Term Liability Other</b>		
Unpaid dividend #	989,450	989,450
Other Deposits ##	136,861,027	185,611,971
<b>Total</b>	<b>137,850,477</b>	<b>186,601,421</b>
<b>5</b>		
<b># The amount kept in abeyance due to legal cases pending.</b>		
<b>## Unsecured Taken from Corporates long term interest free</b>		
<b>Secured</b>		
<b>Loans repayable on demand- Working Capital Loan</b>		
From Banks- Allahabad Bank	91,900,038	112,280,024
<b>Total</b>	<b>91,900,038</b>	<b>112,280,024</b>
<b>6</b>		
<b>Trade Payables</b>		
Micro, Small and Medium Enterprises	101,720	177,827
Others	23,076,776	52,916,090
<b>Total</b>	<b>23,178,496</b>	<b>53,093,917</b>
<b>7</b>		
<b>Other Current Liabilities</b>		
Current Maturities of Long-term Debts		
Vehicle Loan - From Banks	1,055,688	1,312,490
- From Financial Companies		2,466
Interest Accrued and due on Borrowings		
Advances from Customers	45,358,437	22,745,574
Trade Deposits	8,205,886	8,215,786
Staukory Dues	3,989,089	4,809,854
Other Liabilities #	14,890,103	24,302,611
Liability for Expenses	4,585,814	4,116,074
<b>Total</b>	<b>78,055,017</b>	<b>65,504,855</b>
<b># Including Rs-Nil/- (PY- Rs-337000/-) related parties (Interest free)</b>		
<b>8</b>		
<b>Short Term Provisions</b>		
Provision for employee benefits		
Bonus and Reward		1,634,740
Gratuity	3,270,390	3,270,390
Provision for Income Tax	6,000,000	4,940,000
Excise Duty Payable on Finished Goods	1,061,419	1,270,725
<b>Total</b>	<b>10,331,809</b>	<b>11,115,855</b>



Particulars	As At 31st March 2016		As At 31st March 2015	
	Rs	No. of Shares	Rs	No. of Shares
<b>Non Current Investments</b>				
a. Long Term non-trade Investment valued at cost				
Investment in fully paid up Equity Shares	313,316		313,315	
- Unquoted				
<i>Minaray Isat (Ying Ptd Ltd of Rs-100/- each)</i>	27500	27500	2750000	27500
<i>KWSI (Mangrove Ltd of Rs-10/- each)</i>	18400	18400	482301	18400
<i>Mano Distribution Pvt Ltd Rs-10/- each.</i>	350000	350000	3500000	350000
<i>R. Ramayah Spunge Iron (P) Ltd Rs-10/- each.</i>	4836120	4836120	140928000	4836120
<i>Tanahakan Flour Mills Ltd Rs-100/- each.</i>	15750	15750	1575000	15750
<i>Jharkhand Ispat P. Ltd Rs-10/- each.</i>	500000	500000	5000000	500000
<i>Khurga Carrier Ltd Rs-10/- each</i>	1000000	1000000	10000000	1000000
<b>Total</b>	195713301	195713301	195713301	195713301
# Company under same Management				
<b>ii. Quoted</b>	313,316		313,315	
<i>Capitans Indre Ltd Rs-10/- each</i>	10	10	528	10
<i>DLF Limited Rs-2/- each</i>	1000	1000	273643	1000
<i>Eveready Industries Ltd Rs-5/- each</i>	333	333	47504	333
<i>Fisher Industries Ltd</i>	100	100	1495	100
<i>Ganman India Ltd, Ltd Rs-2/- each</i>	100	100	2071	100
<i>Hindico Ltd Rs-1/- each</i>	4000	4000	196598	4000
<i>Hydro S&amp;S Ind Ltd Rs-10/- each</i>	10	10	249	10
<i>Jindal Poly Films Ltd Rs-10/- each</i>	1000	1000	544286	1000
<i>Woldec Russell India Limited Rs-70/- each</i>	333	333	47505	333
<i>NRI Kamal Plastics Ltd Rs-10/- each</i>	100	100	3172	100
<i>Neel Ltd Rs-10/- each</i>	200	200	2152	200
<i>Padman Tech Ltd Rs-10/- each</i>	100	100	306	100
<i>Peacock Industries Ltd Rs-10/- each</i>	100	100	516	100
<i>Pearls Polymers Ltd Rs-10/- each</i>	100	100	1981	100
<i>Reliance Communication Ltd Rs-10/- each</i>	2000	2000	396164	2000
<i>Reliance Industries Ltd Rs-10/- each</i>	280	280	181011	280
<i>Sargam Aluminium Ltd Rs-10/- each</i>	13200	13200	38595	13200
<i>Suzlon Energy Limited Rs-2/- each</i>	1000	1000	52242	1000
<i>Tata Steel Ltd Rs-10/- each</i>	2000	2000	356948	2000
<i>Unitech Ltd Rs-2/- each</i>	1000	1000	44147	1000
<b>Total</b>	2190893	2190893	2190893	2190893
Aggregate Market Value Of quoted Investment is Rs-2307821/-, Previous year Rs-2368926/-				
<b>b. Long Term Trade Investment</b>				
Investment in the Capital Of Partnership Firms	313,316		313,315	
<i>Almas Mineral (Kashan Mineral &amp; Co and Marol Minerals</i>	6778686		13663071	
<b>Total</b>	313,316		204,682,880	211,467,265
Accrued Expenses deductible on payment basis			1301320	
<b>Total</b>	313,316		313,315	
Deferred Tax Assets(Net)				
Depreciation difference	3550132		3884001	
Net Deferred Tax Assets	3550132		5285321	
<b>Total</b>	3550132		3,550,132	5,285,321
<b>12 Long Term Loans and Advances</b>				
Capital Advances				
Unsecured considered good				
Loan to Body Corporate				
Security Deposits				
Unsecured, considered good				
<b>Total</b>				29,776,288
Inventories Valued at Cost or Net Realisable Value whichever is lower*				
Raw Material and Components				10,831,008
Goods-in transit				12,169,371
Work-in-progress **				68,586,020
Finished Goods				26,095,702
Trading Goods				4,065,889
Stores and spares				
** includes Rs-420801/- (Previous Year Rs-723204/-) Materials lying with Third Parties for Processing				
<b>Total</b>				121,747,990
Trade Receivables				
As taken, valued and certified by the Management				157,272,147
Trade Receivables outstanding for a period less than six months				144,258,538
Unsecured, considered good				137,231,175
Trade Receivables outstanding for a period exceeding six months				
Unsecured, considered good				
<b>Total</b>				301,530,685
<b>Total</b>				106,308,050

14



21	Changes in Inventories of Finished goods, Work-in-progress and Stock-in-Trade		
	Opening Stock		
	- Finished goods	85,861,912	94,404,102
	- Work-in-progress	7,152,799	6,888,562
	- Trading Goods		
	Closing Stock	93,014,711	101,292,664
	- Finished goods	68,586,020	65,661,912
	- Work-in-progress	12,169,371	7,152,799
	- Trading Goods	26,059,702	
		106,814,093	93,014,711
	Changes in Inventories	(13,896,382)	8,277,953
22	Other Direct Manufacturing Expenses		
	Power & Fuel	18,346,636	19,759,605
	Carriage & Octroi (Inward)	4,179,271	4,263,410
	Processing Charges		
	Consumable Stores	4,895,256	5,663,624
	Repair & Maintenance :		
	- Part & Machinery	623,473	1,785,242
	- Building	1,177,374	1,84,891
	- Others	288,680	115,839
	Other Manufacturing Expenses	3,995,233	3,259,709
	Excise Duty	5,771,809	(719,049)
		39,187,742	33,506,667
	Total		
23	- Excess Duty Difference Of Opening and Closing of Finished Goods and Excise Duty borne by company		
	Employee Benefits Expenses		
	Salaries and Incentives	41,791,124	39,054,525
	Contributions to :		
	- Gratuity Fund		544,927
	- Provident and other Funds	2,812,430	2,807,622
	Workmen & Staff Welfare Expenses	3,338,147	5,082,788
		47,941,698	47,499,862
	Total		
24	Finance Costs		
	Interest on Loans for Fixed Period	3,878,197	573,020
	Interest Other & Bank	12,679,340	9,236,489
	Bank Charges	2,304,038	1,699,681
	Finance Costs (Preference share)		
	Exchange Fluctuation		651,801
		18,861,575	12,059,891
	Total		
25	Other Expenses		
	Advertisements Expenses	524,365	811,078
	Auditors Remuneration		
	- Statutory Audit	200,000	230,900
	- Tax Audit	50,000	50,000
	Carriage Outwards	16,283,072	11,141,761
	Sales Promotion	2,980,357	3,017,923
	Discount	36,445	284,583
	Electricity & Water Expenses	891,636	893,166
	Insurance Charges	1,140,997	588,641
	Legal & Professional Charges	995,798	1,029,130
	Telephone & Postage Expenses	1,082,840	1,145,730
	Rent Expenses	3,646,675	4,379,885
	Rates and taxes	920,810	1,023,302
	Installation Expenses	1,100,256	1,609,567
	Commission to selling agents	37,683,408	20,091,220
	Travelling & Conveyance Expenses	6,171,474	6,301,035
	Vehicle Running & Maintenance	2,989,867	3,003,521
	Miscellaneous Expenses	8,923,222	8,241,865
	Loss on sale of Fixed assets		296,938
	Bad Debts Written Off (Net of write back of liabilities)	2,076,430	435,227
	Total	87,567,591	64,535,462

**SCHEDULES TO AND FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2016**

Note No '9'

**FIXED ASSETS AND DEPRECIATION**

(Amount in Rs.)

Particulars	Gross Block			DEPRECIATION						Net Block	
	As on 01.04.2015	Addition	Sale	As on 31.03.2016	up to 31.03.2015	Less Trfd to Reserve Fund	For the year	Adj. on Sale	Up to 31.03.2016	As on 31.03.2016	As on 31.03.2015
<b>Tangible Assets</b>											
1 Land	38,923,582			38,923,582	-					38,923,582	38,923,582
2 Staff Building	2,383,736			2,383,736	1,437,451		50776		1,488,227	895,509	946,285
3 Factory Building	19,988,514			19,988,514	12,222,222		718361		12,940,583	7,047,931	7,766,292
4 Office Premises	5,497,080			5,497,080	3,250,860		150187		3,401,047	2,096,033	2,246,220
5 Furniture & Fixture	3,068,133	10,940		3,079,073	2,562,531		128553		2,691,084	387,989	505,602
6 Plant & Machinery	106,896,376	2,795,014	2,757,941	106,933,449	82,436,168		5355689	2,620,044	85,171,813	21,761,636	24,460,208
7 Earthmoving Equip.	38,405,912			38,405,912	37,970,882		58259		38,029,141	376,771	435,030
8 Office Equipment	7,676,572	300,044		7,976,616	5,206,063		226713		5,432,776	2,543,840	2,470,509
9 Vehicles	57,069,221	1,221,531	644,818	57,645,934	44,460,660		3634672	323,268	47,772,064	9,873,870	12,808,561
10 Lorries	11,164,879		640,380	10,524,499	10,176,317		450433	465,650	10,161,100	363,399	988,562
11 Computer	4,746,498	120,130		4,866,628	4,561,787		64134		4,645,921	220,707	164,711
12 Electric Instalation	1,954,438			1,954,438	1,612,028		237113		1,849,141	105,297	342,410
<b>Intangible Assets</b>											
1 Computer Software	184,057			184,057	180,070		3468		183,538	519	3,987
<b>SUB-TOTAL</b>	<b>297,958,998</b>	<b>4,447,659</b>	<b>4,043,139</b>	<b>298,363,518</b>	<b>206,097,039</b>	<b>-</b>	<b>11,078,358</b>	<b>3,408,962</b>	<b>213,766,435</b>	<b>84,597,083</b>	<b>91,861,959</b>
CWIP	7,237,563			7,237,563						7,237,563	7,237,563
<b>TOTAL</b>	<b>305,196,561</b>	<b>4,447,659</b>	<b>4,043,139</b>	<b>305,601,081</b>	<b>206,097,039</b>	<b>-</b>	<b>11,078,358</b>	<b>3,408,962</b>	<b>213,766,435</b>	<b>91,834,646</b>	<b>99,099,522</b>
Previous Year	296,876,610	11,421,501	3,181,556	305,196,561	193,558,502	1,091,718	14,000,543	2,553,724	206,097,039	99,099,522	103,318,108

**NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2016**  
**NOTE NUMBER:26**

- 26(1). **SIGNIFICANT ACCOUNTING POLICIES**
- a) **Basis of preparation of Financial Statements:**  
 The financial statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principle and the provisions of the Companies Act, 2013.
- b) **Fixed Assets and Depreciation:**  
 Fixed assets are stated at cost of acquisition less accumulated depreciation. The costs of Fixed Assets are inclusive of freight, duties (net of Cenvat) and other incidental expenses incurred during construction period.  
 Depreciation on Fixed assets is provided on WDV method in accordance with the rates and in the manner specified in schedule II of the Companies Act, 2013.
- c) **Impairment of Assets**  
 An asset is impaired if there are sufficient indication that the carrying cost would exceed the recoverable amount of cash generating assets. In that event an impairment loss so computed is recognized in the account in the relevant year.
- d) **Investments:**  
 Long Term Investments are stated at cost. Provision is made for diminution, other than temporary, in the value of such investment.
- e) **Inventories:**  
 Raw materials are valued at cost less Cenvat claimed on it and stores and spare parts are valued at cost. Finished Goods are valued at cost added with the excise duties on clearance payable or net realizable value whichever is lower. Work in Process in supply contracts with installation is calculated at cost or net realizable value whichever is lower. The cost is determined on FIFO basis. Scrap is valued at estimated realizable value.
- f) **Revenue Recognition:**  
 Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection. Sales are net of Sales Tax but inclusive of excise duty which is subtracted later as exhibited in Profit & Loss Statement.
- g) **Foreign Currency Transactions:**  
 Foreign currency transactions are accounted at the exchange rates prevailing on the date of transaction. The profit or loss on account of exchange fluctuation (on revenue transactions) is charged to the Profit & Loss A/c.
- h) **Provisions and Contingent Liabilities:**  
 Provisions in respect of present obligations arising out of past events are recognized when reliable estimates can be made of the amount of obligation. The contingent liabilities are disclosed by way of notes on accounts forming part of Balance Sheet.
- Employee Benefits:**
- Short term benefits**  
 Short term employee benefits are recognized as an expense at the undiscounted amount in the profit & loss account of the year in which the related service is rendered.
- Post employment benefits**  
 The Company has opted for a Group Gratuity cum life Insurance Scheme of the Life Insurance Corporation of India for part of the employees and the contribution is charged to the profit and loss account. For other than funded plan, the present value of the amount payable on account of Gratuity and leave encashment has not been provided in the books of accounts during the current financial year ended on 31st March, 2016.
- Contingent liabilities not provided for:**  
 Sales Tax Authorities have raised demand for Rs. Nil Lac ( Previous year Rs. 12.75 lac) for various assessment years, pending with Appellate Authorities and High Court.
- 26(2).  
 i.  
 ii.
- 26(3).  
 a)



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RUNGTA IRRIGATION LIMITED

b) The Excise Department has raised a demand of Rs. 1.52 lac against Service Tax on Transaction charges and the matters are pending with the appellate authorities. As per opinion, the appeals are likely to be decided in the favour of the Company (Previous Year: Rs. 1.52 Lac).

c) The company has given counter guarantee to the bankers against guarantees issued by Banks on behalf of the company amounting to Rs. 461.59 Lacs (Previous Year: Rs. 588.67 Lac). The liability may arise in case of failure in supply of material or malfunctioning of products supplied by the Company.

26(4). Estimated amount of contracts remaining to be executed on capital account and not provided for is Rs. NIL (Previous Year: Rs. NIL).

26(5) Preferential allotment of convertible warrants and its conversion into Equity Shares. During the year NIL (Previous year NIL)

26(6). (a) Particulars of Investment in the Capital of Partnership Firms:

Name of Partnership Firms	Name of Partners	Share of each Partner	Investment in the firm (Rs.)	2015-16	2014-15
Ajanta Minerals	Rungta Irrigation Ltd.	50%	15,96,110	32,96,160	
	Mr. Dharam Bir	50%			
Kishan Maharaaj & Co.	Rungta Irrigation Ltd.	50%	NIL	50,84,335	
	Mr. Ram Bir	50%			
Maruti Minerals	Rungta Irrigation Ltd.	50%	51,82,576	51,82,576	
	Mr. Ram Bir	50%			

(b) As intimated to us, the management has obtained certificates from the firms for the balance amount invested as mentioned before each as above as on 31.03.2016. In the opinion of management, the investment is considered good in spite of no record available of the business activity of firms during the year.

26(7). Name and balances with the Bank, other than scheduled Banks in Current Accounts are as under. In none of these Banks any of the directors or their relative is interested.

Sl. No.	Name of Banks	31.03.16 Rs.	31.03.15 Rs.
i.	The Mahendragarh Central Co-operative Bank Ltd. Mahendragarh, Haryana	6,724	6,724
ii.	The Rewari Central Coop. Bank Ltd. Rewari	1,803	1,803
iii.	The Bhiwani Central Coop. Bank Ltd. Bhiwani	0	8,862
iv.	The Rohtak Central Coop. Bank Ltd. Jhajjar	2,435	2,435
v.	Haryana State Coop. Apex Bank Ltd. Chandigarh	1,500	1,500
vi.	The Jallore Coop. Bank Ltd.	5,002	5,002
	<b>Total</b>	<b>17,464</b>	<b>26,326</b>

26(8). The Company has recalled the balance outstanding loan of Rs.230.34 lacs as on 31.03.2016(Previous Year Rs.230.34 lacs) given to M/s Rungta Projects Limited. The balance dues are yet to be recovered and as explained, the company is taking adequate steps to recover fully during 2016-17.

**Rungta Irrigation Limited**  
**Notes on Financial Statements**

	2015-16		2014-15	
26(9) Turnover, Opening and Closing Stock of Finished Goods				
a. Turnover #	Units	Qty.	Rs.	Qty.
Aluminium Pipe Coupled	Nos.	29,448	39,948,983	34,146
HDPE Pipe coupled	Nos.	352,620	392,166,613	291,120
PVC Pipe	Nos.	17,650	21,464,609	153,362
Accessories, Fittings & Other		69,292,553	522,872,738	89,461,007
Trading Goods (Coal)		117,465,265	625,252,552	11,373,929
		<b>640,338,003</b>	<b>636,626,481</b>	

# Sprinkler Irrigation System and Drip Irrigation systems are sold in various combination of pipes, laterals, accessories and fittings in numbers/ mtrs. for a combined value in Sets. Therefore, it is not practical to give item wise value of sales. Sale amount is net of sales tax and Exclusive of excise duty.

	2015-16		2014-15	
b. Opening Stock				
Aluminium Pipe Coupled	Nos.	3,032	3,076,206	870
HDPE Pipe coupled	Nos.	24,197	16,225,327	21,611
PVC Pipe Coupled	Nos.	13,532	5,732,616	37,059
Accessories, Fittings & Other		60,827,763	85,861,912	57,752,503
		<b>2015-16</b>	<b>2014-15</b>	

	2015-16		2014-15	
c. Closing Stock	Units	Qty.	Rs.	Qty.
Aluminium Pipe Coupled	Nos.	3,796	3,909,365	3,032
HDPE Pipe coupled	Nos.	24,324	21,891,600	24,197
PVC Pipe Coupled	Nos.	8,199	9,018,900	13,532
Accessories, Fittings & Other		59,861,856	94,681,721	60,827,763
		<b>2015-16</b>	<b>2014-15</b>	

	2015-16		2014-15	
26(10) Raw Material Consumption	Units	Qty.	Rs.	Qty.
HDPE Granules	MT	2,061	194,472,198	1,711
PVC Resin	MT	174	24,698,899	2,528
Aluminium Pipes	Nos.	43,266	35,881,954	34,146
Accessories, Fittings & Other S		62,099,289	317,152,340	90,060,623
Trading Goods (Coal)-Purchases		141,342,676	455,872,839	11,242,148

\$ Accessories, components and fittings includes purchase of various bought out items used in Sprinkler/ Drip Irrigation System and individually non of them account for 10% or more of the total value of raw material consumed.

26(11)	Value of imported and indigenous Raw Material, Stores & Spares consumed:	% of total Consumption	Rs.	% of total Consumption	Rs.
a. Raw Material					
Imported		0%	-	3%	11,525,565
Indigenous		100%	317,152,340	97%	428,959,500
		<b>100%</b>	<b>317,152,340</b>	<b>100%</b>	<b>444,443,804</b>
b. Stores and Spares					
Imported		0%	-	0%	-



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RUNGHTA IRRIGATION LIMITED

	Indigenous	100%	4,885,256	100%	5,853,624
	Trading Goods	100%	4,885,256	100%	6,043,288
c.	Imported	0%	-	0%	-
	Indigenous	100%	141,342,676	100%	1,124,2148
		100%	141,342,676	100%	40,293,097
28(12)	CIF Value of Imports		-		10,094,297
28(13)	Earnings in Foreign Exchange FOB Value of Export of Goods		15139412		15,318,184
28(14)	Expenditure in Foreign Currency - Travelling Expenses		690,250		578,006
28(15)	Managerial Remuneration: Remuneration to Managing Director and Whole - Salary - Provident Fund - Allowances and Benefits	2015-16	3,424,621 290,657	2014-15	3,441,906 299,417
28(16)	Information in regard to Payment to the Auditor (Excluding Service Tax) Statutory Audit Fee Tax Audit Fee Taxation Matters and Certification Reimbursement of expenses		200,000 50,000		200,000 50,000
28(17)	Transaction with Related Parties		250,000		250,000
a	List of Related Parties and Relationship	Relations			
	Ajanta Minerals				
	Kishan MaharaJ & Co.				
	Maruti Minerals	Associates			
	JISL Irrigation Pvt. Ltd				
	Ranghath Sponge Iron Pvt. Ltd.				
	Samara Realty Pvt. Ltd.				
	Rungta Carriers Ltd.				
	M. P. Rungta				
	N. Krishnamurthy	Key Managerial Personnel			
	Shruti Rungta				
	Taran Kumar Megolia				
	R. S. Rungta				
	Urmila Rungta				
	Pritya Rungta	Relatives of Key Managerial Personnel			
	Jyoti Rungta				
b	Transaction during the year with related parties—	Given(Taken)			
	i) Investments	Associates			
	Capital in Firm (Returned)				
	Ajanta Minerals	(1,700,050)		(1,700,050)	
	Kishan MaharaJ & Co.	(5,084,335)		(5,084,335)	
	Total	(6,784,385)		(6,784,385)	
	Previous Year	(1,497,500)		(1,497,500)	
	ii) Loans and Advances				
	Samara Realty Pvt Ltd	2,591,872		2,591,872	
	- do -	(2,591,872)		(2,591,872)	
	Ranghath Sponge Iron Pvt. Ltd.	80,472,709		80,472,709	



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- do -	(80,472,709)		(80,472,709)
M. P. Rungta		851,705	851,705
- do -		(851,705)	(851,705)
Urmila Rungta			98,167
- do -		(98,167)	(98,167)
<b>Total</b>		-	-
Previous Year	8,054,990	820,967	8,875,957
iii) a. Sale of Goods			
Current Year			-
Previous Year			-
iii) b. Sale of Investments			
Current Year			-
Previous Year			-
iv) Remuneration Paid			
M. P. Rungta	940,800		940,800
N. Krishnamurthy	2,376,293		2,376,293
Tarun Kumar Megolia	665,412		665,412
Urmila Rungta		238,880	238,880
Shrut Rungta		238,800	238,800
Jyoti Rungta		238,800	238,800
Phya Rungta		238,800	238,800
<b>Total</b>	3,982,505	956,280	4,938,785
Previous Year	3,939,313	922,800	4,862,113
vi) Rent Paid			
Samara Realty Pvt. Ltd.	480,000		480,000
Shri M. P. Rungta			-
Shri Urmila Rungta		216,000	216,000
<b>Total</b>	480,000	216,000	696,000
Previous Year	480,000	216,000	816,000
vi) Rent Received			
Shri M. P. Rungta		(84,000)	(84,000)
<b>Total</b>		(84,000)	(84,000)
Previous Year		(84,000)	(84,000)
vii) Outstanding			
Outstanding Unsecured Loans			-
Previous Year			-
Outstanding Payables			
Previous Year	337,000		337,000
<b>Outstanding Receivable (Deposit)</b>	-	450,000	450,000
Previous Year	-	450,000	450,000

figures in bracket shows credit transaction

26(19) Deferred Tax assets and liabilities are as under:	2015-16	2014-15
Deferred Tax Assets:		
Accrued Expenses deductible on payment basis	-	1,301,320
Depreciation difference	3,550,192	1,015,832
Net Deferred Tax Assets	3,550,192	2,317,152



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**RUNGTA IRRIGATION LIMITED**

26(19)

**Segment Information**

The financial results relates mainly to Irrigation products. In accordance with Accounting Standard 17, financial results of Hiring of Equipments are not shown separately, since it is less than the limit specified for separate disclosure.

	2015-16	2014-15
26(20) Earning Per Share	13,265,448	21,263,098
Net Profit as per P & L A/c	13,265,448	21,263,098
Add/ (Less) Prior Period Adjustment	-	-
Net Profit available for Equity Share	13,265,448	21,263,098
Weighted Average No. of Equity Shares	8,856,100	8,856,100
Basic and Diluted Earning Per Share	1.50	2.40

26(21)

**Defined Benefit Plan for Employees (AS-15)**

Not Provided for the accrued liabilities for the current financial year in absence of actuarial valuation.

Rs. In Lakhs  
Leave  
Gratuity Encashment  
Nil Nil

26(22)

Figures of previous year have been regrouped wherever found necessary to make them comparable with that of current year.

As per our report of even date annexed  
For ANDROS & Co.  
Chartered Accountants

For and on Behalf of the Board of Directors

Sd/-  
BRJU BHUSHAN GARG  
Partner  
Membership No. 084865

Sd/-  
M. P. Rungta  
Chairman and  
Managing Director

Sd/-  
Tarun Megolia  
Executive Director

New Delhi,  
New Delhi, 20th May 2016

Sd/-  
Pooja Juneja  
Company Secretary

## RUNGTA IRRIGATION LIMITED

## BALANCE SHEET ABSTRACT AND COMPANY'S BUSINESS PROFILE

Information pursuant to Part IV of Schedule VI of the Companies Act, 1956

I. Registration Details		State Code	55
Registration No.	23934		
Balance Sheet- Date	31.03.16		
II. Capital raised during the year (Amount in Rs. Thousand)			
Public Issue	Nil	Right Issue	Nil
Bonus Issue	Nil	Private Placement	Nil
Nil			
III. Position of Mobilisation and Deployment of Funds (Amount in Rs. Thousand)			
Total Liabilities	922420	Total Assets	922420
Equity & Liability			
Paid-up Capital		Reserve & Surplus	
88561		490915	
Secured Loans		Unsecured Loans	
94584		0	
Other Liability		Provisions	
238028		10332	
Assets		Investments	
Net Fixed Assets		204683	
91835		Misc. Expenditure	
Non Current Assets		Nil	
33326		Accumulated Losses	
Current Assets		Nil	
592576			
IV. Performance of Company (Amount in Rs. Thousand)			
Turnover		Total Expenditure	
670296		649296	
Profit/ (Loss) before Tax		Profit/ (Loss) after Tax	
21001		13265	
Earning Per Share in Rs.		Dividend Rate %	
1.50		Nil	
V. Generic name of three principal product/ service of Company		ITC Code	
Product Description		842400	
Sprinkler & Drip Irrigation System		391700	
PVC Pipe			

As per our report of even date annexed  
For ANDROS & Co.  
Chartered Accountants

For and on Behalf of the Board of Directors

Sd/-  
BRIJ BHUSHAN GARG  
Partner  
Membership No. 084865  
New Delhi, 20th May 2016

Sd/-  
M. P. Rungta  
Chairman and  
Managing Director

Sd/-  
Tarun Megolia  
Whole Time Director

Sd/-  
Pooja Juneja  
Company Secretary



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**RUNGTA IRRIGATION LIMITED**

**FORM NO. MGT-11  
PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and the Rule 19(3)  
of the Companies Management and Administration) Rules, 2014]

CIN: L74899DL1986PLC023934

Name of the company : Rungta Irrigation Ltd.

Registered office : 101, Pragati Tower, 26, Rajendra Place, New Delhi-110008.

Name of the Member(s) :

Registered address :

E-mail Id :

Folio No./Client ID & DP ID :

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

1. Name : .....

Address : .....

E-mail Id : ..... or failing him

Signature : .....

2. Name : .....

Address : .....

E-mail Id : ..... or failing him

Signature : .....

3. Name : .....

Address : .....

E-mail Id : ..... or failing him

Signature : .....

As my/our proxy to attend and vote (on poll) for me/us and my/our behalf at the 32nd Annual General Meeting of the company, to be held on the 30th September, 2016, at 10.00 am at The Executive Club, 439, Village Shahoorpur, P.O., Fatehpur Beri, New Delhi – 110030 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. Adoption of Audited Financial Statements of the company for the financial year ended 31st March 2016 together with the report of the Board of Directors and Auditors thereon.
2. Appointment of a Director in place of Mr. Ajay Kumar Sharma (holding DIN: 06952780) who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment of a Director in place of Ms. Priya Rungta (holding DIN: 00234715) who retires by rotation and being eligible, offers herself for re-appointment.
4. Appointment of M/s. Mamraj & Co., Chartered Accountants, as Statutory Auditors of the company and to authorise the Board of Directors to fix their remuneration.
5. Regularization of Mr. Ramesh Behari Mathur, who was appointed as the additional director of the company during the year.
6. Regularization of Ms. Priya Rungta, who was appointed as the additional director of the company during the year.
7. Regularization of Mr. Ajay Kumar Sharma, who was appointed as the additional director of the company during the year.

8. Appointment of M/s. Shekhar & Co., Cost Accountants as the Cost Auditors of the Company.

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

Affix  
Revenue  
Stamp

Signature of shareholder(s)

Signature of Proxy holder(s)

- Note: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the company, at not less than 48 hours before the commencement of the meeting.
2. For the resolutions, Explanatory Statement and Notes, please refer to the Notice of the Thirty Second Annual General Meeting.

ATTENDANCE SLIP  
RUNGTA IRRIGATION LIMITED

Regd. Off: 101, Pragati Tower, 26, Rajendra Place, New Delhi-110008

Folio No.....

D.P.ID No.....

Client ID No.....

No. of shares held .....

I certify that I am a member/proxy for the member of the Company.

I hereby record my presence at the 32nd Annual General Meeting of the Company at The Executive Club, 439, Village Shahoorpur, P.O., Fatehpur Beri, New Delhi -- 110030, India to be held on 30th September, 2016, at 10.00 a.m.

Member's/Proxy's name in Block Letter

Signature of Member/Proxy

Notes :

\* Please fill up this attendance slip and handover at the entrance of the meeting place.