



RAKAN STEELS LIMITED

Regd. Office : Rakan I.T.I., Nh-2, 1 Km Before Bara Toll Plaza,
Umran, Rania, Kanpur Dehat - 209311
Website: www.rakansteels.co.in

(CIN L27320UP1985PLC007582)

Ref.

Date: 06/10/2017...

To
The Secretary
METROPOLITAN STOCK EXCHANGE OF INDIA LIMITED
Vibgyor Towers,
4th Floor, Plot No. C 62, G-Block
Bandra(E),
Mumbai-400098

Dear Sir,

Subject: Annual Report of the Company for the financial year ended March 31, 2017.

With reference to the aforesaid subject, we would hereby like to furnish to your good office the Annual Report of Rakan Steels Limited pursuant to Regulation 34(1) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2017 which was considered, approved and adopted by the members of the Company in the 30th Annual General Meeting held on September 28, 2017 at the registered office of the Company as per the provisions of the Companies Act, 2013.

Therefore, it would be kind on your part to take the same into your records and oblige.

Thanking You

Yours faithfully

For Rakan Steels Limited

For Rakan Steels Limited

Garima Priyani
Director/Authorised Signatory

Garima Priyani

(Company Secretary & Compliance Officer)



RAKAN STEELS LIMITED
(CIN: L27320UP1985PLC007582)

30th ANNUAL REPORT 2016-2017

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Kannan Agarwal	Managing Director
Mrs. Bindu Agarwal**	Executive Director
Mr. Sandeep Agarwal	Executive Director
Mr. Mahendra Bahadur Singh	Non- Executive Independent Director
Mr. Uma Shanker Dixit	Non- Executive Independent Director
Mr. Amit Verma***	Non- Executive Independent (Additional) Director

** Mrs. Bindu Agarwal resigned from the office of the Director and was replaced by Ms. Kashish Grover who was appointed as an Additional Director of the Company in the Board meeting held on August 9, 2017.

***Mr. Amit Verma was appointed as an Independent Director on the Board as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in place of Mr. Ramji Lal Sharma who ceased to be a director of the Company due to his death on September 20, 2016.

CHIEF FINANCIAL OFFICER

Mrs. Aditi Agarwal

CS & COMPLIANCE OFFICER

Ms. Garima Priyani

BANKERS

State Bank of India
H.D.F.C Bank Limited

REGISTRAR AND SHARE TRANSFER AGENT

M/S Skyline Financial Services Private Limited
D-153-A, 1st floor, Okhala Industrial Area,
Phase I, New Delhi- 110020
E-mail: admin@skylinerta.com

AUDITORS

M/s Vishal Maheshwari & Company
Chartered Accountants
Anand Tower, 117/K/3
Sarvodaya Nagar
Kanpur-208025

SECRETARIAL AUDITOR

M/s R.K. & Associates
Ground Floor, Laxmi Ganga
Apartment, Ganga Nagar
Housing Society, Lakhanpur
Kanpur-208015

REGISTERED OFFICE

NH-2 (1 km from Bara Toll Plaza)
Umran, Rania,
Kanpur Dehat-209311

CORPORATE OFFICE

77/39, Coolie Bazar,
Kanpur-208001

E-MAIL I.D. & CONTACT NO. FOR INVESTORS

E- Mail ID: support@rakansteels.co.in

Website: www.rakansteels.co.in

Tele no.: (+91) 9598668666; 9129128786 **Fax No.:** 0512-2544025

MANAGING DIRECTOR'S COMMUNIQUÈ

Dear Shareholders,

It gives me immense pleasure to share with you the Annual Report of the Company for the financial year 2016-2017. This year was undoubtedly upside-down not only for Indian Economy but also for the world at large. Global Economic Growth in 2016 was aided by a recovery in commodity prices and increased global trade. We have completed another successful year and I am happy to share with you that during the course of our working, we have generally responded with the right earnest to fulfill the needs of our stakeholders and have tried to create a strong platform for growth in future.

Our Company infers inspiration from our Honorable Prime Minister Shri Narendra Modi ji who has dreamt of achieving "Mere Sapno ka Bharat" which indeed is an idea-centric and pro-people initiative, with its focus on empowering the average Indian to contribute towards Nation building. Hence, we established Rakan (Private) I.T.I that aims to inculcate technological skills amongst youth to empower them for gainful employment through technical & vocational education and to enhance productivity of formal & non-formal sector of economy by having close interaction with the industry. We are committed towards not only providing training but also building students into strong pillars.

We venture for continued distinction in the industry supported by our four core values of transparency, strive for excellence, dynamism and passion for learning. I am grateful to our team for their sustained efforts, unflinching dedication, commitment and contribution for making Rakan Steels Limited a brand that it is today. I owe my heartiest thanks and sincere appreciation to the Board of Directors for their guidance and to all our Stakeholders, Bankers and the Government for the support and assistance provided throughout our journey.

I solicit your continued cooperation.

Sincere regards,

**SD/-
Kannan Agarwal
(Managing Director)
(DIN: 07318672)**

MANAGEMENT DISCUSSION & ANALYSIS

ECONOMIC CONDITION

Indian Economy is the third largest in the world (in PPP terms), with the GDP at USD 8 Trillion (Source: World Bank). India's GDP has declined slightly to 7.1% in FY 2016-2017 from 7.9% recorded in the previous FY, due to the lingering impact of demonetization initiative that led to temporary de-circulation of money and a statistical base effect caused growth to plunge in the final quarter of FY 2016. However, household consumption is on the mend as the impact of demonetization fades and a healthy monsoon is seen supporting rural spending. Demonetization is expected to have a positive impact on the Indian economy, which will help foster a clean and digitized economy in the long run. The Industrial Sector grew by 5.2% whereas the service sector growth was 8.8%. On the political front, despite speculation that the overhaul could be delayed, the sweeping GST reform appears set to be rolled out on July 1, 2017, simplifying India's array of indirect taxes.

BUSINESS OVERVIEW

The Company has reposed confidence and is fully supportive of the initiatives undertaken by the Hon'ble Prime Minister of the Country Mr. Narendra Modi. The Company took an inspiration from a myriad of policies developed for social reforms in the Indian Society and decided to start Rakan (Private) ITI Unit which is established to inculcate technological skills amongst youth to empower them for gainful employment through technical & vocational education; and to enhance productivity of formal & informal sector of economy by having close interaction with industry. The Company is also committed towards achieving its main objective of manufacturing and trading of iron and steel related products.

PERFORMANCE

During the year, the Income of the Company amounted to Rs. 574.96 (in '00000) in comparison to the Income of the last year which amounted to Rs. 764.95 (in '00000). Your Company earned a profit during the year amounted to Rs. 4.13 (in '00000) in comparison to last year's profit which amounted to Rs. 2.41 (in '00000).

OUTLOOK

Global economy continues to grow, albeit at a slow pace. The industrial activities across major regions remain subdued despite sustained monetary easing. Prime Minister's Demonetization policies and with the launch of much talked about and debatable Goods and Service Tax (GST), both these major initiatives have contributed to an appreciable adverse effect on the market conditions. The position of the company is stable and progressive. The Company will definitely try to adapt itself with the changing environment and make innovative strategic approach which will enable the Company to deliver increasingly stable returns for its stakeholders, irrespective of monetary cycles. The Government's endeavor to drive a bigger as well as a cleaner GDP is expected to augur well for the economy in medium and long term. The growth recovery has primarily happened due to discretionary spending, public investment and FDI reforms. The introduction of GST and higher outlays in the Budget 2017 are expected to drive growth as well.

RISK AND CONCERNS

The Company is well versed with the fact that success cannot be achieved without invoking risks. Risk is one major factor that cannot be ignored or taken lightly and because of the uncertainty in the Business Environment of not only the internal as well as external factors that contribute and have a great impact on a Company's working: the Company is making all possible endeavors to minimize risks and take required steps to fight it. The growth in the industrial sector depends on government policies, better infrastructure, favorable climate, availability of labor, open market and growth in iron and steel sector. The Company is convinced with the fact that where there is risk there are even better returns and therefore, it is inquisitive to learn new concepts and diversify in the already existing arenas for a better future.

INTERNAL CONTROL SYSTEM

The Company has employed appropriate internal control system comprising of various monitoring techniques. All personnel should be responsible for communicating upward problems in operations, non-compliance with the code of conduct or other policy violations or illegal actions. The Company makes sure that the Management, Board of Directors, Auditors, Audit Committee and the Operating Staff contribute their 100% in maintaining the internal control system in a healthy way and do not perform blatant abuse of power. Audit committee of the Company oversees the internal audit function and the internal control system. Additionally, the Internal Financial Control and reporting process ensures robust financial monitoring and compliances.

HUMAN RESOURCE CAPITAL

Company is committed in sharing value with its employees and deals with them as partners of the Company. We employ best talent and train them to meet all challenges so that growth is organic and contributed by everyone. The Company believes that its success depends on the high level of skills and professionalism of its people and makes continuous endeavors to improve their efficiency through training and reward programs. Last year, the focus was primarily on implementing sustainable leadership and succession planning strategies for building a collaborative work culture.

DISCLAIMER

The statements and projections made in this report may vary depending on the economic conditions, government policies, and other factors beyond the control of the Company. Company is not under any obligation to amend, modify or revise any statement.

REPORT ON CORPORATE GOVERNANCE

Corporate governance refers to the way in which companies are governed and to what purpose it is concerned with practices and procedures for trying to ensure that a company is run in such a way that it achieves its objectives; this could be to maximize the wealth of its owners, its shareholders subject to various guidelines and constraints and with regard to other groups with an interest in what the company does. Sound corporate governance may therefore be said to exist where the conflicting interest of all stakeholders in a company are ethically balanced. It can also be used as an instrument of checks and balances in the administration of a Company.

Keeping in mind the aforesaid lines, we here at Rakan Steels Limited ensure that we follow all the sound principles and practices regarding corporate governance as a prudent business house should do. Moreover, the Company has complied with all the requirements of Corporate Governance as laid down under the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 under which the Corporate Governance provisions were specified in Chapter IV and the Company has complied with its requirements as well.

1. Board of Directors

(a) Composition:

The Board of Directors Comprises of six directors, one of them is Managing Director. During the year we lost our respected director Mr. Ramji Lal Sharma on 20th day of September, 2016.

(b) Attendance of each director at the Board meetings and the last AGM:

Name	DIN	Category of Directorship	No. of Board Meeting Attended	Attendance at last AGM	Shareholding in the Company
Mr. Kannan Agarwal	07318672	Managing Director- ED	6	Yes	0
Mrs. Bindu Agarwal	01578595	ED	6	Yes	81950
Mr. Sandeep Agarwal	02957566	ED	6	Yes	81315
Mr. Ramji Lal Sharma**	01569313	NED-I	3	No	0
Mr. Uma Shanker Dixit	02145858	NED-I	6	No	0
Mr. Mahendra Bahadur Singh	03550534	NED-I	6	Yes	0

****Mr. Amit Verma was appointed as an Additional Director of the Company post the death of Mr. Ramji Lal Sharma in the Board Meeting held on May 2, 2017.**

ED – Executive Director

NED – I – Non-Executive – Independent Director

(c) Number of other Companies or Committees the Director of the Company is a Director/ Member/Chairman: -

Name of Director	No. of Directorships in other Boards	No. of Memberships in other Board Committees	No. of Chairmanships in other Board Committees
Mr. Kannan Agarwal	Nil	00	00
Mrs. Bindu Agarwal	Nil	00	00
Mr. Sandeep Agarwal	Nil	00	00
(Late) Mr. Ramji Lal Sharma	Nil	00	00
Mr. Uma Shanker Dixit	Nil	00	00
Mr. Mahendra Bahadur Singh	Nil	00	00
Mr. Amit Verma	Nil	00	00
Ms. Kashish Grover	Nil	00	00

(d) Details of Board Meeting held during the period under review:

Sr. No.	Date
1.	29.04.2016
2.	30.05.2016
3.	13.08.2016
4.	07.10.2016
5.	14.11.2016
6.	14.02.2017

The agenda and notes were circulated to the Directors in advance. All material information was included in the agenda for facilitating meaningful discussions and deliberations at the meeting. The Board was updated on the discussions held at the Committee meetings and the recommendations made by various Committees. Decisions taken at the Board/Committee meetings were duly communicated to the concerned departments. The outcome of the meetings was filed punctually with the MSEI, financial results whether Audited or Un-audited were printed in the newspaper and updated on the website of the Company. The minutes were approved by the Board/Committee at its next Meeting. The Board periodically reviewed the Compliance report pertaining to all laws applicable to the Company, prepared by the Company as well as steps taken by the Company to rectify instances of non-compliance.

DISCLOSURES REGARDING APPOINTMENT/RE-APPOINTMENT

As per section 152(6) of the Companies Act, 2013, two-third of the Directors should retire by rotation. One-third of these Directors are required to retire every year and if eligible they can offer themselves for re-appointment. Accordingly, Mr. Sandeep Agarwal, Director, is liable to retire by rotation and offers himself for re-appointment subject to approval of members in general meeting.

2. COMMITTEES OF THE BOARD

AUDIT COMMITTEE

i. Terms of Reference:

The terms of reference of this Committee are wide enough covering the matters specified under the Listing Agreement, the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

ii. Composition, Name of Members and Chairperson:

Name	Designation	No. of Meetings Held	No. of Meetings Attended
Mr. Mahendra Bahadur Singh	Chairman	05	05
Mrs. Bindu Agarwal	Member	05	05
Mr. Ramji Lal Sharma**	Member	05	03

** Mr. Ramji Lal Sharma was replaced by Mr. Amit Verma on account of death of the former.

iii. Details of Audit Committee Meetings held during the year under review:

Sr. No.	Date
1.	29.04.2016
2.	30.05.2016
3.	13.08.2016
4.	14.11.2016
5.	14.02.2017

Note: The Company Secretary of the Company acts as the Secretary to the Committee.

NOMINATION & REMUNERATION COMMITTEE**i. Terms of Reference:**

The terms of reference of this Committee are wide enough covering the matters specified under the Listing Agreement, the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

ii. Composition, Name of Members and Chairperson:

Name	Designation	No. of Meetings Held	No. of Meetings Attended
Mr. Umashanker Dixit	Chairman	01	01
Mr. Ramji Lal Sharma**	Member	01	00
Mr. Sandeep Agarwal***	Member	01	01

** Mr. Ramji Lal Sharma was replaced by Mr. Amit Verma on account of death of the former in the Board Meeting held on May 30, 2017.

*** Mr. Sandeep Agarwal was replaced by Mr. Mahendra Bahadur Singh in the Board Meeting held on May 30, 2017.

iii. Details of Nomination and Remuneration Committee Meetings held during the year under review:

Sr. No.	Date
1.	04.02.2017

iv. Remuneration Policy:

Remuneration policy of the Company aims at recommending and reviewing the remuneration to Managing Director, Non-executive Directors and Key Managerial Personnel of the Company based on evaluation criteria such as industry benchmarks, company's annual performance & its strategy, expertise, talent and meritocracy.

Directors express their satisfaction with the evaluation process.

SHARE TRANSFER AND INVESTORS GRIEVANCE COMMITTEE**i. Terms of Reference:**

The terms of reference of this Committee are wide enough covering the matters specified under the Listing Agreement, Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

ii. Composition, Name of Members and Chairperson:

Name	Designation	No. of Meetings Held	No. of Meetings Attended
Mr. Ramji Lal Sharma**	Chairman	01	01
Mr. Mahendra Bahadur Singh	Member	01	01
Mrs. Bindu Agarwal	Member	01	01

** Mr. Ramji Lal Sharma was replaced by Mr. Amit Verma on account of death of the former in the Board Meeting held on May 30, 2017.

The meeting of the Committee was held on 20.09.2016 which was attended by all the members.

Note-1: The Company Secretary of the Company acts as the Secretary to the Committee.

Note-2: No complaint was pending against the Company during the year.

3. DETAILS OF REMUNERATION TO THE DIRECTORS:

The remuneration payable to the Managing director is approved by the members at the general meeting of the Company. Remuneration of executive directors consists of a fixed salary, perquisites and allowances, performance linked bonus, based on the individual and the Company's performance and commission based on net profits of the Company. The Board of Directors determines the performance linked bonus on the recommendation of the Nomination and Remuneration Committee.

Details of remuneration paid to Directors for the year under review:

Name of the Director	Salary	Commission	Performance linked bonus	Perquisites and Contribution to Provident Fund
Mr. Kannan Agarwal (Managing Director)	600000	-	-	-
Mrs. Bindu Agarwal	600000	-	-	-
Mr. Sandeep Agarwal	600000	-	-	-

Mr. Mahendra Bahadur Singh	-	-	-	-
Mr. Ramji Lal Sharma	-	-	-	-

4. GENERAL BODY MEETINGS

(i) Location and time where last three Annual General Meetings were held:

Financial Year	Date	Time	Venue
2013-2014	29.09.2014	11.00 AM	77/39, Coolie Bazar, Kanpur –208001.
2014-2015	30.09.2015	11:00 AM	Top Floor, Anand Palace, 10/499, Allen Ganj, Kanpur-208002.
2015-2016	30.09.2016	11:00 AM	77/39, Coolie Bazar, Kanpur –208001.

(ii) The details regarding Special Resolution passed in the previous three Annual General Meetings:-

Financial Year	Special Resolution
2013-2014	No
2014-2015	No
2015-2016	<ol style="list-style-type: none"> Shifting of the Registered Office of the Company from 77/39, Coolie Bazar, Kanpur-208001 to NH-2 (1 km from Bara Toll Plaza), Umran, Rania, Kanpur Dehat-209311. Approval to enter into Related Party Transaction with "Rakan Group of Institutions".

5. STATUS OF ADOPTION OF MANDATORY REQUIREMENTS OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Company has complied with the mandatory requirements of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

6. MEANS OF COMMUNICATION

Shareholding Patterns and Financial results are transmitted to the stock Exchange and are also uploaded on the website "www.rakansteels.co.in" of the company.

The Company's news releases are displayed on the Company's website as per the requirement of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The Company has timely published its quarterly results in the newspapers.

7. GENERAL SHAREHOLDER INFORMATION

AGM : Date, Time & Venue	28 th September, 2017 (11.00 am) at NH-2 (1 km from Bara Toll Plaza), Umran, Rania , Kanpur Dehat -209311.
Financial year	The Financial year under the review covers the following period 01/04/2016-31/03/2017
Date of Book Closure	21/09/2017 to 28/09/2017
Listing on Stock Exchange	Metropolitan Stock Exchange of India Limited (MSEI/MCX) Ahemdabad Stock Exchange Limited.
Stock Code	ISIN: INE773R01018
Registrar and Transfer Agent	Skyline Financial Services Pvt. Ltd. D-153-A, 1 st Floor, Okhala Industrial Area, Phase-I, New Delhi-110020
Share Transfer System	All the transfers received are processed by the Registrar & Transfer Agent.
Distribution of Shareholding and Shareholding Pattern as on 31.03.2017	Please see ' Annexure B ' to the Director's Report
Dematerialization of Shares and Liquidity	26.72% of the paid capital are dematerialized as on March 31, 2017
Address for correspondence	Corp. Office: 77/39, Coolie Bazaar, Kanpur-208001, Uttar Pradesh Email Id. : support@rakansteels.co.in Mob. : (+91) 9598668666, 9129128786, Fax : 0512-2544025

8. PAPER LESS COMPLIANCE OF CORPORATE GOVERNANCE

Dear Shareholder, This is to inform you that the Ministry of Corporate Affairs (MCA) has taken a Green Initiative and Companies Act, 2013 has also allowed the Corporates accordingly to send their Notices, Annual Reports, etc. in electronic form. Accordingly, your Company wishes to take part in the said Green Initiative and make its contribution towards providing green atmosphere by reducing the use of paper and in turn saving the cutting of trees. Accordingly, you are requested to please register/update your e-mail id with your Depository Participant (in case of Demat Holding)/Company or its Registrar (in case of physical holding) to enable the Company to send the above through e-mail instead of physical form. Please note that as a Member of the Company, you are always entitled to request and receive, free of cost, a copy of Annual Report of the Company and other documents in physical form. We look forward to your continued support to this unique initiative by the MCA and become a part as a savior of the green initiative.

9. CORPORATE SOCIAL RESPONSIBILITY

The Company recognizes the responsibility that it holds towards the Society. Being a Corporate Citizen, it is truly making all possible endeavors for the upliftment of the weaker sections of the Society. Although the provisions of Section 135 of the Companies Act, 2013, are not applicable on the Company, still it realizes the fact that whatever resources the Society provides to a Company, it automatically attracts an obligation on the part of the Company to pay back the never ending supplies and support that it receives from the citizens of the Society. The Company has also taken measures for successful implementation of "Green Initiative" in the Corporate Governance for allowing paperless compliances as per the Circular issued by the hon'ble Ministry of Corporate Affairs.

DIRECTOR'S REPORT

Dear Shareholders,

Your Directors take pleasure in presenting the Annual Report together with Audited statement on the business and operations of the company for the year ended on March 31, 2017.

FINANCIAL RESULTS:

	2016-2017 (Rs. in '00000)	2015-2016 (Rs. in '00000)
Income	574.96	764.95
Profit/(Loss) before interest & dep.	30.99	17.51
Less:		
Interest	13.75	10.35
Depreciation & Amortization	11.59	4.79
Profit/(Loss) Before Tax	5.65	2.37
Provision for Taxation	1.00	0.45
Deferred Tax	0.52	(0.49)
Adjustment related to Previous Year	-	-
Net Profit	4.13	2.41

SUMMARY OF OPERATIONS:

During the year, the Income of the Company amounted to Rs. 574.96 (in '00000) in comparison to the Income of the last year which amounted to Rs. 764.95 (in '00000). Your Company earned a profit during the year amounted to Rs. 4.13 (in '00000) in comparison to last year's profit which amounted to Rs. 2.41 (in '00000).

AUDITORS:

M/s Vishal Maheshwari & Company, Chartered Accountant (FRN: 007952C) conducted the audit of the Company for the financial year 2016-2017.

Pursuant to third proviso of Sub Section 2 of Section 139, M/s Vishal Maheshwari & Company is liable to vacate their office in compliance with aforesaid section relating to rotation of Auditors. Hence, in the ensuing Annual General Meeting the tenure of M/s Vishal Maheshwari & Company, Chartered Accountant (FRN: 007952C) is concluding, therefore, M/s Maneesh Avneesh & Co. bearing FRN: 008433C (who have given their consent) are proposed to be appointed as the auditors of the company for a period of 5 years. They have further confirmed that the said appointment, if made, would be within the prescribed limits of Section 141 (3) (g) of the Companies Act, 2013 and that they are not disqualified for appointment. Accordingly, resolution for their appointment is placed before the shareholders for their approval as an Ordinary Resolution.

DIVIDEND:

In the view to conserve the financial resources of the Company for meeting financial requirements for future business projects, it was decided by your Directors not to declare any dividend this year.

FIXED DEPOSIT:

Your Company has not accepted any deposit prescribed u/s 73 of the Companies Act, 2013 during the Financial Year.

CHANGE IN MANAGEMENT & TAKEOVER:

During the Financial Year there was no change in management and take over in the Company.

SHARE CAPITAL:

There was no change in the Company's share capital during the year under review.

RISK MANAGEMENT:

The Company's robust risk management framework identifies and evaluates business risks and opportunities. The Company recognizes that these risks need to be managed and mitigated to protect its shareholders and other stakeholder interests, to achieve its business objectives and enable sustainable growth. Risk management is embedded in our critical business activities, functions and processes. The Company believes that the overall risk exposure of present and future risks remains within risk capacity.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has a suitable and adequate Internal Control System which indeed is commensurate with the size, scale and complexity of its operations. Internal control systems are integral to Company's corporate governance framework. Some significant features of internal control system are:-

- Adequate documentation of policies, guidelines, authorities and approval procedures covering all the important functions of the Company.
- Ensure complete compliance with laws, regulations, standards and internal procedures and systems.
- De-risking the Company's assets/resources and protecting them from any loss.
- Ensuring the integrity of the accounting system; proper and authorized recording and reporting of all transactions.
- Ensuring reliability of all financial and operational information.
- Audit Committee of Board of Directors, comprising of Independent Directors. The Audit Committee regularly reviews audit plans, significant audit findings, adequacy of internal controls, compliance with Accounting Standards etc.
- To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board and to the Managing Director.
- The Internal Audit Department monitors and evaluates the efficiency and adequacy of the internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company.
- Based on the report of Internal Audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls.
- Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

The internal control systems and procedures are designed to assist in the identification and management of risks, the procedure-led verification of all compliance as well as an enhanced control consciousness.

PARTICULARS PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

STATEMENT OF PARTICULARS OF EMPLOYEES PURSUANT TO THE PROVISIONS OF SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

A) Details pursuant to Rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

S. No.	Requirement of Rule 5(1)	Disclosure
1	The ratio of remuneration of each director to the median remuneration of the employees for the financial year.	Mr. Kannan Agarwal, Mr. Sandeep Agarwal and Mrs. Bindu Agarwal are drawing a salary of Rs. 50000/- per month which is 1.83 Times of the median remuneration of the employees (including KMPs) for the financial year.
2	Percentage increase in remuneration of each director, CFO, CEO, CS or Manager in the financial year.	Percentage increase in remuneration of: a) Directors:-N/A b) MD:- N/A c) CFO:-N/A d) CEO:- N/A e) Company Secretary:-25% f) Manager:- N/A
3	The percentage increase in the median remuneration of employees in the financial year.	% increase in the median remuneration of employees in the financial year: 55.71%
4	The number of permanent employees on the rolls of the Company	There were 8 employees on the rolls of the Company as on March 31, 2017.
5	The explanation on the relationship between average increase in remuneration and company performance.	Company has made a profit of Rs. 4.13 (in '00000) as compared to last year's profit of Rs. 2.41 (in '00000). There has been a moderate increase in the remuneration of employees as compared to the performance of the Company.
6	Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company.	The total remuneration paid to KMP's (MD, CFO and CS) was approx 261% of the Net Profit for the FY 2016-2017 which was based on the terms of the service contract which must be paid for availing their services.
7	Variations in the Market Capitalization of the Company, price earnings ratio as at the closing date of the current FY and percentage increase over decrease on the market quotations of the shares of the company in comparison to the rate at	Variations in the market capitalization: Market Capitalization as on : 31.03.2016=Rs. 32400000 31.03.2017=Rs. 32400000

	which the Company came out with the last public offer.	Price Earnings Ratio (Price/EPS):- As on 31.03.2016=Rs. 0.07 As on 31.03.2017=Rs. 0.13 There is no increase in the share price of the Company.
8	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2015-2016 and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	NO
9	Comparison of remuneration of every Key Managerial Personnel against the performance of the Company.	Comparison of remuneration of every Key Managerial Personnel against the performance of the Company:- MD:- 106.11% (of the Net Profit) CFO:- 53% (of the Net Profit) CS:- 26.53% (of the Net Profit)
10	The key parameters for any variable component of Remuneration availed by the Directors.	The Company was not paying variable component of remuneration to any Director during the year.
11	The ratio of the remuneration of the highest paid director to that of the employees who are not directors	N/A
12	Affirmation that the remuneration is as per the remuneration policy of the Company	We affirm that the remuneration paid to employees and KMPs was based on the Remuneration Policy.

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

- Drawing salary of 60 Lakhs or above for the Year, if employed throughout the year- NIL
- Drawing salary of 5 Lakhs p/m or above for a month, if employed for part of the year- NIL
- Drawing salary more than the salary of MD and having 2% stake in the Company- NIL

C) No Managing Director or Whole-Time Director of the Company is receiving any commission from the Company as well as from the Holding Company or Subsidiary Company of the Company.

INTERNAL FINANCIAL CONTROLS:

As per Section 134(5)(e) of the Companies Act, 2013, the Directors have an overall responsibility for ensuring that the Company has implemented robust system and framework of Internal Financial Controls. This framework provides the Directors with reasonable assurance regarding the adequacy and operating effectiveness of controls with regards to reporting, operational and compliance risks. The Company has in place adequate internal financial controls with reference to financial

statements. The Company has devised appropriate systems and framework including proper delegation of authority, risk based internal audits, risk management framework and whistle blower mechanism. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

NUMBER OF EMPLOYEES & DISCLOSURE REGARDING SECTION 197 OF THE COMPANIES ACT, 2013:

There are a total of 7 Employees registered in the Company's muster roll. The particulars as required under Section 197 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 are furnished as none of the employee is drawing remuneration of Rs. 500,000/- or more per month if employed for a part of the year or Rs.60,00,000/- if employed throughout the period.

RESPONSIBILITY STATEMENT OF THE BOARD OF DIRECTORS:

As stipulated in section 134(5) of Companies Act 2013, The Directors of the Company would like to state:

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

INDUSTRIAL RELATIONS:

Industrial relations are of paramount importance in every organization and maintain them with ease and poise is a very difficult task. Our Company gives equal importance to maintain industrial relations and keeps them at par with other stakeholder relationships. During the period under review the relation between employee and Management remained cordial. All the problems of the employees were patiently heard by the Management and proper solutions pertaining to their problems were provided by the management. The Management has always been gracious about its employees and workers. They take every possible measure and endeavor to maintain sincere, healthy and friendly relations with the lower and middle level employees.

DIRECTORS:

The Board of the Company is duly constituted. None of the Directors are Disqualified u/s 164 of the Companies Act, 2013. All Independent Directors have given their declaration as per Section 134 read along with Section 149 of the Companies Act, 2013. During the year, the Company witnessed the demise of one of our respected directors, Mr. Ramji Lal Sharma on September 20, 2016. The Board in order to fill the casual vacancy caused by the death of Mr. Ramji Lal Sharma filled his position by appointing Mr. Amit Verma as an Additional Director (Independent) of the Company and whose regularization is pending for shareholders approval at this Annual General Meeting. Moreover, Mrs. Bindu Agarwal rendered her resignation from the directorship of the Company in the Board meeting held on August 9, 2017 and Ms. Kashish Grover was appointed as an Additional Director on the Board on the same day. Ms. Kashish Grover's tenure is also valid upto the date of the Annual General Meeting of the Company and seeks for Shareholder's approval with respect to her regularization on this Annual General Meeting.

In the ensuing Annual General Meeting of the Company Mr. Sandeep Agarwal being Executive Director of the Company whose office is subject to retire by rotation will retire by rotation due to the provisions of Section 149 & 152 of the Companies Act, 2013.

AUDITORS REPORT:

The observation as per Auditors Report is self-explanatory and does not call any further clarification from directors. The Auditor's Report does not contain any qualification, reservation, adverse remark or disclaimer.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

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

CORPORATE GOVERNANCE:

As the Company is required to comply with the clause 17 to 27 as applicable of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 confirming the compliance of Corporate Governance it forms part of the Annual Report. It is also pertinent to mention that the Company is not required file the Corporate Governance Report as per Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as it does not fall into the criteria prescribed in the regulations.

BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the Management has carried out the annual performance evaluation of the working of its Audit, Nomination & Remuneration and Investor Grievance Committees. A structured questionnaire was prepared after taking into consideration the inputs received from the Directors, covering various aspects of the Board functioning such as adequacy of the composition of the Board and its Committees, Board Culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who

also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received necessary declaration from each of the Independent Directors, under Section 149(7) of the Companies Act, 2013 that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

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

In terms of clause (m) of sub-section (3) of section 134 of the Companies Act, 2013 and the rules framed there under, the particulars relating to conservation of energy, technology absorption and foreign earnings and outgo is given below:

a) CONSERVATION OF ENERGY:

The consumption of electricity during the year is minimal. The management is taking conscious efforts to conserve the energy.

b) TECHNOLOGY ABSORPTION:

The Company has no activity relating to technology absorption.

c) FOREIGN EXCHANGE EARNINGS AND OUTGO: Nil

BUSINESS RISK MANAGEMENT:

Pursuant to Section 134(3)(n) of the Companies Act, 2013, the Company has formed an internal committee in order to evaluate the risk factor in the concern. The Board carries out a brief synopsis of the key elements that threatens the existence of the Company. The internal policy related to risk management ensures growth and continuity of business. However, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 exempts your Company to mandatorily form the Risk Management Committee.

CODE OF CONDUCT:

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The code laid down by the Board is known as "code of conduct" which forms an Appendix to the Code. The Code has been posted on the Company's website "www.rakansteels.co.in". The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance on the expected behavior from an employee in a given situation and the reporting structure. All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

WHISTLE BLOWER POLICY:

In order to comply with the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meeting of Board and its Powers) Rules, 2014. A vigil mechanism was framed by the Company through its Board of Directors which shall be headed by the Chairman of the Audit Committee who shall be known as the Vigilance Officer under the Whistle Blower Policy. The Company has formulated a Whistle Blower Policy to establish a vigil mechanism for Directors and employees of the Company to report concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations and in order to maintain these standards, the Company encourages its employees who have genuine concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. The Whistle Blower Policy/ Vigil Mechanism also provide safeguards against victimization or unfair treatment of the employees who avail of the mechanism and no personnel has been denied access to the Audit Committee. The Code has been posted on the Company's website "www.rakansteels.co.in".

PREVENTION OF INSIDER TRADING:

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

RELATED PARTY TRANSACTIONS:

None of the transactions with related parties falls under the scope of section 188(1) of the Act. Information on transactions with related parties pursuant to section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in **Annexure** in Form AOC-2 and the same forms part of this report.

Transactions with related parties entered into by the Company are in the normal course of business on arm's length basis and do not have potential conflicts with the Company.

Form No. AOC-2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

**1. Details of contracts or arrangements or transactions not at arm's length basis:
No Such Transactions taken place during the year under review.**

- | | |
|--|------|
| (a) Name(s) of the related party and nature of relationship: | - NA |
| (b) Nature of contracts/arrangements/transactions: | - NA |
| (c) Duration of the contracts / arrangements/transactions: | - NA |
| (d) Salient terms of the contracts or arrangements or transactions including the value, if any: | - NA |
| (e) Justification for entering into such contracts or arrangements or transactions | - NA |
| (f) Date(s) of approval by the Board: | - NA |
| (g) Amount paid as advances, if any: | - NA |
| (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: | - NA |

2. Details of material contracts or arrangement or transactions at arm's length basis:

ANNEXURE-RELATED PARTY DISCLOSURES (AS-18)

S. No.	Name of Related Party and Nature of Relationship	Nature of Transaction	Transaction Value	Closing Balance
1.	Bindu Agarwal (Director, Key Managerial Personnel)	Unsecured Loans -Taken -Repaid -Interest Paid	2,50,000.00 3,15,006.00 4,98,272.00	44,97,734.00 (Cr)
2.	Kannan Agarwal (Director, Key Managerial Personnel)	Unsecured Loans -Taken -Repaid -Interest Paid	13,15,000.00 8,70,000.00 51,160.00	4,99,614.00 (Cr)
3.	Sandeep Agarwal (Director, Key Managerial Personnel)	Unsecured Loans -Taken -Repaid -Interest Paid	10,80,000.00 7,35,000.00 6,27,134.00	57,87,660.00 (Cr)
4.	Sandeep Agarwal (HUF) (Relative of Key Managerial Personnel)	Unsecured Loans -Interest Paid	79,035.00	7,29,754.00 (Cr)
5.	Sandeep S Gupta (Relative of Key Managerial Personnel)	Unsecured Loans -Interest Paid	35,503.00	3,27,807.00 (Cr)
6.	Sanjeev Agarwal (Relative of Key Managerial Personnel)	Unsecured Loans -Interest Paid	8,364.00	77,226.00 (Cr)
7.	Shilpa Gupta (Relative of Key Managerial Personnel)	Unsecured Loans -Interest Paid	24,834.00	2,29,300.00 (Cr)
8.	Surendra Mohan Agarwal (Relative of Key Managerial Personnel)	Unsecured Loans -Interest Paid	4,691.00	20,029.00 (Cr)
9.	Vaibhav Agarwal (Relative of Key Managerial Personnel)	Unsecured Loans -Interest Paid	1,841.00	40,934.00 (Cr)
10.	Bindu Agarwal (Director, Key Managerial Personnel)	Director Remuneration	7,20,000.00	NIL
11.	Sandeep Agarwal (Director, Key Managerial Personnel)	Director Remuneration	7,20,000.00	82,000(Cr)
12.	Kannan Agarwal (Director, Key Managerial Personnel)	Director Remuneration	7,20,000.00	30,000.00(Cr)
13.	Rajvardhan Agencies Pvt. Ltd.	Sale Purchase	8,49,251.00 14,88,566.00	1,26,81,894.00 (Cr)
14.	S P Industries	Rent	174,000.00	11,24,748.00 (Dr)
15.	Shree Radha Industries	-	-	8,15,084.00 (Cr)

16.	Shree Radha Udyog	Sale Rent	27,20,432.00 1,56,000.00	7,39,415.00 (Cr)
17.	Aditi Agarwal	CFO Remuneration	3,00,000.00	-

For Rakan Steels Limited

**SD/-
Kannan Agarwal
(Managing Director)
Din: 07318672**

DISCLOSURE UNDER SEXUAL HARASSMENT POLICY FOR WOMEN:

Your Company has already framed the Sexual Harassment Policy regarding women and female employees of the Company. During the year under review, there were no complaints from any employee regarding the said issue.

SECRETARIAL AUDIT REPORT:

As required under Section 204(1) of the Companies Act, 2013 the Company has obtained a Secretarial Audit Report. M/s R.K & Associates, Secretarial Auditors of the Company who has given his Secretarial Audit Report to the Company in the prescribed format. The format is attached as "**Annexure A**" to this Report.

EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as "**Annexure B**"

ACKNOWLEDGEMENTS:

Yours Directors acknowledge with thanks for the co-operation and assistance what so ever received from employees, members, banks and govt. Authorities.

By the Order and on behalf of the Board of Directors
For RAKAN STEELS LIMITED

SD/-

SD/-

**DATE: 09/08/2017
PLACE: KANPUR**

**KANNAN AGARWAL
(MANAGING DIRECTOR)
DIN: 07318672**

**SANDEEP AGARWAL
(DIRECTOR)
DIN: 02957566**

DECLARATION REGARDING ADHERENCE TO THE CODE OF CONDUCT:

As provided under Clause 26(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, all the Board Members and Senior Managerial Personnel have confirmed compliance with the Code of Conduct for the year ended March 31, 2017.

DATE: 09/08/2017

PLACE: KANPUR

For RAKAN STEELS LIMITED

**SD/-
KANNAN AGARWAL
(MANAGING DIRECTOR)
DIN: 07318672**

STATUTORY AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of,
Rakan Steels Limited
NH-2 (1 km from Bara Toll Plaza),
Umran, Rania,
Kanpur Dehat-209311

We have examined the conditions of Corporate Governance as complied by Rakan Steels Limited for the year ended on 31st March, 2017 as stipulated in Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 of the said Company with the Stock Exchanges.

The compliance of the conditions 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 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 and representations made by the management, we certify that the Company has complied with the condition of Corporate Governance as stipulated in Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

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

Place: Kanpur
Date: 09/08/2017

For Vishal Maheshwari & Co.

SD/-
(Partner Vishal Maheshwari)
FRN: 007952C
M.N- 076685

CEO/CFO CERTIFICATION

- I, Kannan Agarwal, Managing Director of Rakan Steels Limited, hereby certify to the Board that:
- (a) We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2017 and that to the best of our knowledge and belief.
 - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable Laws and Regulations.
 - (b) There are to the best of our knowledge and belief, no transactions entered into by Rakan Steels Limited during the year which are fraudulent, illegal or violative of the Company's code of conduct.
 - (c) We are responsible for establishing and maintaining internal controls for financial reporting in Rakan Steels Limited and we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting. We have disclosed to the Auditors and the Audit Committee deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
 - (d) We have indicated to the Auditors and the Audit Committee.
 - (i) Significant changes in internal control over financial reporting during the year.
 - (ii) Significant changes in Accounting Policies during the year and the same have been disclosed in the notes to the financial statements; and
 - (e) We certify that there have been no instances of significant fraud of which we have become aware and the involvement therein of management or any employee having significant role in the Company's internal control systems.
 - (f) We affirm that we have not denied any personnel, access to the Audit Committee of the Company (in respect of matters involving alleged misconduct).

SD/-

Place: Kanpur
Date: 30/05/2017

KANNAN AGARWAL
Managing Director
(DIN: 07318672)

SD/-

ADITI AGARWAL
Chief Financial Officer
(PAN: ALZPG8409K)

ANNEXURE "A" TO THE DIRECTOR'S REPORT

Form no. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2017

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

To,
The Members,
Rakan Steels Limited
NH-2 (1 km from Bara Toll Plaza)
Umran, Rania,
Kanpur Dehat-209311

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

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Rakan Steels Limited for the financial year ended on 31st March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;(NA)
- (iii)The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv)Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;(NA)
- (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 (Prohibition of Insider Trading) Regulations, 2015;
- (b) 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
- (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

However, the following are not applicable to the Company during the reporting period:-

- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (not applicable to the company during the Audit period);
- (b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (not applicable to the company during the Audit period);
- (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (not applicable to the company during the Audit period);
- (d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (not applicable to the company during the Audit period) and
- (e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (not applicable to the company during the Audit period);

(vi) Other Acts- As per the information provided by the Company, its officers and authorized representative, there is no such other act/s applicable specifically to the Company.

*NA signifies- not applicable during the reporting period.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. (Secretarial Standards 1 and 2).
- (ii) The Listing Agreements entered into by the Company with Metropolitan Stock Exchange of India Limited (MSEI/MCX).
- (iii) SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

To the best of my Understanding, during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that based on the information provided by the Company, its officers and authorized representatives during the conduct of the Audit and also on the review of the Quarterly Compliance Report by respective Department Heads/Company Secretary/CEO taken

on record by the Board of Directors of the Company in my opinion, adequate systems and processes and control mechanism exist in the Company to monitor and to ensure the compliance with applicable general laws such as labor laws and environmental laws.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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.

I further report that the compliance by the Company of the applicable financial laws like direct and indirect tax laws has not been reviewed in this Audit since, the same have been subject to review by statutory financial auditor and other designated professionals.

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

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

I further report that during the audit period, there were no events having a major bearing on the Company's affair in pursuance of the above referred laws, rules, regulations, guidelines etc,

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

Place: Kanpur
Date: 30/05/2017

For R.K & Associates

SD/-
(Prop. Rekha Kejriwal)
(Membership No. FCS 5978)
(C.P. No. 15024)

"ANNEXURE-A" TO THE SECRETARIAL AUDIT REPORT

To,
The Members,
Rakan Steels Limited
NH-2 (1 km from Bara Toll Plaza)
Umran, Rania,
Kanpur Dehat-209311

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

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

Place: Kanpur
Date: 30/05/2017

For R.K & Associates

SD/-
(Prop. Rekha Kejriwal)
(Membership No. FCS 5978)
(C.P. No. 15024)

ANNEXURE "B" TO THE DIRECTOR'S REPORT**EXTRACT OF ANNUAL RETURN**

**As on the financial year ended on 31/03/2017
Of
RAKAN STEELS LIMITED**

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

I. REGISTRATION AND OTHER DETAILS

1.	CIN	L27320UP1985PLC007582
2.	Registration Date	16.12.1985
3.	Name of the Company	Rakan Steels Limited
4.	Category/Sub-Category of the Company	Listed Public Company
5.	Address of the registered office and contact details	NH-2 (1 km from Bara Toll Plaza) Umran, Rania, Kanpur Dehat-209311 Tel : 9598668666 Fax : 0512-2544025
6.	Whether listed company	Yes
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	SKYLINE FINANCIAL SERVICES PRIVATE LIMITED D-1 53 A, 1 st Floor, Okhla Industrial Area, Phase-1, New Delhi-110020 Tele.: 011-26812682;011-26812683

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No	Name and Description of main products / services	% to total turnover of the company
1.	Iron and Steel Products	93.52

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-

S. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary /Associate	% of Shares Held	Applicable Section
	NIL	NA	NA	NA	NA

h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	504255	504255	15.56	-	504255	504255	15.56	Nil
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	1114221	1114221	34.4	-	963345	963345	29.73	(4.67)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakhs	500	638258	638758	19.70	500	624261	624761	19.28	(0.43)
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakhs	27300	-	27300	0.84	178176	-	178176	5.5	4.66
c) Others (HUF)	-	-	-	-	-	13997	13997	0.43	0.43
Sub-total (B)(2):-	27800	1752479	1780279	54.95	178676	1601603	1780279	54.95	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	27800	2256734	2284534	70.51	178676	2105858	2284534	70.51	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	714866	2525134	3240000	100	865742	2374258	3240000	100	Nil

ii) Shareholding of Promoters

SI No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	
1.	Surendra Mohan Agarwal	243100	7.50	0	243100	7.50	0	0.00

2.	Pawan Kumari Agarwal	83000	2.56	0	83000	2.56	0	0.00
3.	Bindu Agarwal	81950	2.53	0	81950	2.53	0	0.00
4.	Sanjeev Agarwal	110300	3.40	0	110300	3.40	0	0.00
5.	Vandana Agarwal	87501	2.70	0	87501	2.70	0	0.00
6.	Sandeep Agarwal	81315	2.51	0	81315	2.51	0	0.00
7.	Rajvardhan Agencies Private Limited	268300	8.28	0	268300	8.28	0	0.00
	Total	955466	29.49	0	955466	29.49	0	0

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

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	%of total Shares of the company	%of Shares Pledged/encumbered to total shares	No. of Shares	%of total Shares of the company	%of Shares Pledged/encumbered to total shares	
1.	Surendra Mohan Agarwal	243000	7.50	0	243000	7.50	0	0.00
2.	Pawan Kumari Agarwal	83000	2.56	0	83000	2.56	0	0.00
3.	Bindu Agarwal	81950	2.53	0	81950	2.53	0	0.00
4.	Sanjeev Agarwal	110300	3.40	0	110300	3.40	0	0.00
5.	Vandana Agarwal	87501	2.70	0	87501	2.70	0	0.00
6.	Sandeep Agarwal	81315	2.51	0	81315	2.51	0	0.00
7.	Rajvardhan Agencies Private Limited	268300	8.28	0	268300	8.28	0	0.00
	Total	955466	29.49	0	955466	29.49	0	0

iv) Shareholding Pattern of top ten shareholders other than Directors, Promoters and Holders of GDRs and ADRs:

S. No.	Top Ten Shareholders	Shareholding at the beginning of the year		Transaction Details			Cumulative Shareholding during the year		Reason
		No. of shares	% of total shares of the company	Sale	Purchase	Date		% of total shares of the company	
1	Indbank Merchant Banking Services Ltd.	158776	4.90	158776	0	--	0	0	Shares were sold (through an off market transaction.)
2	Mahendra Girdhari Lal	0	0	0	150876	--	150876	4.66	Shares were acquired (through an off market transaction.)
3	Success Vyapar Ltd.	142800	4.41	0	0	--	142800	4.41	--
4	Raghuvansh Agro Farms Ltd.	131774	4.07	0	0	--	131774	4.07	--
5	3A Capital Services Ltd.	126600	3.91	0	0	--	126600	3.91	--
6	Vasundhara Capital and Securities Ltd.	119300	3.68	0	0	--	119300	3.68	--
7	BOI Finance Ltd.	95300	2.94	0	0	--	95300	2.94	--
7	Bank Of Baroda	95300	2.94	0	0	--	95300	2.94	--
8	State Bank of Mysore	95100	2.94	0	0	--	95100	2.94	--
9	Enam Financial Consultants P. Ltd.	93100	2.87	0	0	--	93100	2.87	--
10	The Federal Bank Ltd.	86600	2.67	0	0	--	86600	2.67	--

v) **Shareholding of Directors and Key Managerial Personnel:**

S. No.	For Each of the Directors and KMP	Designation	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.	Mrs. Bindu Agarwal	Director	81950	2.53	81950	2.53
2.	Mr. Sandeep Agarwal	Director	81315	2.51	81315	2.51

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial				
i)Principal Amount	278261	10286659	-	10564920
ii)Interest due but not paid	-	-	-	-
iii)Interest accrued but not due	-	-	-	-
Total(i+ ii + iii)	278261	10286659	-	10564920
Change in Indebtedness during the financial year				
· Addition	-	1923399	-	1923399
· Reduction	278261	-	-	278261
Net Change	278261	1923399	-	1645138
Indebtedness at the end of the financial year				
i) Principal Amount	-	12210058	-	12210058
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total(i+ ii+ iii)	-	12210058	-	12210058

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Mrs. Bindu Agarwal Mr. Kannan Agarwal Mr. Sandeep Agarwal	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	50000/- per month 50000/- per month 50000/- per month	600000 600000 600000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify	-	-
5	Others, please specify	-	-
	Total (A)	50000/- per month 50000/- per month 50000/- per month	600000 600000 600000= 1800000

B. Remuneration to other Directors

Sl. no.	Particulars of Remuneration	Name of Directors				Total Amount
	3. Independent Directors	-	-	-	-	-
	· Fee for attending board committee meetings	-	-	-	-	-
	· Commission	-	-	-	-	-
	· Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
	4. Other Non-Executive Directors	-	-	-	-	-
	· Fee for attending board committee meetings	-	-	-	-	-
	· Commission	-	-	-	-	-
	· Others, please specify	-	-	-	-	-

Total (2)	-	-	-	-	-
Total (B)=(1+2)	-	-	-	-	-
Total Managerial	-	-	-	-	-
Overall Ceiling as per the	-	-	-	-	-

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

Sl. no	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary	-	150000	300000	450000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	12000/- per month for 10 months And 15000/- per month for 2 months	25000/- per month	-
	(b) Value of perquisites u/s17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- Others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	150000	300000	450000

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

NONE

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
M/s RAKAN STEELS LIMITED,
NH-2 (1 km from Bara Toll Plaza),
Umran, Rania,
Kanpur Dehat-209311

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **M/s Rakan Steels Limited** ("the Company") which comprise the Balance Sheet as at 31st March, 2017, 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 standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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

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

the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017 and its profit/loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditors' Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the order to the extent applicable.
- 2) As required by section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of the audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of sub section (2) of Section 164 of the Companies Act, 2013.
 - 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 does not have any pending litigations which would impact its financial position.
 - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

- iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv) The Company has provided requisite disclosures in its standalone financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the company. Refer note 11 to the standalone financial statements.

For VISHAL MAHESHWARI & COMPANY
Chartered Accountants
FRN: 007952C

SD/-
VISHAL MAHESHWARI
Partner
M. No: 076685

Place: Kanpur.
Dated: 30.05.2017

Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March, 2017, we report that:

- i. In respect of its fixed assets :
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) The fixed assets were physically verified during the year by the Management in accordance with a phased programme of verification, which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals having regard to the size of the Company, nature and value of its assets. According to the information and explanation given to us, 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 the immovable properties are held in the name of the Company.
- ii. The inventories have been physically verified during the year by the management. In our opinion frequency of verification is reasonable. As explained to us, there were no material discrepancies noticed on physical verification as compared to the book records.
- iii. As per the records produced before us and explanations given to us, the Company has not granted any loans, secured and unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013, therefore, the relevant provisions of the Companies (Auditor's Report) order, 2016, are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the Act, with respect to loans and investments made.
- v. In our opinion and according to information and explanations given to us, the Company has not accepted any deposits within the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013, therefore, the relevant provisions of the Companies (Auditor's Report) order, 2016, are not applicable to the Company.
- vi. The Central Government has not prescribed maintenance of cost records under Section 148 (1) of the Companies Act, 2013 in respect of business activities of the Company.
- vii. In respect of statutory dues :
 - a) The Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty and other material statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, sales tax, wealth tax, service tax, customs duty excise duty and other statutory dues mentioned above were in arrears, as at 31.03.2017 for a period of more than six months from the date they became payable.

- b) According to the information and explanation given to us, there are no dues of income tax, sales tax, wealth tax, service tax, customs duty and excise duty which have not been deposited on account of any dispute.
- viii. Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions or banks. The Company does not have any loans or borrowings from Government or debenture holders during the year.
- ix. The Company did not raise any money by way of Initial Public offer or further Public Offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.
- 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 have been noticed or reported during the course of our audit.
- xi. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with 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 on the basis of 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 on the basis of 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 on the basis of 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-IA of the Reserve Bank of India Act, 1934.

For VISHAL MAHESHWARI & COMPANY
Chartered Accountants
FRN: 007952C

SD/-
VISHAL MAHESHWARI
Partner
M. No: 076685
Place: Kanpur
Dated: 30.05.2017

Annexure-B to the Auditor's Report

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

We have audited the internal financial controls over financial reporting of **M/s Rakan Steels Limited** ("the Company") as of 31st March, 2017 in the conjunction with our audit of 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, the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's 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 Standard 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 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 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 system 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 the financial statements in accordance with generally accepted accounting principles, and that the receipts and expenditures of the company are being made only in accordance with authorizations of the 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 period 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 31st March, 2017, 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 VISHAL MAHESHWARI & COMPANY
Chartered Accountants
FR No.: 007952C

SD/-
VISHAL MAHESHWARI
Partner
Membership No.: 076685

Place: Kanpur
Date: 30.05.2017

Annexure VII**Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

To,
Board of Directors of **Rakan Steels Limited**

We have audited the quarterly financial results of **Rakan Steels Limited** for the quarter ended March 31, 2017 and the year to date results for the period April 1, 2016 to March 31, 2017 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25) , prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

(i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and

(ii) give a true and fair view of the net profit/ loss and other financial information for the quarter ended March 31, 2017 as well as the year to date results for the period from April 1, 2016 to March 31, 2017.

FOR VISHAL MAHESHWARI & COMPANY
Chartered Accountants
FRN: 007952C

SD/-
Vishal Maheshwari
Partner
(Membership Number:- 076685)

Place: Kanpur
Date: 30.05.2017

BALANCE SHEET FOR THE YEAR ENDED ON 31.03.2017

Particulars	Note No	2016-17	2015-16
EQUITY & LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	32400000	32400000
(b) Reserve & Surplus	3	10775577	10362303
(c) Money Received against share warrants		0	0
(2) Share application money pending allotment		0	0
(3) Non- Current Liabilities			
(a) long Term borrowings	4	12210058	10286659
(b) Deferred tax liabilities(net)	4	0	0
(c) Other long term liabilities	4	0	0
(d) Long term provisions	5	0	0
(4) Current liabilities			
(a) Short term borrowings	4	0	278261
(b) Trade payable	4	21754278	25369369
(c) Other current Liabilities	4	978588	1186793
(d) Short Term provisions	5	240328	45328
TOTAL		78358829	79928713
II. ASSETS			
(1) Non Current Assets			
(a) Fixed Assets			
(i) Tangible assets	6	6140459	1407041
(ii) Intangible assets	6	0	0
(iii) Capital work in progress		0	5459640
(iv) Intangible assets under development		0	0
(b) Non- current investments	7	0	0
(c) Deferred tax assets (net)		84402	136577
(d) Long term loans & advances	12	473667	173667
(e) Other non-current assets	12	0	0
(2). Current assets			
(a) Current investments	8	0	0
(b) Inventories	9	61837681	61060270
(c) Trade Receivables	11	8077617	10486914
(d) Cash & cash equivalents	10	1626946	860047
(e) Short term loans and advances	12	118057	344557
(f) Other current assets	12	0	0
TOTAL		78358829	79928713

Notes to Accounts

1. Figures have been rounded of to the nearest rupee

For VISHAL MAHESHWARI & COMPANY
Chartered Accountants
FRN:007952C

Rakan Steels Limited

SD/-
(Vishal Maheshwari)
Partner
M.N.- 076685

SD/-
Kannan Agarwal
(Managing Director)
DIN: 07318672

SD/-
Sandeep Agarwal
(Director)
DIN: 02957566

Place: Kanpur
Date : 30.05.2017

SD/-
Aditi Agarwal
(Chief Financial Officer)
(ALZPG8409K)

SD/-
Garima Priyani
(Company Secretary)
(DBLPP00466G)

RAKAN STEELS LIMITED
Profit and Loss statement for the year ended 31st March, 2017

Particulars	Note No.	2016-17	2015-16
I. Revenue from operations	13	54231248	74970891
II. Other Income	14	3264574	1524360
III.Total Revenue(I+II)		57495822	76495251
IV. EXPENSES:			
Cost of material consumed	15	0	0
Purchase of Stock- in-Trade		48218644	66715815
Changes in inventories of finished goods, work in progress and stock-in- Trade		-777411	3020085
Employee benefit expense	16	1008000	472000
Financial Cost	17	1433985	1114460
Depreciation and amortization expense	6	1158830	479741
Other Expenses	18	5888325	4455226
IV.Total Expenses		56930373	76257327
V. Profit before exceptional and extraordinary items and tax	(III-IV)	565449	237924
VI. Exceptional Items		0	0
VII. Profit before extraordinary items and tax	(V-VI)	565449	237924
VIII. Extraordinary Items		0	0
IX. Profit before tax	(VII-VIII)	565449	237924
X. Tax Expense:			
(1) Current Tax		100000	45328
(2) Deferred Tax		52175	-49111
XI. Profit(Loss) from the period continuing operations	(IX-X)	413274	241707
XII. Profit/(Loss) from discontinuing operations		0	0
XIII. Tax expense of discontinuing operations		0	0
XIV. Profit/(Loss) from discontinuing operations	(XII-XIII)	0	0
XV. Profit/(loss) for the period	(XI+ XIV)	413274	241707
XVI. Share of results of Associates		0	0
XVII. Minority Interest		0	0
XVIII. Profit/(loss) for the period	(XV+XVI+XVII)	413274	241707
XIX. Earning per equity share:			
(1) Basic		0.13	0.07
(2) Diluted		0.13	0.07

Notes to Accounts

1. Figures have been rounded of to the nearest rupee

For VISHAL MAHESHWARI & COMPANY
Chartered Accountants
FRN:007952C

Rakan Steels Limited

SD/-
(Vishal Maheshwari)
Partner
M.N.- 076685

SD/-
Kannan Agarwal
(Managing Director)
DIN: 07318672

SD/-
Sandeep Agarwal
(Director)
DIN: 02957566

Place: Kanpur
Date : 30.05.2017

SD/-
Aditi Agarwal
(Chief Financial Officer)

SD/-
Garima Priyani
(Company Secretary)

RAKAN STEELS LIMITED
Cash Flow Statement For The Year Ended 31.03.2017

Particulars	Year Ended 31.03.2017		Year Ended 31.03.2016	
A Cash Flow from Operating Activities				
Profit/(-)Loss for the Year before tax & extraordinary items		565449		237924
<u>Adjustment for:</u>				
Depreciation	1158830		479741	
(Increase)/Decrease in Misc. Expenditure	0		0	
Adjustment for previous Years	0		0	
(Profit) & Loss On Sale Of Investment	0		0	
Interest & Financial Charges	1433985	2592815	1114460	1594201
Operating Profit before Working Capital changes		3158264		1832125
<u>Adjustments for:</u>				
(Increase)/Decrease in Loans and Advances	-73500		0	
(Increase)/Decrease in Trade Recievables	2409297		-6318600	
(Increase)/Decrease in Inventory	-777411		3020085	
(Increase)/Decrease in Current Assets	0		5608721	
Increase/(Decrease) in current Liabilities	-4006557		1641570	
Less:-Direct Taxes Paid (Net)		-2448171	48761	3903015
Net Cash from Operating Activities		710093		5735140
B Cash Flow from Investing Activities				
Purchase of fixed asset	-432608	-432608	-5537289	-5537289
Purchase of investment	0	0	0	0
Sale Of Investment	0	0	0	0
Profit/(loss) on sale of investment	0	0	0	0
Net Cash from Investing Activities		-432608		-5537289
C Cash Flow from Financing Activities				
Share Capital Issue	0		0	
Share Premium A/c	0		0	
(Payment)/ Receipt of Long Term Borrowing	1923399		1307828	
(Payment)/ Receipt of other Long Term Liabilities	0		0	
Interest and Financial Charges	-1433985		-1114460	
Dividends paid	0	489414	0	193368
Net Cash from Financing Activities		489414		193368
NET CASH FLOWS DURING THE YEAR(A+B+C)		766899		391219
Cash and Cash Equivalents(Opening Balance)		860047		468828
Cash and Cash Equivalents(Closing Balance)		1626946		860047

For VISHAL MAHESHWARI & COMPANY
Chartered Accountants
FRN:007952C

SD/-
(Vishal Maheshwari)
Partner
M.N.- 076685

Place: Kanpur
Date : 30.05.2017

SD/-
Kannan Agarwal
(Managing Director)
DIN: 07318672

SD/-
Aditi Agarwal
(Chief Financial Officer)
(ALZPG8409K)

SD/-
Sandeep Agarwal
(Director)
DIN: 02957566

SD/-
Garima Priyani
(Company Secretary)
(DBLPP00466G)

NOTES TO ACCOUNTS

- 1) Contingent Liabilities: There are no Contingent Liabilities.
- 2) Disputed Statutory Liabilities: There are no Disputed Statutory Liabilities.
- 3) Directors remuneration:
- | | |
|----------------|----------------|
| <u>2015-16</u> | <u>2016-17</u> |
| 12, 00, 000.00 | 22, 50, 000.00 |

As no commission is payable to the Directors of the company computation of net profit u/s 198 of The Companies Act, 2013 has not been given.

- 4) Deferred Tax: Provision for deferred tax assets / liabilities is in accordance with applicable accounting standards.
- 5) The Company has not accepted any deposits during the current year. Prior to 1.4.2014 the Company had accepted loans from its members. As per General Circular No. 05/2015 dated 30.3.2015 issued by MCA, these loans are not considered as Deposits within the relevant provisions of Companies Act, 2013. As at the year end the aggregate outstanding amount of such loans total to Rs. 1,22,10,058.00 inclusive of Interest and have been presented under Long term Borrowings under Non-Current Liabilities.
- 6) There are no defaults in the nature of delays in repayment of dues to financial institutions and Banks.
- 7) Sundry Debtors & Creditors, Loans & advances are subject to reconciliation and Confirmation, if any.
- 8) Earning per share :

	<u>2015-16</u>	<u>2016-17</u>
	Amount (Rs.)	Amount (Rs.)
i) Net profit/(Loss) after tax available for equity share holders (Rs.)	2,41,707	4,13,274
ii) Average number of equity share of Rs. 10/- each used as denominator for calculating EPS	32,40,000	32,40,000
iii) Basic/ Diluted Earning per share of face value of Rs. 100 each (Rs.)	0.07	0.13

- 8) As informed to us, there are related party transactions. Detailed sheet is enclosed as Annexure.

	<u>2015-2016</u>	<u>2016-2017</u>
9) Payment to Auditor		
Audit Fees	57500.00	63250.00
Taxation Matters	34500.00	37950.00

- 10) Previous year figures have been regrouped and rearranged wherever necessary, so as to correspond to that of the current year.

- 11) Note-Details of Specified Bank Notes(SBN) held and transacted during the period 08.11.2016 to 30.12.2016

Particulars	SBNs	Other Denomination Notes	Total
Closing Cash in Hand as 08.11.2016	12,50,000.00	6,40,549.00	18,90,549.00
(+) Permitted Receipts	0.00	30,20,893.00	30,20,893.00
(-) Permitted Payments	0.00	1,28,081.00	1,28,081.00
(-) Amount Deposited in Banks	12,50,000.00	29,21,600.00	41,71,600.00
Closing Cash in Hand as on 30.12.2016	0.00	6,11,761.00	6,11,761.00

12) ANNEXURE – RELATED PARTY DISCLOSURES (AS – 18)

S.No.	Name of Related Party and Nature of Relationship	Nature of Transaction	Transaction Value	Closing Balance
1.	Bindu Agarwal (Director, Key Managerial Personnel)	Unsecured Loans -Taken -Repaid -Interest Paid	2,50,000.00 3,15,006.00 4,98,272.00	44,97,734.00 (Cr)
2.	Kannan Agarwal (Director, Key Managerial Personnel)	Unsecured Loans -Taken -Repaid -Interest Paid	13,15,000.00 8,70,000.00 51,160.00	4,99,614.00 (Cr)
3.	Sandeep Agarwal (Director, Key Managerial Personnel)	Unsecured Loans -Taken -Repaid -Interest Paid	10,80,000.00 7,35,000.00 6,27,134.00	57,87,660.00 (Cr)
4.	Sandeep Agarwal (HUF) (Relative of Key Managerial Personnel)	Unsecured Loans -Interest Paid	79,035.00	7,29,754.00 (Cr)
5.	Sandeep S Gupta (Relative of Key Managerial Personnel)	Unsecured Loans -Interest Paid	35,503.00	3,27,807.00 (Cr)
6.	Sanjeev Agarwal (Relative of Key Managerial Personnel)	Unsecured Loans -Interest Paid	8,364.00	77,226.00 (Cr)
7.	Shilpa Gupta (Relative of Key Managerial Personnel)	Unsecured Loans -Interest Paid	24,834.00	2,29,300.00 (Cr)
8.	Surendra Mohan Agarwal (Relative of Key Managerial Personnel)	Unsecured Loans -Interest Paid	4,691.00	20,029.00 (Cr)
9.	Vaibhav Agarwal (Relative of Key Managerial Personnel)	Unsecured Loans -Interest Paid	1,841.00	40,934.00 (Cr)
10.	Bindu Agarwal (Director, Key Managerial Personnel)	Director Remuneration	7,20,000.00	NIL
11.	Sandeep Agarwal (Director, Key Managerial Personnel)	Director Remuneration	7,20,000.00	82,000(Cr)
12.	Kannan Agarwal (Director, Key Managerial Personnel)	Director Remuneration	7,20,000.00	30,000.00(Dr)
13.	Rajvardhan Agencies Pvt.	Sale	8,49,251.00	1,26,81,894.00

	Ltd.	Purchase	14,88,566.00	(Cr)
14.	S P Industries	Rent	1,74,000.00	11,24,748.00 (Cr)
15.	Shree Radha Industries	-	-	8,15,084.00 (Cr)
16.	Shree Radha Udyog	Sale Rent	27,20,432.00 1,56,000.00	7,39,415.00 (Cr)
17.	Aditi Agarwal	CFO Remuneration	3, 00, 000.00	-

Note – 1Significant Accounting Policies:

A) GENERAL

The Accounts of the Company are prepared on an accrual basis, under the historical cost convention and in accordance with applicable mandatory Accounting Standards issued by the Institute of Chartered Accountants of India. The Accounts have been prepared on the concept of going concern.

B) FIXED ASSET/ INTANGIBLE ASSETS

Fixed Assets: The fixed assets have been valued at historical cost Less depreciation provided on written down value method at rates prescribed in Schedule II of the Companies Act, 2013.

C) DEPRECIATION / AMORTISATION

Depreciation on Fixed Assets has been provided on written down value method as per the rates prescribed in Companies Act, 2013.

D) INVENTORIES

Raw Material at Cost on FIFO Method.

WIP and Finished Goods at Cost or Market Value whichever is less.

E) REVENUE RECOGNITION

- 1) Sales are accounted for on dispatch and are stated at net of trade tax and sales return.
- 2) Purchases are recognized at the time of receipt of material.
- 3) Other income, Interest and other expenses are recognized on accrual basis.

F) RETIREMENT BENEFITS

The company has not provided for any retirement benefits including gratuity.

G) EARNING PER SHARE

Earning per share is calculated in accordance with AS-20 issued by the Institute of Chartered Accountants of India.

H) TAXATION

(i) INCOME TAX

Provision of income tax is made and retained in the accounts on the basis of estimated tax liability as per the applicable provisions of the Income Tax Act, 1961 and considering any pending litigations & orders in company's case.

(ii) DEFERRED TAX

Deferred Tax assets and Liabilities are recognized in accordance with AS-22 "Accounting for Taxes on Income" on the basis of reasonable / virtual certainty that sufficient future taxable income will be available against which the same can be realized.

- (iii) Fixed assets had been converted into in trade. Therefore, the tax on the stock will be computed as per Section 45(2) of Income tax Act, 1961.

I) IMPAIRMENT OF ASSETS

An assets is treated as impaired when the carrying cost of an asset exceeds its recoverable value and impairment loss is charged to profit and loss account in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting year is reversed if there has been a change in the estimate of the recoverable amount.

J) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions in respect of present obligation arising out of past events are made in accounts when reliable estimates can be made of the amount of the obligation. Contingent liabilities (if material) are disclosed by way of Notes on Accounts. Contingent assets are not recognized or disclosed in financial statements and are included, if any, in the Director's report.

Note 2 :- Share Capital	2016-17	2015-16
Authorised Shares 5500000 Nos. Equity Shares of Rs.10/- each (Previous year 5500000 Equity shares of Rs.10/-each)	55000000	55000000
	55000000	55000000
Issued ,Subscribed & Fully Paid (3240000 Equity Shares of Rs. 10/- each)	32400000	32400000
Total Issued ,Subscribed & Fully Paid	32400000	32400000

Share Capital Schedule (No. of shares Outstanding)	31-Mar-17		31-Mar-16	
Particulars	Nos	Amount	Nos	Amount
Opening number of Shares Outstanding	3240000	32400000	3240000	32400000
Add: Preferential Shares	0	0	0	0
Less:	0	0	0	0
Closing number of outstanding shares at the end of the period	3240000	32400000	3240000	32400000

During the year ended 31 March 2017, the amount of per share recognised as distribution to equity shareholders was Rs. 0 (31 March 2016: Rs.0)

Detail of Shareholders Holding more than 5 percent Shares

Name of the Shareholders	No.Of shares	% Shareholding
Raj Vardhan Agencies Private Limited	268300	8.28%
Surendra Mohan Agarwal	243000	7.50%

Note 3:- Reserve & surplus		2016-17	2015-16
(a)	Capital & Redemption Reserve		
	Opening Balance	0	0
	Less: Trf. to Share capital on issue of bonus shares	0	0
	Add/less: Any other adjustments	0	0
		0	0
(b)	Bond Redemption Reserve		
	Opening Balance	0	0
	Add: Any other adjustments	0	0
	Less: Any other adjustments	0	0
		0	0
(c)	Debenture Redemption Resesrve		
	Opening Balance	0	0
	Add: Any other adjustments	0	0
	Less: Any other adjustments	0	0
		0	0
(d)	Capital Reserve		
	Opening Balance	1589220	1589220
	Add: Any other adjustments	0	0
	Less: Any other adjustments	0	0
		1589220	1589220
(e)	Securities Premium		
	As per last Balance sheet	14000000	14000000
	Add: Any other adjustments	0	0
	less: Any other adjustments	0	0
		14000000	14000000
(f)	General Reserve		
	As per last Balance Sheet	800000	800000
	Add: Any other adjustments	0	0
	less: Any other adjustments	0	0
		800000	800000
(g)	Foreign Currency Transalation Reserve	0	0
(h)	Surplus in the statement of Profit & Loss Account		
	As per last Balance Sheet	-6026917	-6291902
	Add: Profit for the year	413274	241707
	Less: Appropriations	0	-23278
	Proposed Dividend	0	0
	Tax on dividened	0	0
	Transfer to general reserve	0	0
	Net surplus in the statement of profit and loss account	-5613643	-6026917
	Total Resesrve & Surplus	10775577	10362303

Note 4	Current		Non-Current	
	2016-17	2015-16	2016-17	2015-16
Liabilities				
a) Borrowings				
Secured				
i. Loans repayable of demand				
-From banks;	0	278261	0	0
-From other parties	0	0	0	0
Unsecured				
i. Loans and advances from related parties/shareholders and directors	0	0	12210058	10286659
ii. Deposits	0	0	0	0
iii. Other Loans and advances	0	0	0	0
	0	278261	12210058	10286659
b) Trade payables	21754278	25369369	0	0
c) Other Liabilities				
Current maturities of Long-Term debt	0	0	0	0
Current maturities of finance lease obligations	0	0	0	0
Deffered tax liability	0	0	0	0
Interest accrued but not due	0	0	0	0
Interest accrued and due	0	0	0	0
Income received in advance (Deffered and revenue)	0	0	0	0
Unpaid Dividends	0	0	0	0
Other Payables	978588	1186793	0	0
	978588	1186793	0	0
Note 5				
Provisions	2016-17	2015-16	2016-17	2015-16
Provisions for employee benefit	95000	0	0	0
Others				
- Proposed Dividends	0	0	0	0
- Provision for Taxation	145328	45328	0	0
	240328	45328	0	0

Note 6**TANGIBLE AND INTANGIBLE ASSETS:**

Particulars	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	01.04.16	Addition	Adj.	Total	01.04.16	During Yr.	Total	31.03.17	31.03.16
Building	0	264000	3144464	3408464	0	96412	96412	3312052	0
Electrical Equipments	0	0	57206	57206		8602	8602	48604	0
Plant and Machinery	1665051	0	143614	1808665	885884	154723	1040607	768058	779167
Computer & Peripherals	79549	5760	460608	545917	46300	204532	250832	295085	33249
Furniture & Fixture	22400	0	109250	131650	10097	23003	33100	98550	12303
Office Equipment	39160	70658	123463	233281	19915	76585	96500	136781	19245
Car	1229628	0	0	1229628	666551	176468	843019	386609	563077
Laboratory Equipments	0	92190	1421035	1513225	0	418505	418505	1094720	0
TOTAL	3035788	432608	5459640	8928036	1628747	1158830	2787577	6140459	1407041
Total (Previous Year)	2958139	77649	0	3035788	1149006	479741	1628747	1407041	1809133

CAPITAL WORK IN PROGRESS :

Particulars	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	01.04.16	Addition	Adj.	Total	01.04.16	During Yr.	Total	31.03.17	31.03.16
Building	3144464	0	-3144464	0	0	0	0	0	3144464
Computers & Peripherals	460608	0	-460608	0	0	0	0	0	460608
CCTV and Accessories	123463	0	-123463	0	0	0	0	0	123463
Electrical Equipments	57206	0	-57206	0	0	0	0	0	57206
Furniture & Fixture	109250	0	-109250	0	0	0	0	0	109250
Laboratory Equipments	1421035	0	-1421035	0	0	0	0	0	1421035
Plant and Machinery	143614	0	-143614	0	0	0	0	0	143614
TOTAL	5459640	0	-5459640	0	0	0	0	0	5459640
Total (Previous Year)	0	5459640	0	5459640	0	0	0	5459640	0

GRAND TOTAL	8495428	432608	0	8928036	1628747	1158830	2787577	6140459	6866681
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Note 7

Non Current Investments	2016-17	2015-16
a) Investment Property	0	0
b) Investments in Equity Instruments	0	0
1. Investments in Associate - Un-Quoted		
Opening Balance	0	0
(Extent of holding 99%)		
Add:Share of profit for previous years	0	0
Add:Share of profit for current year	0	0
(Market Value_)		
2. Investment - Quoted	0	0
(Market Value_)		
3. Investment in joint Venture - unquoted	0	0
4.Other unquoted investments	0	0
	0	0

Aggregate amount of quoted investment(Market Value)	0	0
Aggregate amount of Unquoted investment	0	0
Value of Investment Property	0	0

Note 8

Current Investments	2016-17	2015-16
a) Investment in Mutual Funds	0	0
Mutual Funds(Provide break up of each scheme of mutual fund invested into)		
b).Other investments		
Commercial Paper of _____	0	0
Commercial Paper of _____	0	0
Certificate of Deposit of _____	0	0
Certificate of Deposit of _____	0	0
c) Quoted Investments	0	0
	0	0

Aggregate amount of quoted investment(Market Value)
Aggregate amount of Unquoted investment

Note 9

Inventories	Current		Non- Current	
	2016-17	2015-16	2016-17	2015-16
a) Raw Materials	0	0	0	0
b) Work- in progress	0	0	0	0
c) Finished goods	61837681	61060270	0	0
d) Stock in trade	0	0	0	0
Programs. Movies & Rights	0	0	0	0
- Unamortised cost	0	0	0	0
- Under production	0	0	0	0
Raw stock Tapes	0	0	0	0
	61837681	61060270	0	0
e) Stores & Spares	0	0	0	0
f) Loose Tools	0	0	0	0
	0	0	0	0
TOTAL	61837681	61060270	0	0

Note 10

Cash & Cash Equivalents	Current		Non- Current	
	2016-17	2015-16	2016-17	2015-16
a) Balances with Banks				
Balances with Banks				
On current accounts	644374	626547	0	0
On Margin Money	0	0	0	0
On unpaid dividend account	0	0	0	0
Deposits with banks maturity less than 12 months	0	0	0	0
	644374	626547	0	0
b) Cheques, drafts on hands	0	0	0	0
c) Cash on Hand	982572	233500	0	0
	1626946	860047	0	0

Note 11	Current		Non- Current	
	2016-17	2015-16	2016-17	2015-16
Trade Receivable				
Unsecured considered goods	8077617	10486914	0	0
Outstanding for a period exceeding Six month from the date they are due for payment	0	0	0	0
Others	0	0	0	0
	0	0	0	0
Less: Provision for doubtful debts	0	0	0	0
TOTAL	8077617	10486914	0	0

Note 12	Current		Non-current	
	2016-17	2015-16	2016-17	2015-16
Loans & Advances				
a) Loans & Advances to Related parties	0	0	0	0
b) Other Advances				
Interest accrued on Investments	0	0	0	0
Loans	0	0	0	0
Advances, secured considered good	0	0	0	0
Advances, unsecured considered good	118057	344557	0	0
Less: Provision for doubtful advance	0	0	0	0
Advance Direct Taxes	0	0	0	0
Advance Indirect Taxes	0	0	0	0
Other Receivables	0	0	0	0
Unsecured considered goods	0	0	0	0
Outstanding for a period exceeding six month from the date they are due for payment	0	0	0	0
Others	0	0	0	0
Capital Advances	0	0	0	0
Deposits secured, considered goods	0	0	0	0
Deposits unsecured, considered goods	0	0	473667	173667
TOTAL	118057	344557	473667	173667

Note 13

Revenue from Operations	2016-17	2015-16
Sale of Products	50716248	74280891
Rent Income	636000	690000
Fees	2879000	0
Less: Taxes Recovered	0	0
	54231248	74970891

Note 14

Other Income	2016-17	2015-16
Miscellaneous Income	3264574	1524360
	3264574	1524360

Note 15

Cost of Materials Consumed	2016-17	2015-16
Raw Material Consumed		
Opening Stock	0	0
Add: Purchase During the Year	0	0
Less: Closing Stock	0	0
	0	0

Note 16

Employee benefit expenses	2016-17	2015-16
a) Salaries & wages	1008000	472000
b) Contribution to provident funds	0	0
c) Staffwelfare expense	0	0
	1008000	472000

Note 17

Finance Cost	2016-17	2015-16
a) Interest Expense	1375390	1035616
b) Other finance cost	58595	78844
	1433985	1114460

Note 18

Other Expenses	2016-17	2015-16
Advertisement and Publicity expenses	94612	176690
Auditors Remuneration	101200	92000
Balance w/o	162	0
Accounting Expenses	0	3600
Depository Fees	41010	14865
Fees Concession	71400	0
Filing Fess	0	23900
Generator Repair & Maintainance	27222	0
Insurance	45076	32197
Listing Fees	28750	374350
Director's/CFO Remuneration	2550000	1200000
Power & Fuel	552747	421691
Professional and consultancy charges	81247	130496
Office Expenses	37777	22280
Printing & Stationery	38820	29925
Postage & Telegram	38269	34790
Repair & Maintenance	146566	0
Travelling Expenses	126861	75234
Computer Running & Maintenance	6000	59648
Electricity Charges	0	12000
RTA Fees	75491	85900
Vehicle Running and Maintainance	60005	97518
Website Charges	5449	5616
Freight & Cartage	1571888	1478335
Telephone Expenses	113968	48798
Misc. Expenses	73805	35393
	5888325	4455226

Auditors Remmuneration Under:

Particulars	2016-17	2015-16
Audit fees & Tax Audit Fees	63250	57500
Certificate & Tax Services	37950	34500
Total	101200	92000

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Thirtieth Annual General Meeting of Members of Rakan Steels Limited will be held on Thursday, 28th Day of September, 2017 at 11.00 am at the Registered Office of the Company at NH-2 (1 km from Bara Toll Plaza), Umran, Rania, Kanpur Dehat-209311 to transact the following businesses.

ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Financial Statements (including consolidated Audited Financial Statements) of the Company for the year ended on March 31, 2017 including the Reports of the Directors and Auditors thereon.
2. To re-appoint Mr. Sandeep Agarwal, (DIN: 02957566) Director who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Statutory Auditors of the Company and if thought fit, to pass, with or without modification/s, the following resolution as an ordinary resolution.

"RESOLVED THAT pursuant to the first proviso to Section 139(1) of the Companies Act, 2013, read with the first proviso to Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, further read with third proviso to sub section 2 of section 139 through which the existing auditors are liable to vacate their office, M/s Maneesh Avneesh & Co., Chartered Accountants (Firm Registration No. 008433C), be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Annual General Meeting of the Company to be held in the year 2022 (subject to ratification of their appointment at every AGM), at such remuneration as may be fixed by the Board of Directors of the Company ."

"RESOLVED FURTHER THAT Mr. Kannan Agarwal (DIN: 07318672), Managing Director of the Company be and is hereby authorized to do all such acts, deeds and things and to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

SPECIAL BUSINESS:-

4. **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 149, 150, 152, 160, 161 and any other applicable provisions (if any) of the Companies Act, 2013, and any rules made there under read with Schedule IV of the Companies Act, 2013, Mr. Amit Verma (DIN: 07810322) who was appointed as an Additional Director of the Company at the Board Meeting held on May 2, 2017 and who holds office upto the date of this Annual General Meeting and for whom the Company has received a notice in writing from a member proposing his candidature for the office of the Director of the Company, be and is hereby elected and appointed as an Independent Director of the Company for a term upto five consecutive years commencing from September 28, 2017 to the date of the 35th Annual General Meeting , whichever is earlier.

"RESOLVED FURTHER THAT Mr. Kannan Agarwal, Managing Director of the Company be and is hereby responsible to do all such acts, deeds and things as may be necessary and expedient to give effect to the aforesaid resolution."

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 149, 152, 160, 161, 197 and any other applicable provisions (if any) of the Companies Act, 2013, recommendations made by the Nomination & Remuneration Committee and any rules made thereunder read with Schedule IV and V of the Companies Act, 2013, Ms. Kashish Grover (DIN: 07901658) who was appointed as an Additional Director of the Company at the Board Meeting held on August 9, 2017 and who holds office upto the date of this Annual General Meeting and for whom the Company has received a notice in writing from a member proposing her candidature for the office of the Director of the Company, be and is hereby elected and appointed as an Executive Director of the Company for a term upto five consecutive years commencing from September 28, 2017 or the date of the 35th Annual General Meeting, whichever is earlier at a monthly remuneration of Rs. 50000 (Fifty thousand only) all inclusive to Ms. Kashish Grover."

"RESOLVED FURTHER THAT the Board of Directors (on the recommendations of the Nomination and Remuneration Committee) be and are hereby authorized to revise, amend, alter and vary the remuneration and other terms and conditions of the appointment of the Managing Director in such manner as may be permissible in accordance with the provisions of the Companies Act, 2013 and Schedule V as may be agreed to by and between the Board of Directors and Ms. Kashish Grover, without any further reference to the shareholders in general meeting."

"RESOLVED FURTHER THAT in the event of loss or inadequacy of profits during the tenure of service of Ms. Kashish Grover as Director of the Company, the payment of salary, shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013."

"RESOLVED FURTHER THAT Mr. Kannan Agarwal, Managing Director of the Company be and is hereby responsible to do all such acts, deeds and things as may be necessary and expedient to give effect to the aforesaid resolution."

Date: 09/08/2017
Place: Kanpur

By the order of the Board

For Rakan Steels Limited

**Sd/-
Garima Priyani
(Company Secretary)
M. No. A49540**

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. The Proxy Form should be lodged with the Company at the Registered Office at least 48 hours before the time of the Meeting.

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

2. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
3. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
4. The Register of Members and Share Transfer Books will remain closed from **September 21 to September 28, 2017** (both days inclusive) for the purpose of AGM.
5. Shareholders are requested to promptly notify any changes in their address to the Company's Registrar and Share Transfer Agents, Skyline Financial Services Private Limited.
6. Members who have not registered their e-mail id addresses so far are requested to register their e-mail address in case of physical holding with the Company and in case of demat holding with the Depository Participant.
7. Electronic copy of the notice of the 30th Annual General Meeting of the Company *inter alia* indicating the e-voting procedure along with the attendance slip and proxy form is being sent to all the members whose e-mail address are registered with the Company/Depository Participant for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their e-mail address, physical copies of the notice of the 30th Annual General Meeting of the Company *inter alia* indicating the e-voting procedure along with the attendance slip and proxy form is being sent in the permitted mode.
8. All documents referred to in the Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during office hours on all working days except Saturdays between 11.00 a.m. to 1.00 p.m. up to the date of the 30th Annual General Meeting of the Company.
9. Members are requested to bring their copy of Annual Report to the Meeting.
10. Members desirous of obtaining any information concerning accounts of the Company are requested to address their questions to the Company Secretary, so as to reach at least 7 days before the date of meeting, to enable the information required to be made available at the Meeting, to the extent possible.

11. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed form SH-13 with the Company's Registrar and Transfer Agent. In respect of shares held in demat / electronic form, the nomination form may be filed with the respective Depository Participant.
12. Corporate Members are requested to send to the Company, a duly certified copy of the Board resolution/Power of Attorney, authorizing their representatives to attend and vote at the Annual General Meeting.
13. In case a Member receives physical copy the Notice of the 30th AGM [for Members whose email IDs are not registered with the Company/Depository Participants(s) or requesting Physical Copy.
 - (i) Please follow Sl. No. (i) to Sl. No. (xi) Above, to cast vote.

14. Voting through electronic means

- I. In compliance with 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 its members a facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL):

The instructions for e-voting are as under:

- (i) The Notice of the 30th Annual General Meeting of the Company inter alia indicating the process along with printed Attendance Slip and Proxy Form is being dispatched to all the Members. An Attendance Slip E Voting Number (EVEN) shall be mentioned.
 - ii) NSDL shall also be sending the User-ID and Password, to those members whose shareholding is in the dematerialized format and whose email addresses are registered with the Company/Depository Participants(s).
 - iii) Launch internet browser by typing the following URL:
<https://www.evoting.nsdl.com/>
 - iv) Click on Shareholder – Login
 - v) Put user ID and password as initial password noted in step (ii) above. Click Login.
 - vi) Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - vii) Home page of e-Voting opens. Click on e-Voting: Active Voting Cycles.
 - viii) Select "EVEN" of Rakan Steels Limited.
 - ix) Now you are ready for e-Voting as Cast Vote page opens
 - x) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - xi) Upon confirmation, the message "Vote cast successfully" will be displayed.

- xii) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - xiii) Institutional shareholders (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/(ies) who are authorized to vote, to the Scrutinizer with a copy marked to evoting@nsdl.co.in.
- II. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com.
- III. If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.
- IV. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- V. The e-voting period commence on **September 25, 2017 (09:00 am) and ends on September 27, 2017 (05:00 pm)**. 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 21, 2017** may cast their vote electronically. The e-voting module shall also be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- VI. 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 cutoff date **September 21, 2017**.
- VII. A copy of this notice has been placed on the web site of the Company and website of NSDL. Practicing Chartered Accountant, Mr. Ashok Maheshwari (Certificate of Practice no. 073968) has been appointed as scrutinizer to scrutinize the e voting process in a fair and transparent manner.
- VIII. Since the Company is required to provide members facility to exercise their right to vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **September 21, 2017** and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
- IX. The Scrutinizer shall within a period of not exceeding three (3) working days from the conclusion of the e-Voting period unlock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.
- X. The Results shall be declared on or after the 30th Annual General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website "www.rakansteels.co.in" and on the website of NSDL within two (2) days of passing of the resolutions at the 30th Annual General Meeting of the Company on **September 28, 2017** and communicated to the Metropolitan Stock Exchange of India Limited and Ahmedabad Stock Exchange Limited.

ANNEXURE TO THE NOTICE

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AS REQUIRED WITH SEBI (LODR), REGULATIONS, 2015 WITH THE STOCK EXCHANGE/ SEBI

EXPLANATORY STATEMENTS:-

The following Explanatory Statements, as required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item No. 2 and 4 of the accompanying Notice dated 09-08-2017.

Item - 2

Mr. Sandeep Agarwal is an Executive Non-Independent Director of the Company whose office is subject to retirement in the Annual General Meeting of the Company as per Section 152(6) of the Companies Act, 2013. The resolution seeks for his re-appointment at this Annual General Meeting. The particulars of the Director are given below:

SANDEEP AGARWAL

NAME	SANDEEP AGARWAL
DIN	02957566
FATHER'S NAME	SURENDRA MOHAN AGARWAL
D.O.B	09/12/1966
ADDRESS	704, ANAND PALACE, 10/499 ALLENGANJ, KANPUR-208002
QUALIFICATION	GRADUATION
EXPERIENCE	10 years of experience in the field of Iron & Steel Industry
OTHER DIRECTORSHIPS	NIL
SHAREHOLDING IN THE COMPANY	81315 SHARES

Item - 4

The Board of Directors of the Company had appointed Mr. Amit Verma (DIN: 07810322) as an Additional Director of the Company w.e.f. May 2, 2017 pursuant to Section 161 of the Companies Act, 2013. Mr. Amit Verma had to hold office upto the conclusion of this Annual General Meeting as he was appointed as an Additional Director on the board to hold office upto the ensuing Annual General Meeting. Mr. Amit Verma, a philanthropist who believes that an economy can rise only when the lower strata of the society is on the path of economic development. He is a very active social worker and tries to contribute his best in the economic development of the backward classes.

The resolution seeks approval of the members for the regularization of Mr. Amit Verma as the Director of the Company. In the opinion of the Board of Directors, Mr. Amit Verma, who is proposed to be appointed fulfills the Conditions specified in the Act and the Rules made thereunder. Accordingly, Board of Directors recommends the passing of Ordinary Resolution as set out in the Notice.

None of the Directors and other Key Managerial Personnel or their respective relatives except Mr. Amit Verma is concerned or interested financially or otherwise in this Resolution.

AMIT VERMA

NAME	AMIT VERMA
DIN	07810322
FATHER'S NAME	JAG PRASAD VERMA
D.O.B	15/07/1985
ADDRESS	225-B, LAL BANGLA, KANPUR-208007
QUALIFICATION	GRADUATION
OTHER DIRECTORSHIPS	NIL
SHAREHOLDING IN THE COMPANY	NIL

Item - 5

The Board of Directors of the Company had appointed Ms. Kashish Grover (DIN: 07901658) as an Additional Director of the Company w.e.f. August 9, 2017 pursuant to Section 161 of the Companies Act, 2013. Ms. Kashish Grover has to hold office upto the conclusion of this Annual General Meeting.

The resolution seeks approval of the members for the regularization of Ms. Kashish Grover as the Director of the Company. In the opinion of the Board of Directors, Ms. Kashish Grover, who is proposed to be appointed fulfills the Conditions specified in the Act and the Rules made thereunder. Accordingly, Board of Directors recommends the passing of Ordinary Resolution as set out in the Notice.

None of the Directors and other Key Managerial Personnel or their respective relatives except Ms. Kashish Grover is concerned or interested financially or otherwise in this Resolution.

KASHISH GROVER

NAME	KASHISH GROVER
DIN	07901658
FATHER'S NAME	RAJESH GROVER
D.O.B	25/05/1993
ADDRESS	705, ANAND PALACE, 10/499 KHALASI LINES, KANPUR-208002
QUALIFICATION	GRADUATION
OTHER DIRECTORSHIPS	NIL
SHAREHOLDING IN THE COMPANY	27300 SHARES
RELATIONSHIP WITH KEY MANAGERIAL PERSONNEL	SPOUSE OF MANAGING DIRECTOR

Date: 09/08/2017
Place: Kanpur

By the order of the Board

For Rakan Steels Limited

**Sd/-
Garima Priyani
(Company Secretary)
M. No. A49540**

RAKAN STEELS LIMITED

CIN: L27320UP1985PLC007582

R/O: NH-2 (1 km from Bara Toll Plaza), Umran, Rania, Kanpur Dehat-209311

Corporate Office: 77/39, Coolie Bazar, Kanpur-208001

E Mail: support@rakansteels.co.inTel no. 9598668666 WEB: www.rakansteels.co.in

ATTENDANCE SLIP

(To be presented at the entrance)

Reg. Folio No:

No. of Shares held:

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

I hereby record my presence at the Annual General Meeting of the Company to be held at its Registered Office, NH-2 (1 km from Bara Toll Plaza), Umran, Rania, Kanpur Dehat-209311 on Thursday, the 28th day of September, 2017 at 11:00 A.M.

Member's/ Proxy name in BLOCK letters

Signature of Member/Proxy

Note: Please fill up this attendance slip and hand it over at the entrance of the venue for the meeting.

RAKAN STEELS LIMITED

CIN: L27320UP1985PLC007582

R/O: NH-2 (1 km from Bara Toll Plaza), Umran, Rania, Kanpur Dehat-209311

Corporate Office: Corporate Office: 77/39, Coolie Bazar, Kanpur-208001

E Mail: support@rakansteels.co.in

Tel no. 9598668666 WEB: www.rakansteels.co.in

FORM NO. MGT 11
PROXY FORMPursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014Name of the Member
Registered address
E-mail Id:
Folio No/
DP ID- Client ID

I/We, being the member of _____ Shares of above mentioned company hereby appoint:

Name
Address
E-mail Id:
Signature
Or failing him / her
Name
Address
E-mail Id:
Signature
Or failing him / her
Name
Address
E-mail Id:
Signatureas my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual
General Meeting of the Company to be held on Thursday, September 28, 2017 at 11.00 A.M. at the
registered office of the Company and at any adjournment thereof in respect of such resolutions as
are indicated below:

Resolution No.	Resolutions	Optional <small>refer note 3 below</small>	
		For	Against
Ordinary Business			
1.	Adoption of Balance Sheet, Statement of Profit and Loss and the Reports of the Board of Directors and Auditors thereon for the financial period ended on March 31, 2017.		
2.	Reappointment of Mr. Sandeep Agarwal, (DIN: 02957566) Director who retires by rotation.		
3.	Appointment of M/s Maneesh Avneesh & Co. (Firm Registration No. 008433C) as Statutory Auditors of the Company.		
Special Business			
4.	Regularization of Mr. Amit Verma (DIN: 07810322) as the Director of the Company.		
5.	Regularization of Ms. Kashish Grover (DIN: 07901658) as the Director of the Company.		

Signed this day of 2017.

Signature of the Member

Signature of the Proxy Holder(s)

AFFIX REVENUE STAMP NOT LESS THAN Re 1
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Note:-

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.
3. It is optional to put a 'X' in the appropriate column against the Resolution indicated in the Box. If you leave the 'For' and 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he / she think appropriate.
4. Please complete all details including detail of member(s) in above box before submission.

ROUTE MAP OF THE VENUE OF 30TH ANNUAL GENERAL MEETING OF RAKAN STEELS LIMITED

ADDRESS: NH-2 (1 KM FROM BARA TOLL PLAZA), UMRAN, RANIA, KANPUR DEHAT-209311

