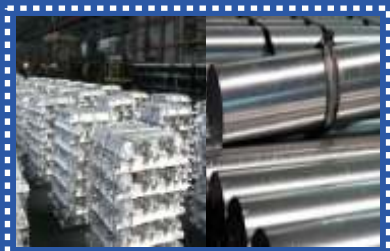
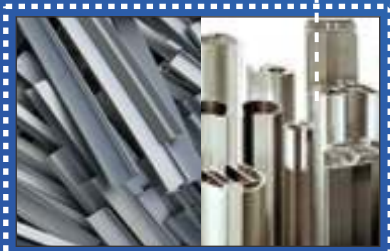




16th ANNUAL REPORT
2016 - 2017



Bothra Metals & Alloys Ltd.

A House of Aluminum

In this Annual Report the forward-looking information if any, is for enabling investors to comprehend our prospects and take informed investment decisions. This report and other statements that set out anticipated results based on the management's plans and assumptions.

We have tried, wherever possible to identify such statements by using words such as 'estimate', 'plans', 'believes', 'intends', 'expects', 'anticipate' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in our assumptions. The achievement of result is subject to risks, uncertainties and even inaccuracies in our assumptions. Should known or unknown risks or uncertainties materialize, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected.

Corporate Information	2
Message from Managing Director	3
Notice	4
Director's Report	9
Corporate Governance Report	27
Auditor's Report	38
Balance Sheet	43
Statement of Profit & Loss	44
Cash Flow Statement	45
Notes	47
Proxy Form	69
Attendance Slip	70

CORPORATE INFORMATION :**Board of Directors**

Chairman
Nikita Sand

Non Executive Director

Nikita Sand
Prathamesh Ashtekar*

Executive Directors

Sunderlal Bothra
Kishanlal Bothra
Sardarmal Suthar

Cost Auditors

Vinaykant Pareek & Co.
Cost Auditors

Bankers

Syndicate Bank
Corporation Bank

Company Secretary

Jeny Gowadia**

Statutory Auditors

SSRV & Associates.
Chartered Accountant

Chief Financial Officer

Kishanlal Bothra

Registered Office

140 L (222/D), 1st Flr, Room No.6,
Cavel 'X'
Lane No. 7, Dr. Viegas Street,
Kalbadevi
Road Mumbai Mh 400002
Phone No 022- 67472762/63
CIN : L27100MH2001PLC133926
[Website : www.bothrametal.com](http://www.bothrametal.com)

Manufacturing Units Locations**Kala-amb**

210/110/2/1 Mauza Kheri, Trilokpur Road,
Kala-Amb, Sirmour,
SIRMOUR -173030 (Himachal Pradesh)

Sangli

Gat No. 34, 228/1 and 228/2 Plot No.5, 8 & 10,
Village: Savli-Kananwadi, Taluka: Miraj,
SANGLI -416415 (Maharashtra)

* Prathamesh Ashtekar Resigned from directorship on 15.07.2017

** Jeny Gowadia (CS) Resigned on 15.07.2017



Message from Managing Director... Sunderlal Bothra

Dear Shareholders,

I am very pleased to present the 16th Annual Report of our company which contains a compilation of the financial performance of our businesses and a brief description of the values, beliefs and practices that shape our company

The year 2016-17 continued to be a challenging year. Global economic growth was pegged at 3.4% in 2016, marginally better than in 2015. It is expected to grow to 3.6% in 2017. The pickup in global activity is projected to be more gradual than in the October 2015 World Economic Outlook (WEO), especially in emerging market and developing economies

Weak economic activity and low productivity growth mean that real wages and consumption are likely to continue to be disappointing. When reality is coming short of expectations, there are grievances to be exploited.

Among all the developing economies, India's growth in GDP during 2016-17 is estimated at 7.1 per cent as compared to the growth rate of 7.6 per cent in 2015- 16,

This year's Directors' Report gives a very self-explanatory. The company has faced challenges in this metal industry and due to this turnover decreased from 1729.77 Lakhs in F.Y 2015-16 to 141.80 Lakhs F.Y 2016 – 2017.

Most valuable resource is human resource. We have ensured the steady growth of your organization, by admitting well qualified and dedicated work force, and are on a constant evaluation spree, thus enforcing confidence in the prospects of your organization. We strongly believe that this is the only way forward to cope with the future challenges and continue to stay ahead of markets and peers.

My concern in the global market still remains as the fluctuations in US Dollar/Rupee, power shortages and weak growth in traditionally strong economies and its negative effect on global economy in general are causes for concern.

A lot of effort, hard work and research go into making this possible. Our constant endeavors to make Bothra Metals & Alloys Ltd an epitome of excellence in working.

Before I conclude. I would like to express my gratitude towards all stakeholders who have reposed trust in us and extended their constant supports, and dedicated team of employees and the board of Directors for their supports and guidance

We lookforward to your continued support in future journey.

Thank you.

Sunderlal Bothra
Managing Director

NOTICE OF 16th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 16th Annual General Meeting of the Members of **BOTHRA METALS & ALLOYS LIMITED** will be held on Saturday the 30th September, 2017 at 11.00 A.M. at 140 L (222/D), 1st Flr, Room No.6, Cavel 'X' Lane No. 7, Dr. Viegas Street, Kalbadevi Road Mumbai 400002, Registered Office of the Company at to transact the following businesses :

ORDINARY BUSINESS :**Item No 1- Adoption of financial statements**

To receive, consider, approve and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2017 including audited Balance Sheet as at 31st March, 2017, the Statement of Profit & Loss for the year ended on that date and the Report of the Board of Directors and Auditors thereon.

Item No 2- Declaration of Dividend

The Board has not recommended and dividend for the year ended 31st March, 2017.

Item No 3- Appointment of Director

To appoint a Director in place of Mr. Kishanlal L. Bothra (Din No. 00738027) who retires by rotation and, being eligible, offers himself for re-election.

Item No 4- Re- Appointment of Auditors

To ratify the appointment of Auditors and to fix their remuneration and for the purpose to consider and, if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

"RESOLVED THAT, pursuant to the provisions of Section 139 and other applicable provisions, if any of the companies Act, 2013 and the rules made thereunder, the M/s SSRV & Associates (Firm Registration No. 135901W) to hold office from the conclusion of the 16th AGM of the company till the conclusion of the 17th AGM of the Company to be held in the year 2018, be and is hereby and the said Auditors be paid such remuneration as may be decided by the Audit Committee of the Board of the Directors of the Company.

SPECIAL BUSINESS :**Item No 5- Ratification of the remuneration of the Cost Auditor for the year 2017-18**

To Consider, and if thought fit, to pass with or without modification(s) the following resolution as **Ordinary Resolution**

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies(Audit and Auditors) Rules,2014 the consent of the company be and is hereby accorded for the ratification of appointment of M/s Vinaykant Pareek & Co, Cost Accountant, the Cost Auditors Appointed by the Board of Director("the Board") for the financial year ending 31st March,2018 with a remuneration of Rs 50,000/-(Rupees Fifty Thousand only)."

RESOLVED FURTHER THAT, the Board be and is hereby authorized to do all acts and take all such steps as may be necessary proper or expedient to give effect to this Resolution.

Registered Office :

140 L (222/D),1st Flr, Room No.6, Cavel 'X'
Lane No. 7,Dr. Viegas Street, Kalbadevi
Road Mumbai -400002.
CIN : L27100MH2001PLC133926
6th September, 2017

By order of the Board

Sunderlal Bothra
Managing Director
DIN No: 00737982

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act,2013 setting out material facts relating to Special Businesses to be transacted at the 16th Annual General Meeting is attached hereto.
2. **The businesses as set out in this Notice will be transacted through meeting by means of ballot paper.**
3. Member holding shares in electronic form may note that bank particulars registered against thier respective depository account will be used by the company for payment of dividend.The company or its Registrar M/s Sharex Dynamic (India) Pvt Ltd cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates.Such changes are to advised only to Depository Participants for the members.
4. The Register of Member and Share Transfer Book of the Company shall remain closed from the 24th day of September,2017 to 30th day of September,2017(both day inclusive).
5. Member holding shares in dematerialised form are requested to intimate all changes pertaining to thier Bank Details, National Electronic Clearing Services(NECS), Electronic Clearing Services(ECS), mandate,nominations, power of attorney, change of address, change of name, e-mail address, contact numbers etc.to thier Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's record which will help the Company and the Company's Registrar and Share Transfer Agent M/s Sharex Dynamic (India) Pvt Ltd to provide efficient and better services. Member holding Shares in physical form are requested to intimate such changes to Company's Registrar and Shrae Transfer Agent.
6. Member can avail of the nomination facility, under Section 72 of the Companies Act,2013 by submitting Form No SH-13 as per rule 19(1) of the Companies (Share Capital and Debenture) Rules,2014 with the company. Blank form will be made available on request.
7. The Securities and Exchange Board of India (SEBI) has manadted submission of Permanent Account Number(PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit PAN to thier depository participants whom they are maintaning thier demat accounts. Members holding shares in physical forms can submit thier PAN details to the Registrar and Share transfer Agent/Share Department of the Company.
8. Members holding shares in physical form are requested to consider converting thier holding in dematerialized form to eliminate all risk associated with physical shares and for ease of portfolio management. Members can contact the Company or Company's Registrar or Share Transfer Agent, M/s Sharex Dynamics (India) Pvt Ltd for the same.
9. In case of joint holder attending meeting,only such joint holder who is higher in the order of names will be entitled to vote.
10. To support "Green Initiative", the Members who have not registered thier email address are requested to register the same with Registrar or Share Transfer Agent/ Depostitories for receiving

all communications including Annual Report, Notices, Circular etc. From the Company electronically.

11. Electronic copy of the Notice of the 16th Annual General Meeting of the Company inter alia indicating the process are being also sent to all the members whose email Ids are registered with the Registrar or Share Transfer Agent/ Depository Participants for communication purposes. For members who have not registered their e-mail address, physical copies of the Notice of 16th Annual General Meeting of the Company inter alia indicating the process are being sent in permitted mode.
12. Corporate member intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the meeting at least 3 days before the AGM.
13. Members desiring any information relating to the accounts are requested to write to the company well in advance so as to enable the management to keep information ready.
14. All documents referred to in the accompanying Notice and Explanatory Statement shall be open for inspection at the registered office of the Company during normal business hours on all working days, up to and including the date of 15th Annual General Meeting of the Company.

Registered Office:

140 L (222/D), 1st Flr, Room No.6, Cavel 'X'
Lane No. 7, Dr. Viegas Street, Kalbadevi
Road Mumbai - 400002. (Maharashtra)

CIN: L27100MHPLC133926
6th September, 2017

By Order of the Board

Sunderlal Bothra
Managing Director
DIN No 00737982

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**Item No. 5**

The Board at its meeting held on 06th September ,2017, on recommendation of the Audit Committee has appointed Mr.Vinay Kant Pareek, Cost Auditor having Membership No 25124, to conduct audit of the cost record of the company for the financial year ending 31st March,2018 on remuneration upto Rs 50,000/- (Rs Fifty Thousand Only).

As per Rule 14 of the Companies(Audit and Auditors) Rules,2014 the remuneration of the Cost Auditors, which is recommended by the Audit Committee, shall be considered and approved by the Board of Directors and subsequently ratified by the shareholders therefore the resolution at Item No 5 is recommended for approval of the members by means of ordinary resolution as required under the Companies Act,2013

None of the Director or Key Mannagerial Personnel(KMPs) of the company or thier relatives is concerned or interested in this resolution.

Registered Office:

140 L (222/D),1st Flr, Room No.6, Cavel 'X'
Lane No. 7,Dr. Viegas Street, Kalbadevi
Road Mumbai - 400002.(Maharashtra)

CIN: L27100MHPLC133926

6th September, 2017

By Order of the Board

Sunderlal Bothra
Managing Director
DIN No 00737982

BOARDS'S REPORT , MANAGEMENT DISCUSSION AND ANALYSIS

To
The Members

Your company has delivered another year of steady performance in the backdrop of continuing sluggishness in the macro-environment. Your Director have pleasure in presenting before you fifteen Annual Report of the business and operation of the company and the audited annual accounts for the financial year ended 31st March, 2017.

FINANCIAL RESULT

Particulars	(` In Lakhs)	
	2016-17	2015-16
Sales	1421.53	17624.70
Less : Excise Duty	3.47	326.97
Total Income	1418.06	17297.73
Less : Expenditure	1579.47	18131.21
Operating Earnings / (Loss) before Financial cost, Depreciation & Tax	(161.61)	(833.48)
Less : Financial cost	9.10	510.77
 : Depreciation	121.20	147.19
Add : Other Income	269.06	44.68
Earnings / (Loss) before Tax	(22.65)	(1446.76)
Less : Provision for Taxation	7.78	(11.21)
Profit/(Loss) after Tax	(30.43)	(1435.54)
Add : Profit/(Loss) Brought Forward	(38.28)	1397.26
Amount available for Appropriation	(68.71)	(38.28)
Less : Appropriation		
 Proposed Dividend	0.00	0.00
Surplus Carried Forward to Balance Sheet	(68.71)	(38.28)
Basic Earnings per share (face value of ` 10/- each)	(0.16)	(7.75)

RESULT OF OPERATION AND STATE OF COMPANY'S AFFAIRS

The highlights of the Company's performance are as under:

During the current year of operations, your company has shown a loss as the turnover has decreased from Rs 17297.73 to Lakhs during F.Y.2015-2016 to Rs 1418.06 Lakhs during F.Y.2016-2017

Company has witnessed a slowdown due to in-operation of the company's plant at sangli as a result company faced losses.

FUTURE PROSPECTS

The fortunes of the Aluminum extrusion is closely linked with those of the user industry. The Aluminum industry had been impacted during the year due to a considerable slowdown of the manufacturing sector and particularly the end user companies of aluminum. The industry has faced its most formidable challenge .

Your Company's main business is to manufacture aluminum extrusions, ingots, and billets for varied industries. Your company has seen considerable resilience, grit and determination during the year by taking various initiatives to keep its pace to enlarge the market base and share in particularly.

Your company expects that the policies of the new government at the center will use a framework which shall act as a booster to user industries which in turn will be beneficial to your company's fortune. Your company is confident that it will surmount the macro environment obstacles and achieve improved profitability in coming years.

On the horizon we see good days to start again at your Company

DIVIDEND

The Board has not recommended any dividend for the year ended 31st March, 2017.

ENVIRONMENT, HEALTH, SAFETY AND SOCIAL RESPONSIBILITY

The Company's commitment to preserve and enrich environment by conducting all operations in an environment-friendly and safe manner continues. We are continuing our initiatives to touch the lives of communities in and around manufacturing units by supporting environmental and health care projects as also educational programs.

Every plant is focused on drive safety work place initiatives, which resulted in achieving a no fatal accident record. Regarding environmental performance, we continued to strictly adhere to all environmental conformances.

INTERNAL CONTROL SYSTEM AND ADEQUACY

Your company maintains adequate internal control system in all area of operations. Services of internal and external auditors are utilized from time to time, as also in-house expertise and resources. The company continuously upgrades these systems in line with the best available practices.

These reports and deviation are regularly discussed with Management and Committee Members and action taken whenever necessary.

An Independent Audit Committee of the Board reviews the adequacy of internal control.

MAJOR EXPANSION PLANS

Projects are proceeding at place considered appropriate in the prevailing economic situation global scenario and the company's business strategy.

STEPS IN MANUFACTURING AND PROCUREMENT

Your company continues to focus on various initiatives to improve operational efficiencies like improving yields, exploring new geographies for entering new areas of business.

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

As required under provisions of Section 134 of the Companies Act, 2013 and read with Rule 8(3) of Companies (Accounts) Rules, 2014 details relating to conservations of Energy, and foreign Exchange Earnings and Outgo are given below:

Kala-Amb (HP)**A. POWER & FUEL CONSUMPTION:-**

Conservation of Energy	2016-2017	2015-2016
a) Electricity Purchased		
(In Units)	1318680	1400160
Total Amount in (₹ In Lakhs)	77.08	81.46
Rate/Unit (₹)	5.85	5.82
b) Furnace Oil & Other Fuel		
Quantity (in Ltr)	168666	421905
Total Amount in (₹ In Lakhs)	58.89	130.61
Rate/ Litre (₹)	34.92	30.96
c) Gas		
Quantity (in Kgs.)	18506.5	17398
Total Amount in (₹ In Lakhs)	9.44	9.54
Rate/ Kgs (₹)	51.00	54.81

The Company has been continuously attempting to create a conscious awareness against excessive consumption and wastage at all levels.

B. CONSUMPTION PER UNIT OF PRODUCTION:-

	Particulars	2016-2017	2015-2016
a)	Electricity Purchased		
	Total Amount in (` In Lakhs)	77.08	81.46
	Production at Kala-Amb (in Kgs.)	2063988	2376309
	Rate/Kgs. (`)	3.73	3.43
b)	Furnace Oil & Other Fuel		
	Total Amount in (` In Lakhs)	58.89	130.61
	Production at Kala-Amb (in Kgs.)	643849	2376309
	Rate/Kgs. (`)	9.15	5.50
c)	Gas		
	Total Amount in (` In Lakhs)	9.44	9.54
	Production at Kala-Amb (in Kgs.)	2063988	2376309
	Rate/ Kgs (`)	0.46	0.40

The Company is not in a position to compile and give information relating to consumption per unit of production, since products are having different processes of production. But efforts have been put to compile the data presented.

Note : for b) Furnace oil is supplied by jobwork parties not included in above figures and production of conversion not included

Sangli (Maharashtra)**A. POWER & FUEL CONSUMPTION:-**

	Conservation of Energy	2016-2017	2015-2016
a)	Electricity Purchased		
	(In Units)	NIL	359560
	Total Amount in (` In Lakhs)	2.31	32.29
	Rate/Unit (`)	NIL	8.98
b)	Furnace Oil & Other Fuel		
	Quantity (in Ltr)	NIL	209028
	Total Amount in (` In Lakhs)	NIL	54.65
	Rate/ Litre (`)	NIL	26.14

Conservation of Energy		2016-2017	2015-2016
c) Coke			
Quantity (in Kgs.)		NIL	22888
Total Amount in (` In Lakhs)		NIL	2.56
Rate/ Litre (`)		NIL	11.20

The Company has been continuously attempting to create a conscious awareness against excessive consumption and wastage at all levels.

B. CONSUMPTION PER UNIT OF PRODUCTION:-

Particulars	2016-2017	2015-2016
a) Electricity Purchased		
Total Amount in (` In Lakhs)	NIL	32.29
Production at Sangli (in Kgs.)	NIL	1663491
Rate/Kgs. (`)	NIL	1.94
b) Furnace Oil & Other Fuel		
Total Amount in (` In Lakhs)	NIL	54.65
Production at Sangli (in Kgs.)	NIL	1663491
Rate/Kgs. (`)	NIL	3.29
c) Coke		
Total Amount in (` In Lakhs)	NIL	2.56
Production at Sangli (in Kgs.)	NIL	92395
Rate/Kgs. (`)	NIL	2.77

The Company is not in a position to compile and give information relating to consumption per unit of production, for each product separately, since products are having different processes of production.

A. TECHNOLOGY ABSORPTION, RESEARCH & DEVELOPMENT:-

The Company has not incurred expenditure towards quality management, quality control, and to improve the production capacity.

B. FOREIGN EXCHANGE INFLOWS & OUTFLOWS

(` In Lacs)

Particulars	2016-17	2015-16
a) Foreign Exchange Inflows	Nil	Nil
b) Foreign Exchange Outflows	1.26	16.84
(Actual Paid)	(1.26)	(16.84)

SHARE CAPITAL

The Paid up Equity Share Capital as on 31st March, 2017 was Rs 18.52 Crores. During the year under Review, the company has not issued shares with differential voting rights, neither granted stock options nor sweat equity shares.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

No Significant and material orders has been passed by the regulator, courts, tribunals impacting the going concern status and company's operation in future.

AUDI T COMMITTEE

The Audit Committee of the Board of Directors of the company comprises Mr. Prathamesh Ashtekar as Chairman Mr. Sunderlal Bothra and Mrs. Nikita Sand as members. The Company Secretary acts as Secretary of the Committee. The Statutory Auditor, The Cost Auditor and Chief Financial Officer are permanent invitees to the meeting. The details of all related party transactions, if any, are placed before the Audit Committee. During the Year there were no instances where the board has not accepted the recommendation Audit Committee.

The Audit Committee has also been the responsibility of monitoring and reviewing risk management assessment and minimization procedures, implementing and monitoring the risk management plan and indentifying, reviewing and mitigating all elements of risks which the Company may be exposed to.

NOMINATION AND REMUNERATION COMMITTEE

A Nomination and Remuneration Committee was constituted with Mr. Prathamesh Ashtekar as Chairman and Mrs. Nikita Sand, Mr. Sunderlal Bothra as Members of the Committees. The Company Secretary acts as the Secretary of the Committee. The Company has delegated the responsibility for share transfer and other routine share maintenance work to the Company Secretary and to M/s Sharex Dynamics (India) Pvt Ltd, The Registrar and Share Transfer Agent of the Company. All requests for dematerialization and rematerialisation of shares, transfer or transmission of shares and other shares maintenance matters are completed within 10 days o receipt of valid and complete documents. Minutes of the committee meeting are circulated to all Directors and discussed at the Board Meeting.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

In Compliances with provisions of Section 177(9) of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Company has framed a Whistle Blower Policy/Vigil Mechanism to report concerns about the Company's working or about any violation of its policies.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board has carried out an annual performance evaluation of its own performance, the director's individually as well as the evaluation of the working of its Audit, Nomination and Remuneration Committees.

RISK MANGEMENT

Risk Management is the process of identification, assessment, and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company has laid a comprehensive Risk Assessment and Minimization Procedure, which is reviewed by the Audit Committee and approved by the Board from time to time. These procedures are reviewed to ensure that executive management control risks through means of a properly defined framework.

EXTRACTS OF ANNUAL REPORT

The details forming part of the extracts of the Annual Return in Form MGT-9 as required under section 92 of Companies Act, 2013, is marked as Annexure "A" which is annexed hereto and forms part of the Board Report.

DECLARATION BY INDEPENDENT DIRECTOR

Mr. Prathamesh Ashtekar and Mrs Nikita Sand are Independent Directors on the Board of the Company. The company has received declaration from all Independent Directors of the company conforming that they meet the criteria of Independence as prescribed both under the Companies Act, 2013 and Clause 49 of Listing Agreement.

SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed M/s Vinesh K Shah & Associates practicing Company Secretaries to undertake the Secretarial Audit of the Company. The Secretarial Audit Report for the financial year ended 31st March, 2017 is annexed herewith.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3) (c) of the Companies Act, 2013, the Directors to the best of their knowledge and belief confirm that :

- i) in the preparation of the annual accounts for the financial year ended 31st March,2017, the applicable accounting standards have been followed;
- ii) appropriate accounting policies have been selected and applied consistently and made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of profit and loss of the company for the period.
- iii) proper and sufficient care have been taken for maintenance of adequate accounting records in accordance with the provisions of the companies Act,2013 for safeguarding the assets of the

- company and for preventing and detecting frauds and other irregularities.
- iv) the annual accounts have been prepared on a going concern basis.
 - v) Internal financial controls laid down by the Directors have been followed by the company and such internal financial controls are adequate and were operating effectively.
 - vi) proper system to ensure compliance with the provision of all applicable laws were in place and were adequate and operating effectively.

FORWARD LOOKING STATEMENT

This Report contains forward- looking statement that involves risks and uncertainties. Actual results, performance or achievement could differ materially from those expressed or implied in such forward looking statement. Significant factors that could make a difference to the Company's operations include domestic and international economic condition affecting demand-supply and price conditions, foreign exchange fluctuations, and change in government regulations, tax regime and other statutes. The company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Readers are cautioned not to place undue reliance on these forward-looking statements that speaks only as of their dates. This Report should be read in conjunction with the financial statements included herein and the notes thereon

ACKNOWLEDGEMENT

Your Directors record their deep appreciation for the encouragement, assistance and co-operation received from members, government authorities, banks and customers. They also thanks them for the trust reposed in the Management and wish to thanks all employees for their commitment and contributions.

For and on Behalf of the Board

Sunderlal Bothra Sardarmal Suthar
Managing Director Director

Place: Mumbai
Date: 06th September, 2017

EXTRACT OF ANNUAL RETURN										
As on financial year ended 31.03.2017										
Pursuant to Section 92(3) of the Companies act, 2013 read with										
[The Companies (Management and Administration) Rules, 2014] FORM NO. MGT-9										
A.REGISTRATION AND OTHER DETAILS:										
CIN:-		L27100MH2001PLC133926								
Registration Date:		133926								
Name of the Company:		Bothra Metals and Alloys Ltd.								
Category / Sub-Category of the Company		Public Company - Limited By Shares								
Address of the Registered office and contact details:		140L(222D) office No 6, 1st Floor, Cavel Cross Lane No.7, Dr. Viegas Street, Mumbai-400002								
Whether listed company		Yes								
Name, Address and Contact details of Registrar and Transfer Agent, if any		Sharex Dynamic(India) Pvt Ltd., Luthra Ind Premises Unit No-1 Safeed Pool Andheri Kurla Road, Andheri East Mumbai 400072 Phone No. 022 28515644								
B. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:										
Sr. No.	Name and Description of main products / services			NIC Code of the Product/service% to total turnover of the company		% to total turnover of the company				
a.	Manufacturer of Aluminium Products			24202						
b.										
c.										
d.										
C. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES										
Sr. No.	Name and address of the company			CIN/GLN		Holding/Subsidiary/Associate		% of shares held		
a										
D. SHARE HOLDING PATTERN										
i) Category-wise Share Holding										
Category of Shareholders		No. of Shares held at the beginning of the year 01/04/2016				No. of Shares held at the end of the year 31/03/2017				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTER'S										
(1). INDIAN										
(a). individual	13626640	0	13626640	73.591	13626640	0	13626640	73.591	0	
(b). Central Govt.										
(c). State Govt(s).	0	0	0		0	0	0		0	
(d). Bodies Corpp.	0	0	0		0	0	0		0	
(e). FIINS / BANKS.	0	0	0		0	0	0		0	
(f). Any Other		0				0			0	
Sub-total (A) (1):-	13626640	0	13626640	73.591	13626640	0	13626640	73.591	0	

(2). FOREIGN									
(a). Individual NRI / For Ind	0	0	0	0	0	0	0	0	0
(b). Other Individual	0	0	0	0	0	0	0	0	0
(c). Bodies Corporates	0	0	0	0	0	0	0	0	0
(d). Banks / FI	0	0	0	0	0	0	0	0	0
(e). Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
(f). Any Other Specify	0	0	0	0	0	0	0	0	0
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	13626640	0	13626640	73.591	13626640	0	13626640	73.591	0
(B) (1). PUBLIC SHAREHOLDING									
(a). Mutual Funds	0	0	0	0	0	0	0	0	0
(b). Banks / FI	0	0	0	0	0	0	0	0	0
(c). Central Govt.	0	0	0	0	0	0	0	0	0
(d). State Govt.	0	0	0	0	0	0	0	0	0
(e). Venture Capital Funds	0	0	0	0	0	0	0	0	0
(f). Insurance Companies	0	0	0	0	0	0	0	0	0
(g). FIs	0	0	0	0	0	0	0	0	0
(h). Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
(i). Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
(a). BODIES CORP.									
(i). Indian	422000	0	422000	2.279	482000	0	482000	2.603	0.324
(ii). Overseas									
(b). Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	572000	0	572000	3.089	564000	0	564000	3.046	-0.043
(ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	3842000	0	3842000	20.749	3738000	0	3738000	20.187	-0.562
(c). Other (specify)									
Non Resident Indians	0	0	0		0	0	0		0
Overseas Corporate Bodies	0	0	0		0	0	0		0
Foreign Nationals		0				0			0
Clearing Members	54000	0	54000	0.292	106000	0	106000	0.572	0.280
Trusts		0				0			0
Foreign Boodies - D R		0				0			0
Sub-total (B)(2):-	4890000	0	4890000	26.409	4890000	0	4890000	26.4086789	-0.000321
Total Public Shareholding (B)=(B)(1)+ (B)(2)	4890000	0	4890000	26.409	4890000	0	4890000	26.409	-0.000321
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.000	0	0	0	0.000	0
Grand Total (A+B+C)	18516640	0	18516640	100.00	18516640	0	18516640	100.00	0

(ii) Shareholding of Promoters								
SR No.	Shareholder's Name	Shareholding at the beginning of the year 01/04/2016			Share holding at the end of the Year 31/03/2017			% 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	NARENDRAKUMAR L BOTHRA (HUF)	8420	0.045		8420	0.045		
2	SUNDERLAL LIKHMICHAND BOTHRA	285700	1.543		285700	1.543		
3	KISHANLAL LIKHAMICHAND BOTHRA (HUF)	9280	0.050		9280	0.050		
4	MANJU S BOTHRA	3366280	18.180		3366280	18.180		
5	SAYARDEVI L BOTHRA	1388640	7.499		1388640	7.499		
6	SUNDERLAL LIKHMICHAND BOTHRA (HUF)	107420	0.580		107420	0.580		
7	SUNDER LAL BOTHRA	2683780	14.494		2683780	14.494		
8	BOTHRA MOOLCHAND	133500	0.721		133500	0.721		
9	KISHANLAL LIKHAMICHAND BOTHRA	1655960	8.943		1655960	8.943		
10	NARENDRA KUMAR BOTHRA	1284700	6.938		1284700	6.938		
11	MADHU NARENDRA BOTHRA	198140	1.070		198140	1.070		
12	DIMPLE K BOTHRA	1055000	5.698		1055000	5.698		
13	SARDARMAL CHHOGARAM SUTHAR	1449820	7.830		1449820	7.830		
(iii) Change in Promoters' Shareholding (please specify, if there is no change)								
SR No.	Shareholder's Name	Shareholding at the beginning of the year 01/04/2016			Share holding at the end of the Year 31/03/2017			% of total Shares of the company
		No. of Shares at the beginning (01-04-16)/end of the year(31-03-17)	% of total Shares of the company	Date	Increasing / Decreasing in shareholding	Reason	No. of Shares	
	N.A.							

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):							
Sr. no	Name	No. of Shares at the beginning of the year (01-04-2016)	% of total Shares of the company at the beginning	Purchases during the year	Sales during the year	No. of Shares at the end of the year (31-03-2017)	% of total Shares of the company at the end
1	MAHAVEER EXTRUSIONS PRIVATE LIMITED	288000	1.555	180000	0	468000	2.527
2	VINAYCHAND HUKMI CHAND JAIN	460000	2.722	0	0	460000	2.484
3	AKSHAY HIRACHAND KOTHAR	402000	2.171	0	0	402000	2.171
4	NAND KISHORE AGARWAL	180000	0.972	0	0	180000	0.972
5	BHAGWATI DEVI AGARWAL	148000	0.799	0	0	148000	0.799
6	VIKASH VIMAL MANOT	138000	0.745	4000	0	142000	0.767
7	ALKA SURENDERA CHAPLOT	136000	0.734	0	0	136000	0.734
8	MANISH AGARWAL	116000	0.626	0	0	116000	0.626
9	VIKRAMADITYA AGARWAL	108000	0.583	0	0	108000	0.583
10	CHOICE EQUITY BROKING PVT LTD	54000	0.292	20000	0	74000	0.400

(v) Shareholding of Directors and Key Managerial Personnel:					
Sr. no	Particulars	Shareholding at the beginning of the year 01/04/2016		Cumulative Shareholding during the year 31/03/2017	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	At the End of the year				

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 year				
i) Principal Amount	560,778,660.00	9,870,000.00	0.00	570,648,660.00
ii) Interest due but not paid			0.00	0.00
iii) Interest accrued but not due		0.00	0.00	0.00
Total (i+ii+iii)	560,778,660.00	9,870,000.00		570,648,660.00
Change in Indebtedness during the financial year				
• Addition			0.00	0.00
• Reduction	26,145,302.00	0.00	0.00	26,145,302.00
Net Change	26,145,302.00	0.00	0.00	26,145,302.00
Indebtedness at the end of the financial year				
i) Principal Amount	534,633,358.00	9,870,000.00	0.00	544,503,358.00
ii) Interest due but not paid			0.00	0.00
iii) Interest accrued but not due		0.00	0.00	0.00
Total (i+ii+iii)	534,633,358.00	9,870,000.00	0.00	544,503,358.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL						
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:						
Sr.no.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		Sunderlal Bothra	Kishanlal Bothra	Sardarmal Suthar		
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2.00	6.00	6.00		14.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission					
	- as % of profit					
	- others, specify...					
5	Others, please specify					
	Total (A)	2.00	6.00	6.00	0.00	14.00
	Ceiling as per the Act	The remuneration is well within the limits prescribed under the Companies Act, 2013 read with notification issued from time to time				
B. Remuneration to other directors:						
Particulars of Remuneration	Name of Directors Manager					Total Amount
1. Independent Directors	Ashok Surana	Sanjay Deokar	Vinod Chordia	Nikita Sand	Nirmal daga	
• Fee for attending board / committee meetings				0.00	0.00	0.00
• Commission						
• Others, please specify						
Total (1)	0.00	0.00	0.00	0.00	0.00	0.00
2. Other Non-Executive						
• Fee for attending board / committee meetings						
• Commission						
• Others, please specify						
Total (2)	0.00	0.00	0.00	0.00	0.00	0.00
Total (B)=(1+2)	0.00	0.00	0.00	0.00	0.00	0.00
Total Managerial Remuneration	0.00	0.00	0.00	0.00	0.00	0.00
Overall Ceiling as per the						

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD					
Sr No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary (01.04.16 To 31.03.2017)	CFO	Total
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	2.02	0.00	2.02
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL			
2	Stock Option				
3	Sweat Equity				
4	Commission - as % of profit - others, specify...				
	Others, please specify				
	Total		2.02	0.00	2.020

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:					
Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT/ COURT]	Authority [RD / NCLT/ COURT]
Penalty	NIL				
Punishment		NIL			
Compounding			NIL	NIL	NIL

C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

ANNEXURE “A”

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]
Secretarial Audit Report for the financial year ended 31st March, 2017

To,
The Board of Directors
M/S BOTHRA METALS AND ALLOYS LIMITED
140 L (222/D), 1st Flr, Room No.6, Cavel 'X'
Lane No. 7, Dr. Viegas Street, Kalbadevi
Road Mumbai Mh 400002

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **BOTHRA METALS AND ALLOYS LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon. Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period 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 the Company for the period ended on 31st March 2017 according to the provisions of:

- I. The Companies Act, 1956 and Companies Act, 2013 (the Act) and the rules made thereunder ;
- II. The Securities Contracts (Regulation) Act, 1956 ('**SCRA**') and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment. There was External Commercial Borrowing.
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('**SEBI Act**') to the extent applicable to the Company :-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009- **Not Applicable**;
- d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 / Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (effective 28th October 2014); **Not Applicable**
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not Applicable**;
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - **Not Applicable**;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **Not applicable**;
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - **Not applicable**;

VI. We have relied on the Management representation made by the Company & its Officers for system and mechanism formed by the Company for compliances under Other laws as applicable specifically to the Company broadly covering Product Laws, Pollution Laws, Manufacturing Laws, Safety Laws and other General and Commercial Laws including Industrial Laws & Labour Laws.

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

- (i) Secretarial Standards (SS-1 and SS-2) issued by The Institute of Company Secretaries of India
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange.

I have not examined compliance by the Company with Applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, subject to the following observations;

-The Company yet completed its filings of Financial Statements with the Registrar of Companies for the financial year ended 31st March, 2016 and there were no delayed submissions with Registrar of Companies during the audit period.

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

3. 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.
- Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
- The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel;

We also report that the compliances of other applicable laws, as listed in Para (VI) above, are based on the management certifications and further reporting to the Board through agenda papers.

I further report that based on review of compliance mechanism established by the Company, we are of the opinion that there are adequate systems and processes in place in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines:-

As informed, the Company has responded to notices for demands, claims, penalties etc., levied by various statutory /regulatory authorities and initiated actions for corrective measures, wherever found necessary.

**For VINESH K.SHAH & ASSOCIATES
COMPANY SECRETARIES**

Sd/-

**VINESH K. SHAH
FCS No. : 6449
COP No.: 7000**

**Place: Mumbai
Dated: August 27, 2017**

‘ANNEXURE A’

To
The Members
M/S BOTHRA METALS AND ALLOYS LIMITED
140 L (222/D),1st Flr, Room No.6, Cavel 'X'
Lane No. 7,Dr. Viegas Street, Kalbadevi
Road Mumbai Mh 400002
(CIN: L27100MH2001PLC133926)

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

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

For VINESH K.SHAH & ASSOCIATES
COMPANY SECRETARIES

Sd/-

VINESH K. SHAH
FCS No. : 6449
COP No.: 7000

Place: Mumbai
Dated: August 27, 2017

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

The Company continues to focus on good Corporate Governance, which aims to improve the company's efficiency, effectiveness and social responsibility. The basic philosophy of Corporate Governance, in the Company emphasizes on highest level of transparency, accountability, and equality, in all respect of its operations. The Company believes that the governance process should ensure economic prosperity and long term value creation for the enterprise and its shareholders keeping in view the needs and interest of all its stakeholders. The company also respects the rights of its shareholders and other stakeholders to information on the performance of the company, based on highest professional ethics, and financial reporting standards. The essence of Corporate Governance lies in promoting and maintaining integrity, transparency and accountability in the management's higher echelons. The demands of Corporate Governance require Professionals to raise their competence and capability levels to meet the expectations in managing the enterprise and its resources effectively with the highest standards of ethics. It thus became crucial to foster and sustain a culture that integrates all components of good governance by carefully balancing the complex inter-relationship among the Board of Directors, Audit Committee, Finance, Compliance and Auditors and the senior management.

Above all, we feel honoured to be integral to India's social development.

ROLE OF COMPANY SECRETARY IN OVERALL GOVERNANCE PROCESS

The Company Secretary plays a key role in ensuring that the Board (including committees thereof) Procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information details and documents are made available to the Directors and senior management for effective decision making at meetings. The Company Secretary is primarily responsible to assists and advises the Board in the conduct of affairs of the company, to ensure compliances with applicable statutory requirements and Secretarial Standards, to provide guidance to directors and to facilitate convening of meetings. He interfaces between the management and regulatory authorities for governance matters.

COMPOSITION OF THE BOARD OF DIRECTORS AS ON 31ST MARCH, 2017

(a) The Board of Directors of the company comprises:

- 3 Executive Directors
- 1 Managing Director who is an Executive Director.
- 2 Independent Director
- 2 Non-Executive Director

The Composition of the Board satisfies the requirement of Section 149 of the Companies Act, 2013, (“the Act”) and Clause 49 of the Listing Agreement.

The names and categories of the Director, the number of Directorship and also committee positions held by them and also shares held them in the company is given below

Name of Director	Category of Directors	No of Directorship in other ompanies	No of other committee Membership	No of Shares held
Sunderlal Bothra	Executive (Managing Director)	0	2	2683780
Kishanlal Bothra	Executive(Whole Time Director)	0	0	1655960
Sardarmal Suthar	Executive(Whole Time Director)	0	0	1449820
Nikita Sand	Non Executive & Independent	0	2	0
Prathamesh Ashtekar	Non Executive & Independent	0	2	0
Nirmal Daga	Executive(Whole Time Director)	0	0	0
Vinod Chordia	Non Executive & Independent	0	0	0

The directorship held by the Director as mentioned in the above table do not include alternate Directorship of foreign companies, section 8 Companies, one person companies.

* Prathamesh Ashtekar Resigned from directorship on 15.07.2017

**Nirmal Daga resigned from the Directorship on 11.04.2016

***Vinod Chordia resigned from the Directorship on 12.08.2016

(b) Attendance Record of the Directors at the Board Meeting held on

Name of the Director	Held during tenure	Attended	Attendance at the Last Annual General
Sunderlal Bothra	9	9	Yes
Kishanlal Bothra	9	9	Yes
Sardarmal Suthar	9	9	Yes
Nirmal Daga	0	0	No
Prathamesh Ashtekar	1	1	No
Vinod Sohanlal Chordia	4	4	Yes
Nikita Sand	9	4	Yes

AUDIT COMMITTEE

Terms of Reference

The company has an Audit Committee and terms of reference are in conformity with the powers as stipulated in Listing Agreement. The terms of reference also fully conforms to the requirement of Section 177 of the Companies Act, 2013.

The role of Audit Committee, *inter alia*, includes the following:

- a. Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- b. Recommending to the Board, the appointment, re-appointment and if required the replacement or removal of the statutory auditors and fixation of audit fees.
- c. Approval of payment to statutory auditors for any other services rendered by the statutory auditors
- d. Reviewing, with the management, the annual financial statement with the auditors thereon before submission to the Board for approval, with particular reference to:
 - i) Matters required to be included in the Director's Responsibility Statement to be included on Board Reports in terms of section 134 of Act
 - ii) Changes, if any, in accounting policies and practices and reasons for the same
 - iii) Major accounting entries involving estimates based on the exercise of judgment by the management
 - iv) Significant adjustments made in the financial statement arising out of audit findings.
 - v) Compliances with listing and other legal requirement relating to financial statement
 - vi) Disclosure of any related party transactions
 - vii) Qualifications in the draft audit report, if any,
- e. Reviewing, with the management, the half yearly financial statements before submission to the Board for approval.

- f. Reviewing the adequacy of internal audit function, if any including the structure of internal audit department, staffing and seniority of the official heading the department reporting structure coverage and frequency of internal audit.
- g. Reviewing with the management, performance of statutory and internal auditors, and adequacy of internal control system.
- h. discussions with the internal auditors of any significant finding and follow up thereon.

Powers of the Audit Committee

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

Composition

The Audit Committee comprises 3 Directors' out of which 2 are Non Executive Independent Directors and 1 is Executive Director.

The Composition of the Audit Committee meeting held and attendance thereof are as below:

Name of Director	Position held	Meeting held during tenure	Meeting attended
Mrs Nikita Sand	Chairman	5	5
Mr. Prathamesh Ashtekar	Member	1	1
Mr. Sunderlal Bothra (Executive Director)	Member	5	5

Meetings

- Audit Committee Meeting were held on 11th April 2016, 30th May, 12th August 2016, 14th November 2016, 13th February 2017.
- Audit Committee Meetings were also attended by Chief Financial Officer, Internal Auditors, and Statutory Auditors and cost Auditors of the Company.
- The Company Secretary acts as a Secretary to the Audit Committee
- Members of Audit Committee are eminent persons in their fields having expertise in Finance and Accounting
- The Chairman of the Audit Committee attended the last Annual General Meeting of the Company held on 30th September, 2016.

Nomination and Remuneration Committee

Terms of Reference

The Company has a Nomination and Remuneration Committee and terms of reference of Nomination and Remuneration are in conformity with the role as stipulated in clauses of listing agreement. The terms of reference also fully conforms to the requirement of Section 178 of Companies Act, 2013.

The role of committee inter alia includes the followings:

- Identify persons qualified to become director or hold senior management positions and advise the Board for such appointment/removals where necessary.
- Formulate criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to remuneration of directors, key managerial personnel and other employees.
- Evaluate the performance of Independent Director and of the Board
- Devise a policy on Board diversity

In accordance with the recommendation of Committee, the company has since formulated a Remuneration policy for directors, Key managerial personnel and other employees of the company. The committee is responsible for recommending the fixation and periodic revision of remuneration of the Managing Director. The Committee also decides on payment of commission to non-executive Director and other senior managerial personnel. The performance evaluation criteria for non-executive including independent director laid down by Committee and taken on record by the Board includes-

- a. Attendance and participation in Meetings.
- b. Preparedness for the meeting.
- c. Understanding of the Company and external environment in which it operates.
- d. Raising of valid concerns to the Board and constructive contribution to issues and active participation at meetings.
- e. Engaging with and challenging the management team without being confrontational.

Composition

The Nomination and Remuneration Committee comprises 3 Directors, of whom 2 are Non Executive Independent Director and one is Executive Director. The Composition of Nomination & Remuneration Committee meeting held and attendance thereof are as below:

Name of Director	Position held	Meeting held during tenure	Meeting attended
Miss. Nikita Sand	Chairman	5	5
Mr. Sunderlal Bothra (Executive Director)	Member	5	5
Mr. Prathamesh Ashtekar	Member	1	1

Meetings

- Remuneration Committee Meeting were held on 11th April 2016, 30th May, 12th August 2016, 14th November 2016, 13th February

Remuneration Policy

Payment of remuneration to Managing Director is governed by the agreements executed between him and the company and are governed by Board and shareholder's resolutions.

Details of sitting fees paid to the Non-Executive Director

The sitting fees for the Board and Committee meetings paid to Non-Executive Directors during the year ended 31st March, 2017 are as follows: NIL

No Commission was paid to Non-Executive Director during the year ended 31st March, 2017

Details of Remuneration paid to Executive Directors

Mr. Sunderlal Bothra Rs 2,00,000/- Mr. Kishanlal Bothra Rs 6,00,000/- Mr. Sardarmal Suthar Rs 6,00,000/-

General Body Meeting**Location and time of the Last 3 Annual General Meeting (AGM) held:**

AGM	Date	Venue	Special Resolution Passed
15 th	30 th Sept, 2016	Office No. 6A, Ground Floor, C6Bothra House, 5, Assembly Lane, Dadi Seth Agyari Lane, Kalbadevi Road, Mumbai -400 002 (Maharashtra)	YES
14 th	30 th Sept, 2015	Office No. 6A, Ground Floor, C6Bothra House, 5, Assembly Lane, Dadi Seth Agyari Lane, Kalbadevi Road, Mumbai -400 002 (Maharashtra)	YES
13 th	30 th Sept, 2014	Bothra House, 5, Assembly Lane, 3 rd Floor, Dadi Seth Agyari Lane, Kalbadevi Road, Mumbai 400 002	YES

Neither any resolution was not put through postal ballot last year nor is any resolution proposed to be conducted through postal ballot.

Disclosures

Disclosure by Senior Management in accordance with clause 49VII (D) (2) of Listing Agreement

The Senior Management of the company has confirmed to the Board of Directors that they do not have any personal interest relating to material, financial and commercial transactions with the company that may have a potential conflict with the interest of the company at a large.

Disclosures on compliances of law

The Company has complied with the mandatory requirements of the stock Exchanges, SEBI and other statutory authorities on all matters related to capital market during last three years. No Penalties or strictures were imposed by SEBI, Stock Exchanges or any other statutory authorities on any matter related to capital markets during last three years.

Code for prevention of Insider Trading Practices

In Compliances with SEBI Regulation on Prevention of Insider Trading, the Company has in place a comprehensive code of conduct for its Directors and Senior Management Officers. The Code lays down guidelines, which advises them on procedures to be followed and disclosure to be made, while dealing with shares of the company. The Code clearly specifies, among other matters, that Directors and specified employees of Company can trade in Shares of company only during 'Trading Window open period'. The trading window is closed during the time of declaration of results, dividend and material events as per the code.

Since the close of the year, the two new sets of codes- Code of practices and procedures for Fair Disclosure of Unpublished Price Sensitive Information and Code of Conduct to regulate, monitor and report trading by insiders-have been adopted by Board, in suppression of the earlier one in accordance with SEBI(Prohibition of Insider Trading) Regulations,2015.

Miss Jeny Gowadia, Company Secretary, is the Compliance Officer, who also acted as the Chief Investor Relationship Officer till 31.03.2017.

Details of Compliances with mandatory requirement and adoption of non mandatory requiremen

All mandatory requirements have been complied with and the non-mandatory requirements are deal with at the end of the Report.

Code of Conduct

A new code of Business Conduct and Ethics for member of the Board and Senior Management Personnel has been adopted by the board, in suppression of earlier one to bring in line with the revised Listing requirements of the Stock Exchange.

All Board Member and Senior Management Personnel have affirmed compliances with the Code on an annual basis.

Sexual Harassment Policy

The Company has in place an Anti Sexual Harassment Policy in line with the requirement of the Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013 covering all employees of the Company. Internal Complaints Committee set up for the purpose did not receive any complaints for redressal during the year.

MEANS OF COMMUNICATION

1. In Compliances with Clause 41 of Listing Agreement, the Company sends the half yearly/Yearly Audited Results to the Stock Exchanges.
2. Whenever the Company issues any press release, if any, it is sent to the Stock Exchange
3. Management Discussion and Analysis forms a part of Director's Report.

GENERAL SHAREHOLDER INFORMATION**16th ANNUAL GENERAL MEETING:**

- **Date:** 30th September, 2017 11.00 A.M.
- **Venue :** 140 L (222/D), 1ST FLR, ROOM NO.6, CAVEL 'X'
LANE NO. 7, DR. VIEGAS STREET, KALBADEVI
ROAD MUMBAI 400002
- **Financial Year:** 1st April, 2016 to 31st March, 2017
- **Book Closure:** 24th September, 2017 to 30th September, 2017 (both days inclusive)
- **Dividend :** Dividend, if declared, at the ensuing 16th Annual General Meeting will be paid on and from 4th October, 2017

LISITING ON STOCK EXCHANGE:

SME Platform of Bombay Stock Exchange Ltd
Phirozee Jeejeebhoy Towers
Dalal Street Mumbai 400 001

SCRIPT ID, STOCK CODE & ISIN:

BMAL
BSE SME-535279
ISIN: INE583M01012

PAYMENT OF LISTING FEES

Annual Listing fees for the Year 2016-2017 has been paid to the Stock Exchange

MARKET PRICE DATA: HIGH LOW DURING EACH MONTH IN LAST F.Y.

Apr. '16	29.00	24.20	44000
May.'16	30.00	26.00	12000
June.16	30.00	24.10	152000
July.'16	24.20	24.20	4000
Aug.'16	25.00	25.00	8000
Sep.'16	25.00	25.00	0
Oct.'16	25.00	25.00	0
Nov.'16	20.50	19.00	20000
Dec.'16	15.20	15.20	4000
Jan.'17	16.10	12.80	16000
Feb.'17	20.90	18.90	8000
Mar.'17	29.25	19.45	84000

SHARE TRANSFER AGENT

Sharex Dynamic (India) Private Limited
Unit No-1, Luthra Industrial Premises
Andheri Kurla Road, Safeed Pool
Andheri (East) Mumbai 400 072
Tel: (022) 2851-5644

SHARE TRANSFER PROCESS

The Shares in Physical form for transfer should be lodged at the Office of the Company's Registrar and Share Transfer Agent, Sharex Dynamics India Private Limited or at the Registered Office of the Company. The transfers are processed within 10 days from the date of receipt of such request for transfer, if technically found to be in order and complete in all respects. As per directives issued by SEBI, it is compulsory to trade in securities of any Company's equity shares in dematerialized form.

DEMATERIALIZATION

The Process of conversion of shares from physical form to electronic form is known as dematerialization. For dematerializing the shares, the shareholders should open a demat account with a Depository Participant (DP). He/She is required to submit a Demat Request form duly filled up along with share certificate to his/her DP. The DP will allocate a demat request number and shall forward the request physically as well as electronically, through NSDL/CDSL to the Registrar and Share Transfer Agent.

On receipt of the demat request both physically and electronically and after verification, the shares are dematerialized and an electronic credit of shares is given in the account of shareholder.

DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2017

No of Equity Shares held	No of shareholder	% of Shareholders	No of Equity Shares held	% of Shareholding
Upto 100	0	0.00	0.00	0.00
101-200	0	0.00	0.00	0.00
201-500	0	0.00	0.00	0.00
501-1000	0	0.00	0.00	0.00
1001-5000	64	29.63	236000	1.27
5001-10000	47	21.76	359700	1.94
10001-100000	85	39.35	2152000	11.62
Above 100000	20	9.26	15768940	85.16
TOTAL	216.00	100.00	18516640.00	100.00

SHAREHOLDING PATTERN AS ON 31ST MARCH, 2017

Category	No. of Shares	% of Holding
Promoter (including person acting in concert)	13626640	73.59
Public Shareholding :		
Bodies Corporate	482000	2.60
Resident Individuals :		
Upto Rs 1 Lakh	564000	3.05
Above Rs 1 Lakh	3738000	20.19
Clearing Member	106000	0.57
TOTAL	18516640	100.00

DEMATERIALIZATION OF SHARES

	SHARES	%
NSDL	14286940	77.16
CDSL	4229700	22.84
TOTAL	18516640	100.00

STATEMENT OF ADOPTION OF NON MANDATORY REQUIREMENTS

The applicable Non Mandatory Requirements will be implemented by the Company as and when required and/or deemed necessary by the Board

ADDRES FOR CORRESPONDENCE

Registrar and Share Transfer Agent:
(For Shares and dividend related queries)

Sharex Dynamics India Private Limited
Unit No 1, Luthra Industrial Premises,
Andheri Kurla Road, Safeed Pool
Andheri (East) Mumbai 400 072

Company:
(For any other matter and unresolved complaints)
Company Secretary

Bothra Metals & Alloys Limited
140 L (222/D), 1st Flr, Room No.6, Cavel 'X'
Lane No. 7, Dr. Viegas Street, Kalbadevi
Road Mumbai 400002
Ph (022) 67472762/63
Email bmal_2001@rediffmail.com

Mumbai
6th September, 2017

For and on behalf of the Board

Sunderlal Bothra
Managing Director

DECLARATION BY THE MANAGING DIRECTOR UNDER CLAUSE 49(E)(2) OF LISTING AGREEMENT

I Sunderlal Bothra, Managing Director of Bothra Metals & Alloys Limited declare that all the Members of the Board of Directors and Senior Management personnel have, for the year ended 31st March, 2017 affirmed compliances with the Code of Conduct laid down by the Board of Directors in terms of the Listing Agreement entered with the Stock Exchanges.

For and on behalf of the Board

Sunderlal Bothra
Managing Director

Place: Mumbai
6th September, 2017

Independent Auditor's Report

To the Members of
Bothra Metals and Alloys Limited
Report on the Financial Statements

We have audited the accompanying financial statements of **Bothra Metals and Alloys Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditors Responsibility

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

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give

the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2017;
- b) in the case of the Statement of Profit and Loss, of the **loss** for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the order.
2. As required by section 143(3) of the Act, we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) On the basis of written representations received from the directors as on 31 March, 2017, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2017, from being appointed as a director in terms of Section 164(2) of the Act;
 - f) With respect to the other matters to be included in Auditors 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 explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer note no. -28 to the financial statements;
 - ii. The Company did not have any long –term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. The Company was not required to transfer any amount to Investor Education and Protection Fund.

**For SSRV & Associates,
Chartered Accountants
FRN.135901W**

**(CA Satyendra S. Sahu)
Partner
M No.126823
Place- Mumbai
Dated- 25th May, 2017**

ANNEXURE TO THE INDEPENDENT AUDITORS REPORT**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements of our report of even date)**

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.

(b) As explained to us, fixed assets have not been physically verified by the management. However, the Company has a program of verification of fixed assets to cover all items in a phased manner, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets
2. (a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.

(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.

(c) In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
3. The Company has not granted any loans, secured or unsecured to Companies, Firms or other parties covered in the Register maintained under Section 189 of the Act.
4. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.
5. The Company has not accepted any deposits from public during the year.
6. We have broadly reviewed the books of account maintained by the Company in respect of products where pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013 and are of the opinion that prima facie, the prescribed accounts and records have been maintained. We are not required to carry out and have not carried out a detailed examination of the records with a view to determine whether they are accurate or complete.
7. (a) According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities.

(b) According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2017 for a period of more than six months from the date they became payable, except for the following :

Nature of Statutory Dues	Amount Involved
TDS on Brokerage	Rs. 2,041/-

(c) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.

8. The Company does not have any accumulated loss but the company has suffered a loss of Rs.22,64,903/- for the financial year covered by our audit.
9. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders (company have classified as NPA by bankers as below) except for the following:-

SR NO.	NATURE OF FACILITY	LIMIT	OUTSTANDING LIABILITY AS ON 31.03.2017	OUTSTANDING FROM
1	Cash Credit- Syndicate Bank	22,00,00,000/-	40,81,79,545/-	03.12.2015
	L.C/L.O.U- Syndicate Bank	23,50,00,000/-		
2	Cash Credit- Corporation Bank	8,00,00,000/-	7,30,11,847/-	03.12.2015
	L.C/L.O.U- Corporation Bank	6,50,00,000/-	5,34,41,966/-	03.12.2015
3	Term Loan –Syndicate Bank	2,21,00,000/-	1,00,37,001/-	03.12.2015
TOTAL		62,21,00,000/-	54,46,70,359/-	

10. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
11. Based on our audit procedures and on the information given by the management, term loans have been applied for the purpose for which they were raised.
12. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year.

For SSRV & Associates
Chartered Accountants
FRN.135901W

(CA Satyendra S. Sahu)
Partner
M No. 126823
Place- Mumbai
Dated- 25th May, 2017

Balance Sheet as at 31st March, 2017

		(In Lakhs)	
Particulars	Note No	As at 31.03.2017	As at 31.03.2016
I. EQUITY AND LIABILITIES			
Shareholders' Funds			
(a) Share Capital	2	1,851.66	1,851.66
(b) Reserves and Surplus	3	506.83	537.26
Non-Current Liabilities			
(a) Long-term borrowings	4	4.44	4.44
(b) Deferred tax liabilities (net)	5	13.03	5.13
(c) Long-term provisions	6	14.63	13.96
Current Liabilities			
(a) Short-term borrowings	7	5445.03	5,706.49
(b) Trade payables	8	251.50	556.30
(c) Other current liabilities	9	304.69	431.56
(d) Short-term provisions	10	1.17	1.03
TOTAL		8392.98	9,107.83
II. ASSETS			
Non-Current Assets			
(a) Fixed assets	11		
i. Tangible assets		835.86	952.81
ii. Capital work-in-progress		0.92	0.92
iii. Intangible assets under development		-	0.00
(b) Non-current investments	12	5.59	5.59
(c) Long term loans and advances	13	429.43	465.57
Current Assets			
(a) Inventories	14	212.75	267.90
(b) Trade receivables	15	6864.67	7114.39
(c) Cash and cash equivalents	16	8.82	253.16
(d) Short-term loans and advances	17	31.86	32.66
(e) Other current assets	18	3.08	14.83
TOTAL		8392.98	9,107.83
Significant Accounting Policies	1		

The accompanying notes are an integral part of the Financial Statements.

As per our report of even date

For and on behalf of the Board

For SSRV & Associates

Chartered Accountants

Sunderlal Bothra

Firm Regn No.135901W

Managing Director

Satyendra S. Sahu
Partner
MEM No. 126823
Mumbai, 25th May, 2017

Kishanlal Bothra
Chief Financial Officer

Jeny Gowadia
Company Secretary

Statement of Profit and Loss for the year ended 31st March, 2017

Particulars	Note No	(` In Lakhs)	
		2016-2017	2015-2016
INCOME			
Revenue from operations	19	1418.06	17297.73
Other income	20	269.06	44.68
Total Revenue		1687.12	17342.41
EXPENDITURE			
Cost of materials consumed	21	1042.44	10062.76
Purchase of traded goods		220.64	4825.93
Changes in inventories of finished goods, traded goods and work-in-progress	22	(13.82)	1958.00
Employee benefit expenses	23	61.81	94.16
Finance costs	24	9.10	510.77
Depreciation and amortisation expense	11	121.20	147.19
Other expenses	25	268.41	1182.98
Total Expenses		1709.77	18781.79
Profit before prior period items		(22.65)	(1439.38)
Prior period items (Net)		-	1.13
Profit before extraordinary items and tax		(22.65)	(1,440.51)
Extraordinary Items	26	-	6.24
Profit before tax		(22.65)	(1,446.75)
Tax expense:			
(i) Current tax		-	-
(ii) Deferred tax		7.90	(12.43)
(iii) MAT credit		-	-
(iv) Short/(Excess) provision for earlier years		(0.13)	1.22
		(7.78)	(11.21)
Profit for the year		(30.43)	(1435.54)
Earning per equity share(face value of ` 10/- each): Basic and Diluted (`)	27	(0.16)	(7.75)

Significant Accounting Policies

1

The accompanying notes are an integral part of the Financial Statements.

As per our report of even date

For and on behalf of the Board

For SSRV & Associates

Chartered Accountants

Sunderlal Bothra

Firm Regn No. 135901W

Managing Director

Satyendra S. Sahu
Partner
MEM No. 126823
Mumbai, 25th May, 2017

Kishanlal Bothra
Chief Financial Officer

Jeny Gowadia
Company Secretary

Cash Flow Statement for the year ended 31st March, 2017

Particulars	(₹ In Lakhs)	
	Year Ended 31.03.2017	Year Ended 31.03.2015
<u>CASH FLOW FROM OPERATING ACTIVITIES :</u>		
Net profit before tax for the year	(22.65)	(1,446.75)
Adjustments for :		
Interest paid	(0.19)	403.39
Interest income	(8.12)	(43.82)
Depreciation	121.20	147.19
Bad debts	-	-
Loss /(Gain) on Sale of fixed assets	-	(0.62)
Balances written-off	68.84	-
Loss / (Gain) on exchange rate fluctuations	6.26	70.83
Provision for gratuity	0.37	(2.36)
Discount paid / (received)	(0.43)	(18.09)
Rent Received	(3.67)	(2.16)
Dividend Received	(0.00)	(0.03)
Operating profit before working capital changes	161.61	(892.42)
Movements in working capital:		
Decrease / (Increase) in Trade receivables	249.72	(143.54)
Decrease / (Increase) in Inventories	55.14	4231.03
Increase / (Decrease) in Trade payables and Other Current Liabilities	(505.77)	(2761.44)
Decrease / (Increase) in Loans and Advances and Other Current Assets	48.69	265.53
Cash generated from operations	9.39	699.16
Payment of income tax	-	-
Cash from operating activities before extra-ordinary items	9.39	699.16
Net cash from operating activities (A)	9.39	699.16
<u>CASH FLOW FROM INVESTING ACTIVITIES :</u>		
Purchase of fixed assets(Including capital advances)	(4.24)	(0.98)
Purchase of investments	-	8.85
Sale of fixed assets	-	-
Dividend Received	-	0.03

Rental Income	3.67	2.16
Interest Received	8.11	43.82
Net cash used in investing activities (B)	7.54	53.88
CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from fresh issue of shares	-	-
Proceeds from long term borrowings	-	-
Proceeds from short term borrowings(Net)	411.10	2043.91
Repayments of long term borrowings	-	(60.99)
Repayments of short term borrowings	(672.56)	(2,752.53)
Interest paid	0.19	(403.39)
Share issue expenses	-	-
Net cash from financing activities (C)	(261.27)	(1,173.00)
Net increase in cash and cash equivalents (A+B+C)	(244.34)	(419.96)
Cash and cash equivalents at the beginning of the period	253.16	673.12
Cash and cash equivalents at the end of the period	8.82	253.16

Note : Cash flow statement has been prepared under the indirect method as set-out in Accounting Standard - 3, notified under the Companies (Accounting Standards) Rules, 2006.

As per our report of even date

For and on behalf of the Board

For SSRV & Associates

Chartered Accountants

Sunderlal Bothra

Firm Regn No. 135901W

Managing Director

Satyendra S. Sahu

Kishanlal Bothra

Jeny Gowadia

Partner

Chief Financial Officer

Company Secretary

MEM No. 126823

Mumbai, 25th May, 2017

Notes to Financial Statement for the year ended 31st March, 2017**CORPORATE INFORMATION**

Bothra Metals & Alloys Ltd was incorporated in the year 2001. The Company is into manufacturing of Aluminium Section and Ingots through its manufacturing facility at Sangli and Kala-Amb. The Company is also into trading of all type of Non-Ferrous Metals.

NOTE 1 : SIGNIFICANT ACCOUNTING POLICIES**A. Basis of preparation of Financial Statements:**

- i. These financial statements are prepared in accordance with Generally Accepted Accounting Principles in India (GAAP) under historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, and the relevant provisions of the Companies Act, 2013 ("the 2013 Act") / Companies Act, 1956 ("the 1956 Act"), as applicable.
- ii. The financial statements are prepared under the historical cost convention and on the accounting principles of going concern. The Company follows the accrual system of accounting where income & expenditure are recognized on accrual basis.

B. Use of Estimates:

The preparation of financial statements requires management to make estimates and assumptions that affect amounts in the financial statements and reported notes thereto. Actual results could differ from these estimates. Differences between the actual result and estimates are recognized in periods in which the results are known/ materialised.

C. Fixed Assets:

Fixed assets are stated at cost of acquisition or construction less accumulated depreciation and impairment loss, if any. The cost of an asset comprises of its purchase price (net of cenvat / duty credits availed wherever applicable) and any directly attributable cost of bringing the assets to working condition for its intended use. Expenditure on additions, improvements and renewals is capitalized and expenditure for maintenance and repairs is charged to profit and loss account. Fixed Assets costing upto ` 0.05 Lakh are depreciated fully in the year of purchase/ capitalisation.

D. Depreciation:

The Company has provided for depreciation on fixed assets using written down value(WDV) over the useful life of the assets as prescribed in Schedule II to the companies Act, 2013. Intangible assets are amortized over their estimated useful life on a straight line basis. Depreciation on asset acquired / sold during the year is provided on pro-rata basis with reference to the date of installation / put to use in the books or disposal. Effective from 1st April 2014, the company has reassessed the useful lives of the fixed assets in line with useful lives mentioned in Schedule II to the companies Act, 2013.

E. Valuation of Investments:

- i. Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long term investments.
- ii. Current Investments are carried at lower of cost and fair value determined on an individual investment basis.
- iii. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of investments.

F. Valuation of Inventories:

Cost of inventory includes all cost of purchases and other cost incurred in bringing the inventories to their present location and condition.

Closing Stock is valued as under:-

Raw Material	– At cost or net realizable value whichever is less.
Work in Progress	– At cost or net realizable value whichever is less.
Finished Goods	– At cost or net realizable value whichever is less.
Loose Tools	– At cost
Consumable Store	– At cost
Industrial Scrap (by-products)	– Estimated realizable value

G. Foreign Currency Transactions

Initial Recognition: Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction.

Conversion: At the year end, monetary items denominated in foreign currencies other than those covered by forward contracts are converted into rupee equivalents at the year-end exchange rates.

Exchange Differences: All exchange differences arising on settlement/conversion of foreign currency transactions are recognized in the statement of profit and loss.

Forward Exchange Contracts: In respect of transactions covered by forward contracts, the difference between the forward rate and the exchange rate at the date of the transaction is recognized as income or expense on the date of booking of forward contract. The gain/loss on account of foreign currency translation in respect of foreign exchange contracts is spread over the term of the contract.

H. Revenue Recognition:

Sale of goods is recognized on dispatches to customers, which coincide with the transfer of significant risks and rewards associated with ownership, Inclusive of excise duty and net of VAT & Discount. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

I. Borrowing Costs

Borrowing costs that are attributable to the acquisition / construction of qualifying assets are capitalized as part of the cost of such fixed assets up to the date when such assets are ready for its intended use. All other borrowing costs are recognized as an expense in the period in which they are incurred.

J. Employee Benefits**i. Short Term Employee Benefits:**

All employee benefits payable within twelve months of rendering of services are classified as short term benefits. Benefits include salaries, wages, awards, ex-gratia, performance pay, etc. and are recognized in the period in which the employee renders the related service. Liability on account of encashment of leave, Bonus to employee is considered as short term compensated expense provided on actual.

ii. Post Employment Benefit :**a. Defined Contribution Plan:**

Provident fund is a defined contribution scheme established under a State Plan. The contributions to the scheme are charged to the profit & loss account in the year when the contributions to the fund are due.

b. Defined Benefit Plan:

Company's liability towards gratuity is determined using the projected unit credit method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. The present value of the obligation under such defined benefit plans is determined based on the actuarial valuation at the date of the Balance Sheet.

K. Earning Per Share

Basic earning per share is computed by dividing the net profit after tax for the year after prior period adjustments attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

L. Taxation & Deferred Tax

Provision for Current Tax is made in accordance with the provision of Income Tax Act, 1961. Deferred tax is recognized on timing differences between taxable & accounting income / expenditure that originates in one period and are capable of reversal in one or more subsequent period(s).

M. Contingent Liabilities / Provisions

Contingent liabilities are not provided in the accounts and are disclosed separately in notes on accounts.

N. Impairment Of Assets

The company assesses at each balance sheet date whether there is any indication due to external factors that an asset or group of assets comprising a cash generating unit (CGU) may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the CGU, to which the asset belongs is less than the carrying amount of the asset or the CGU as the case may be, the carrying amount is reduced to its recoverable amount and the reduction is treated as impairment loss and is recognized in the statement of profit and loss. If at any subsequent balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is re assessed and the asset is reflected at recoverable amount subject to a maximum of depreciated historical cost and is accordingly reversed in the statement of profit and loss.

NOTES TO THE FINANCIAL STATEMENTS

(In Lakhs)

SHARE CAPITAL	As at 31st March, 2017	As at 31st March, 2016
Equity Share Capital		
Authorised Share Capital	2,500.00	2,500.00
25,000,000 Equity Share of ` 10/- each (Previous Year:25,000,000 Equity Share of ` 10/- each)		
Issued, Subscribed and Fully Paid Up Share Capital	18,51.66	18,51.66
(18,516,640 Equity Shares (Previous year 18,516,640) of ` 10/- each issued, subscribed and fully paid)		
TOTAL	4,351.66	4,351.66

a) Reconciliation of number of shares outstanding at the end of year			
Particulars	As at 31st March, 2017	As at 31st March, 2016	
Equity shares at the beginning of the year	18516640	18516640	
Add: Shares allotted pursuant to Bonus Issue	-	-	
TOTAL	18516640	18516640	

b)				
NAME	As at 31st March, 2017		As at 31st March, 2016	
	No. Of Shares	Percentage	No. Of Shares	Percentage
Manju Sunderlal Bothra	33,66,280	18.18%	33,66,280	18.18%
Sunderlal Bothra	26,83,780	14.49%	26,83,780	14.49%
Kishanlal L. Bothra	16,55,960	8.94%	16,55,960	8.94%
Sardarmal Chhogaram Suthar	14,49,820	7.83%	14,49,820	7.83%
Sayardevi L. Bothra	13,88,640	7.50%	13,88,640	7.50%
Narendra Kumar L. Bothra	12,84,700	6.94%	12,84,700	6.94%
Dimple K. Bothra	10,55,000	5.70%	10,55,000	5.70%
3 RESERVES AND SURPLUS				
			As at 31st March, 2017	As at 31st March, 2016

a)	<u>Securities Premium Account</u>	-	
	Opening Balance	325.54	325.54
	Add : Received during the Year	-	-
	Less: Share Issue Expenditure	-	-
	Less: Capitalised for issue of bonus shares	-	-
	Closing Balance	325.54	325.54
b)	<u>General Reserve</u>		
	Opening Balance	250.00	250.00
	Add : Transfer from Profit and Loss Account	-	-
	Less: Capitalised for issue of bonus shares	-	-
	Closing Balance	250.00	250.00
c)	<u>Surplus</u>		
	Opening Balance	(38.28)	1397.26
	Add : Profit during the Year	(30.43)	(1435.54)
	Less: Capitalised for issue of bonus shares	-	-
	Less: Transfer to General Reserve	-	-
	Less: Proposed dividend	-	-
	Less: Provision for dividend distribution tax	-	-
	Closing Balance	(68.71)	(38.28)
	TOTAL	506.83	537.26
4	LONG TERM BORROWINGS		
		As at 31st March, 2017	As at 31st March, 2016
	<u>Secured</u>		
	Term Loan from Banks*	-	-
	<u>Unsecured</u>		
	Term Loan against LIC Policy	4.44	4.44
	TOTAL	4.44	4.44

* Net of Current maturities of long term liabilities

NATURE OF SECURITY AND TERMS OF REPAYMENT FOR LONG TERM BORROWINGS

NATURE OF SECURITY	TERMS OF REPAYMENT
Term loan amounting to `100.37 Lakhs (Previous year `140.53 Lakhs) is secured by first charge on plant and machinery funded by term-loan, first charge on part of land at Sangli and personal guarantee of directors and relatives of directors.	Loan to be repaid in 11 equal quarterly installments starting from May, 2014 and last installment due In November, 2016. Rate of interest is 13.00% per annum payable monthly.
Car loan amounting to `0.74 Lakhs (Previous year `3.57 Lakhs) is secured against car, from Volkswagen Finance Pvt. Ltd	Loan to be repaid in 48 equal monthly installments, starting from May,2012 and last installment due in April, 2016. Rate of interest is 11.73% per annum payable monthly.
Car loan amounting to `0.70 Lakhs (Previous year `1.76 Lakhs) is secured against car, from ICICI Bank.	Loan to be repaid in 60 equal monthly installments, starting from October,2011 and last installment due in September,2016. Rate of interest is 11.26% per annum payable monthly.
Secured Loan amounting `4.44 Lakhs (Previous year `4.44 Lakhs) was raised from LIC of India secured against LIC Policy.	Loan to be repaid at the end of tenure of 8 years. Rate of interest is 9.00% per annum

10	FIXED ASSETS	Gross Block (at cost)				Depreciation				Net Block		
		Description of Asset	As on 01.04.2016	Additions during year	Deduction during year	As on 31.03.2017	up to 01.04.2016	Provided during year	Deduction/ Adjustments	up to 31.03.2017	As on 31.03.2017	As on 31.03.2016
		LAND	15,785,974	-	-	15,785,974	-	-	-	15,785,974	15,785,974	
		BUILDING	45,168,735	-	-	45,168,735	10,912,575	3,268,282	-	14,180,857	30,987,878	34,256,160
		FACTORY BUILDING	10,952,379	-	-	10,952,379	8,053,844	324,905	-	8,378,749	2,573,630	2,898,535
		PLANT & MACHINERY	98,798,961	424,489	-	99,223,450	58,581,344	7,904,721	-	66,486,065	32,737,385	40,217,617
		PLANT & MACHINERY	-	-	-	-	-	-	-	-	-	
		PLANT & MACHINERY	-	-	-	-	-	-	-	-	-	
		FURNITURE & FIXTURE	3,471,871	-	-	3,471,871	2,300,992	322,413	-	2,623,405	848,466	1,170,879
		MOTOR VEHICLE	4,290,676	-	-	4,290,676	3,422,074	273,568	-	3,695,642	595,034	868,602
		COMPUTER	850,080	-	-	850,080	766,391	26,137	-	792,528	57,552	83,689
		TOTAL	179,318,676	424,489	-	179,743,165	84,037,220	12,120,026	-	96,157,246	83,585,919	95,281,456
		Previous Year	-	-	-	-	-	-	-	-	-	
		Capital Work in Progress Tangible (At Cost)	91,588	-	-	91,588	-	-	-	-	91,588	91,588
		Capital Work in Progress Intangible (At Cost)	-	-	-	-	-	-	-	-	-	-
		TOTAL	179,410,264	424,489	-	179,834,753	84,037,220	12,120,026	-	96,157,246	83,677,507	95,373,044

5	LONG TERM PROVISIONS	As at 31st March, 2017	As at 31st March, 2016
	<u>For Employees Benefit</u>		
	Gratuity payable	14.63	13.96
	TOTAL	14.63	13.96
6	SHORT TERM BORROWINGS	As at 31st March, 2017	As at 31st March, 2016
	<u>Secured</u>		
	<u>Loans repayable on demand from Banks</u>		
	Cash credit	4,811.91	4,570.66
	Buyers credit arrangements		509.06
	Letter of credit	-	163.50
	Protect Bill Loan	534.42	364.57
	<u>Unsecured loans</u>		
	From related parties	98.70	98.70
	From Body Corporate	-	-
	TOTAL	5,445.03	5,706.49

7	TRADE PAYABLES	As at 31st March, 2017	As at 31st March, 2016
	Dues to Micro,Small and Medium Enterprises	-	-
	Others	251.50	556.30
	TOTAL	251.50	556.30
8	OTHER CURRENT LIABILITIES	As at 31st March, 2017	As at 31st March, 2016
	Current maturities of long term debt	100.37	101.81
	Interest accrued and due on borrowings	8.69	8.10
	Interest accrued but not due on borrowings		2.27
	Gratuity payable	1.17	1.48
	<u>Other payables</u>		
	Deposit received		
	Creditors for expenses	182.16	275.10
	Creditors for capital goods		3.00
	Advance from customers	9.89	23.37
	Statutory dues	2.41	16.43
	TOTAL	304.69	431.56
9	SHORT TERM PROVISIONS	As at 31st March, 2017	As at 31st March, 2016
	<u>Provision for employee benefits</u>		
	Contribution to Provident and Superannuation Funds	1.17	1.03
	Leave Encashment		
	<u>Others</u>		
	Income-tax		
	Proposed dividend		
	Tax on dividend		
	TOTAL	1.17	1.03

11 NON CURRENT INVESTMENTS		As at 31st March, 2017	As at 31st March, 2016
<u>Investments in equity instruments</u>			
	Shivalik Solid Waste Management Limited (3,125 equity shares of ` 10/- each)	.31	.31
	The Zoroastrian Co-Op. Bank Limited (100 equity shares of ` 25/- each)	-	-
	The NKGSB Co-Op Bank Ltd (SC) (100 equity shares of ` 10/- each)	.01	.01
	Delight Metals Trading DMCC (SC) (50 equity shares of AED 1000/- each)	-	-
	Gratuity (Funded)	5.27	5.27
TOTAL		5.59	5.59
12 DEFERRED TAX LIABILITIES/ASSETS(NET)		As at 31st March, 2017	As at 31st March, 2016
<u>Deferred tax Liabilities</u>			
	Related to depreciation	12.92	5.91
	Related to gratuity	0.11	(0.78)
<u>Deferred tax Assets</u>			
	Related to depreciation		
	Related to share issue expenses	-	-
TOTAL		13.03	5.13

13	LONG TERM LOANS AND ADVANCES	As at 31st March, 2017	As at 31st March, 2016
	<u>Unsecured considered good</u>		
	Capital advances	-	-
	Income tax	194.84	192.16
	VAT receivable	0.85	-
	Custom-duty receivable	2.22	40.06
	Balances with Excise	206.52	208.96
	Security deposits	25.00	24.39
	Delight Metals Trading DMCC		
	TOTAL	429.43	465.57
14	INVENTORIES	As at 31st March, 2017	As at 31st March, 2016
	Raw materials	50.28	96.14
	Work-in-progress	7.43	4.78
	Finished goods	125.11	109.47
	Consumables and Loose tools	25.94	49.04
	By-Products	4.00	8.46
	TOTAL	212.75	267.90
15	TRADE RECEIVABLES	As at 31st March, 2017	As at 31st March, 2016
	<u>Unsecured, considered good</u>		
	Less than six months	184.77	1,937.90
	More than six months	6,679.90	5,176.49
	TOTAL	6,864.67	7,114.39
16	CASH AND CASH EQUIVALENTS	As at 31st March, 2017	As at 31st March, 2016

	Cash in hand	4.80	2.82
	Balances with banks in current accounts	2.02	35.69
	Cheques, drafts on hands	-	-
	Term deposits with banks (original maturity of more than 12 months)	2.00	214.65
	TOTAL	8.82	253.16
17	SHORT TERM LOANS AND ADVANCES	As at 31st March, 2017	As at 31st March, 2016
	Advance to supplier	21.09	24.94
	Advance for expenses	10.77	7.71
	TOTAL	31.86	32.66
18	OTHER CURRENT ASSETS	As at 31st March, 2017	As at 31st March, 2016
	Prepaid expenses	0.96	1.40
	Interest receivable from term deposits	0.09	0.63
	Interest Receivable from debtors	-	-
	Insurance claim receivable	2.03	9.10
	Rent Receivable	-	-
	Yes Bank	-	1.00
	Advance to Delight Metals Trading DMCC	-	2.70
	TOTAL	3.08	14.83
19	REVENUE FROM OPERATIONS	2016-2017	2015-2016
	Sale of Goods	1,421.53	17,624.71
	Less: Excise duty	3.47	326.97

TOTAL		1,418.06	17,297.73
20	OTHER INCOME	2016-2017	2015-2016
	Sundry Credit balances written off	68.84	18.09
	Discount Received	0.44	
	Rent Received	3.67	2.16
	Foreign exchange fluctuation gain	1.28	-
	Miscellaneous Receipts	-	-
	Dividend Received	0.00	0.03
	Profit on Sale of Assets	-	-
	Conversion Charges	83.69	6.13
	Commission on Consignment Sale	-	-
	Sale Proceeds of Waste Steel	-	0.75
	Insurance Claim for Goods	-	-
	Industrial Promotion Subsidy	22.04	17.52
	Sales Product Received From Conversion Process	89.10	
	TOTAL	269.06	44.68
21	COST OF MATERIALS CONSUMED	2016-2017	2015-2016
	Opening Stock		
	Aluminium Scrap	73.28	2160.87
	Aluminium Billets		
	Aluminium Ingot		
	Copper Scrap	0.49	7.05
	Manganese Metal Flakes	0.25	0.20
	Magnesium Metal Ingot	1.37	0.24
	Nickel Scrap	0.45	

			0.84
Silicon Metal	20.30		7.99
<u>Add : Purchases</u>			
Aluminium Scrap	996.58		7,389.80
Aluminium Billets			449.86
	-		
Aluminium Ingot			
	-		-
Copper Scrap			
	-		-
Manganese Metal Flakes			0.48
	-		
Magnesium Metal Ingot			3.01
	-		
Nickel Scrap			
	-		-
Silicon Metal			138.58
	-		
<u>Less : Closing Stock</u>			
Aluminium Scrap	43.80		73.28
Aluminium Billets			
	-		-
Aluminium Ingot			
	-		-
Copper Scrap	0.49		
			0.49
Manganese Metal Flakes	0.25		
			0.25
Magnesium Metal Ingot	1.34		1.37
Nickel Scrap	0.45		
			0.45
Silicon Metal	3.95		20.30
TOTAL	1,042.44		10,062.76
22	CHANGES IN INVENTORIES OF FINISHED GOODS, TRADED GOODS AND WORK-IN-PROGRESS	2016-2017	2015-2016
	<u>Closing Stock</u>		
	Work-in-progress		
	Aluminium Billets	5.69	3.58
	Re-finished Scrap	1.74	1.21

Finished goods		
Aluminium Section	125.11	104.56
Aluminium Ingot	-	-
Aluminium Alloys Ingot	-	4.91
Aluminium Shots	-	-
Aluminium Circle	-	-
Aluminium Coil	-	-
Aluminium Rod	-	-
Aluminium Sheet	-	-
Aluminium Sheet / Coil	-	-
Aluminium Wire	-	-
Aluminium Wire Rod	-	-
Foundry Boring	-	-
Titanium Scrap	-	-
Aluminium Electrical Cable Scrap	-	-
M.S.Scrap	-	-
Other scrap	4.00	8.46
	136.54	122.72
<u>Opening Stock</u>		
Work-in-progress		
Aluminium Billets	3.58	23.30
Re-finished Scrap	1.21	3.94
Finished goods		
Aluminium Section	104.56	1,652.28
Aluminium Ingot	-	99.19
Aluminium Alloys Ingot	4.91	25.07
Aluminium Shots	-	5.47

		-	
Aluminium Circle		-	9.69
Aluminium Coil		-	101.47
Aluminium Rod		-	24.13
Aluminium Sheet		-	10.46
Aluminium Sheet / Coil		-	20.62
Aluminium Wire		-	35,66
Aluminium Wire Rod			57.86
Other scrap	8.46		11.57
		-	-
		122.72	2,080.72
TOTAL		(13.82)	1,958.00
23	EMPLOYEE BENEFIT EXPENSES	2016-2017	2015-2016
	Salaries, wages and bonus	57.38	87.34
	Contribution to provident and other funds	4.39	5.72
	Staff welfare expenses	0.04	1.10
	TOTAL	61.81	94.16
24	FINANCE COSTS	2016-2017	2015-2016
	Interest expenses	0.29	369.31
	Bank charges	2.55	93.38
	Net loss on foreign currency transactions/ translations	6.26	48.08
	TOTAL	9.10	510.77

25	OTHER EXPENSES	2016-2017	2015-2016
	Consumption of stores and spare parts	58.28	295.60
	Job Work Charges Paid	0.04	0.05
	Miscellaneous expenses	-	-
	Power and fuel	149.90	312.32
	Repairs to buildings	-	-
	Repairs to machinery	22.51	26.72
	Transport charges	12.74	244.49
	Excise Duty	(0.88)	(23.13)
	Advertisement	0.73	1.26
	Brokerage and commission	0.20	4.79
	Freight outward	0.45	92.95
	Packing and forwarding expenses	0.90	6.41
	Insurance	2.65	6.08
	Rent	2.49	11.35
	Rates and taxes, excluding taxes on income	2.25	3.39
	Accounting charges	-	0.12
	Bad Debts	-	149.20
	Auditors remuneration	1.65	1.65
	Director's sitting fees	-	0.11
	Conveyance expenses	0.09	0.31
	Loss of Sale of Assets	-	-
	Donation	1.07	0.12
	Discount	-	-
	Electricity expenses	0.65	2.06
	Foreign exchange fluctuation loss	-	22.75
	Legal and Professional fees	5.38	7.78
	Motor vehicle expenses	1.27	2.80
	Office expenses	1.42	1.31
	Other repairs	2.19	2.79

Postage and courier charges	0.15	0.31
Sundry Balances Written Off	-	-
Security Charges	-	4.99
Printing and stationery	0.28	0.57
Sales tax	0.58	0.23
Telephone charges	1.08	2.24
Travelling expenses	0.34	1.37
TOTAL	268.41	1,182.98
26 EXTRAORDINARY ITEMS		
	2016-17	2015-16
Loss of Subsidiary Company-DMCC	0	5.00
Bank charges	0	1.24
TOTAL	0	6.24
27 EARNINGS PER SHARE		
	2016-2017	2015-2016
Profit for the period attributable to Equity Shareholder	(30.43)	(1,435.54)
No of weighted average equity shares outstanding during the year	1,85,16,640	1,85,16,640
Nominal Value of Equity Share	10	10
Basic and Diluted Earning Per Share	(0.16)	(7.75)
Basic and Diluted Earning Per Share Adjusted for half yearly profits	-	-

28. Contingent liabilities (to the extent not provided for):**Claims against the Company not acknowledged as debts:**

(` in Lakhs)

S. No.	Particulars	As on 31.03.2017	As on 31.03.2016
1	Central Excise Duty, which is being contested by the company	1.50	1.50
2	Supreme Steel Industries	3.22	3.22

29. Disclosure pursuant to Accounting Standard – 15 “Employee Benefits”

The Company has made a provision for the employee benefits in accordance with the Accounting Standard (AS) 15 “Employee Benefits”.

a) Defined contribution plans:

(` in Lakhs)

S. No.	Particulars	2016-17	2015-16
1	Employer's contribution to provident fund	2.99	4.34
2	Employer's contribution to employee state insurance	1.18	1.04

b) Defined benefit plans:

The employee gratuity is a defined benefit plan. The present value of the obligation is based on actuarial valuation using projected unit credit method

(in Lakhs)

S.No	Particulars	Gratuity (Funded & Un- funded) 2016- 17	Gratuity (Funded & Un- funded) 2015- 16
i)	Changes in the Present value of obligations		
	Opening defined benefit obligation	(15.61)	17.79
	Service cost for the year	.75	1.90
	Interest cost for the year	1.10	1.39
	Actuarial losses (gains)	(1.64)	(5.64)
	Benefits paid	NIL	NIL
	Closing defined benefit obligation	(15.81)	(15.44)
ii)	Actuarial gain/ (loss) recognized		
	Defined benefit obligation	15.81	15.44
	Plan assets	5.67	5.66
	Surplus / (deficit)	(10.14)	(9.78)
iii)	Amount recognized in the balance Sheet		
	Present value of funded obligations	15.81	5.66
	Fair value of plan assets	5.66	5.66
	Present value of unfunded obligations	15.81	9.78
	Unrecognized past service cost	NIL	NIL
	Net liability	(25.95)	9.78
	Amounts in the balance sheet:		
	Liabilities	15.81	15.44
	Assets	5.66	5.66
	Net liability	10.15	9.78
iv)	Amount recognized in statement of profit & loss		
	Current service cost	.74	1.90
	Interest on obligation	1.10	1.39
	Expected return on plan assets	(0.39)	(0.45)

Net actuarial losses (gains) recognized in the year	(1.26)	(5.19)
Past service cost	NIL	NIL
Losses (gains) on curtailments and settlement	NIL	NIL
Expense recognized in statement of profit & loss	.19	(2.35)
v) Actuarial assumptions		
Mortality Rate	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08) Ult
Discount rate as on 31-3-2017	6.85%	7.80%
Annual increase in Salary costs	12.00%	7.00%

The estimates of future salary increase considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

30. Auditors remuneration includes :			
(` in Lakhs)			
Particulars	2016-17	2015-16	
Statutory audit fees	1.05	1.05	
Tax audit fees	0.30	0.30	
Other matters	0.15	0.15	

31. Related parties with whom transactions done during the year :	
i. <u>Key management personnel & relatives</u>	
a) Sunderlal Bothra	
b) Narendra Kumar Bothra	
c) Kishanlal Bothra	
d) Sardarmal C.Suthar	
e) Ashok Surana	
f) Sanjay Deokar	
g) Kavindra Kumar Chhajjer	
h) Vinod Sohanlal Choradia	
i) Sunderlal Bothra (HUF)	
j) Manju S. Bothra	

32. Transactions with related parties (in Lakhs)

Name	Relationship	Nature of transaction	Amount of transaction in 2016-17	Amount outstanding as at 31.03.17 (payable)/	Amount of transaction in 2015-16	Amount outstanding as at 31.03.16 (payable)/receivable

			receivable			
Sunderlal Bothra	Managing Director	Director Remuneration	2.00	-	12.00	-
		Loan repayment	-	-	25.00	-
		Loan received	-	(36.70)	32.75	(36.70)
Sardarmal C. Suthar	Director	Director Remuneration	6.00	-	6.00	-
		Loan repayment	-	-	-	-
		Loan received	-	(62.00)	-	(62.00)
Narendra Kumar Bothra	Director	Director Remuneration	-	-	3.23	-
		Loan repayment	-	-	10.00	-
		Loan received	-	-	10.00	-
Kishanlal Bothra	Director	Director remuneration	6.00	-	6.00	-
		Loan repayment	-	-	5.70	-
		Loan received	-	-	5.70	-
Sanjay Deokar	Director	Rent Paid	-	-	1.15	-
		Loan repayment	-	-	30.50	-
		Loan received	-	-	1.00	-
		Director's sitting fees	-	-	0.02	-
Ashok Surana	Director	Director's sitting fees	-	-	0.04	-
Vinod Sohanlal Choradia	Director	Director's sitting fees	-	-	0.04	-
Manju S Bothra	Relative of Director	Rent Paid	0.15	-	6.45	-
Sunderlal Likhmichand Bothra HUF		Rent Paid	1.10	-	-	-
33. Segment information: The Company operates in one segment namely aluminum based products.						
34. C.I.F. Value of imports, expenditure and earnings in foreign currency						
						(` in Lakhs)

Particulars	Current Year 2016-17	Current Year 2015-2016
A. CIF value of imports		
i) Raw material		736.52
ii) Traded goods		946.99
TOTAL		1683.51
B. Expenditure in Foreign Currency		
i) Interest	1.26	16.48
C. Earnings in Foreign Currency		
i) F.O.B. value of exports	-	-

35. Imported and indigenous material and stores and spares consumed**i. Material consumed**

(` in Lakhs)

Particulars	Current Year 2016-2017		Previous Year 2015-2016	
	Amount	Percentage	Amount	Percentage
Imported	39.14	3.75%	3192.44	31.73%
Indigenous	1003.30	96.25%	6870.32	68.27%
TOTAL	1042.44	100.00%	10062.76	100.00%

ii. Stores and spares consumed

(` in Lakhs)

Particulars	Current Year 2016-2017		Previous Year 2015-2016	
	Amount	Percentage	Amount	Percentage
Imported	-	-	-	-
Indigenous	58.27	100.00%	295.60	100.00%
TOTAL	58.27	100.00%	295.60	100.00%

36. Disclosure of foreign currency exposure**i) Particulars of unhedged foreign currency liability as on balance sheet date**

(` in Lakhs)

Particulars	Currency	Amount in Foreign Currency (US\$ in Lakhs)	Amount (` in Lakhs)
Trade payables	US Dollar (US\$)	0.99	64.27
Loans (Buyer's Credit)	US Dollar (US\$)	0.00	0.00

ii) Particulars of hedged foreign currency liability as on balance sheet date

Particulars	Currency	Amount in Foreign Currency (US\$ in Lakhs)	Amount (₹ in Lakhs)
Loans (Buyer's Credit)	US Dollar (US\$)	0.00	0.00

37. Some of the creditors have filed suit against the company for the recovery of their dues, furthermore the company has also filed case against some of the debtors. However the management has assured that these litigations and claims shall be resolved amicably with the concerned parties.

38. Figures for the previous year have been regrouped / reclassified / reinstated, wherever considered necessary.

As per our report attached				For and on behalf of the Board			
For SSRV & Associates							
Chartered Accountant				Sunderlal Bothra			
FRN.135901W				Managing Director			
Satyendra Sahu Gowadia				Kishanlal Bothra		Jeny V.	
Partner				Chief Financial Officer		Company Secretary	
M No.126823							
Date : 25th May, 2017							
Place : Mumbai							

BOTHRA METALS AND ALLOYS LIMITED

CIN: L27100MH2001PLC133926

Registered Office: 140 L (222/D),1st Flr, Room No.6, Cavel 'X'

Lane No. 7,Dr. Viegas Street, Kalbadevi

Road Mumbai Mh 400002

E-mail ID : bmal_2001@rediffmail.com Website : bothrametal.com

PROXY FORM

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

16th Annual General Meeting: 30th September, 2017

Name of member (s): _____

Registered Address: _____

E-mail Id: _____

Folio No/DP ID Client ID: _____

I/We, being the member(s) of _____ equityshares of Bothra Metals & Alloys Ltd. hereby appoint

2. Name : _____

E-mail Id: _____

Address: _____

Signature: _____ or failing him/her

3. Name : _____

E-mail Id: _____

Address: _____

Signature: _____ or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 16th Annual General Meeting of the Company to to be held on Saturday 30thSeptember,2017 at Registered Office of the Company at 11.00 A.M. and at any adjournment thereof in respect of such resolutions as indicated below:

ORDINARY BUSINESS	
1	Adoption of Financial Statements for the year ended 31st March,2017 and Director's Report and Auditor's Report thereon
2	Declare Dividend for F.Y. 2016-2017
3	Re-appointment of Mr.Sardarmal Suthar ,as Director who retires by rotation
4	Re-Appointment of M/s SSRV & Associates,Chartered Accountants, as Statutory Auditors and fixing their remuneration
SPECIAL BUSINESS	
5	Ratification of remuneration payable to M/s VinayKant Pareek & Co.Cost Accountant,as Cost Auditor for F.Y.2016-17

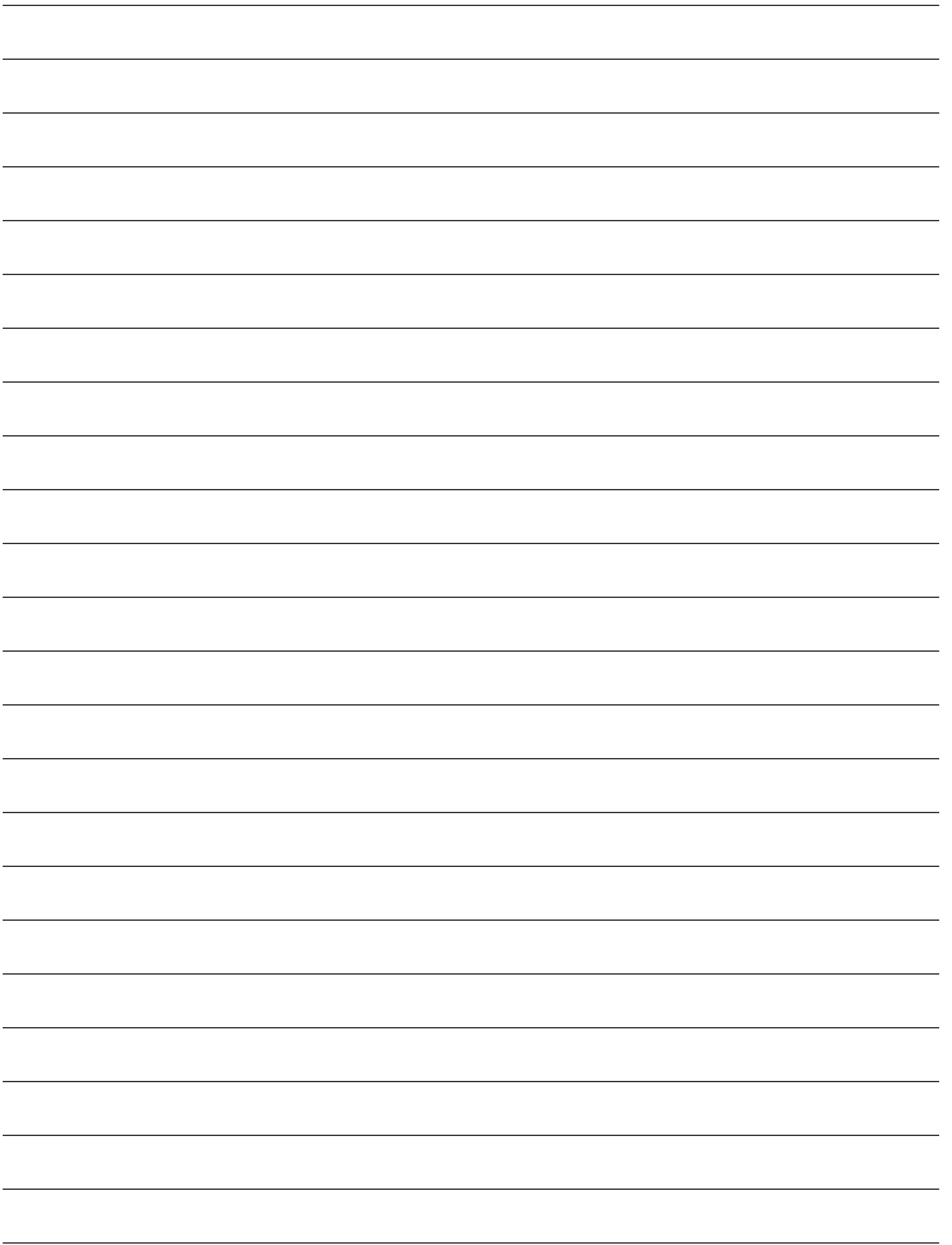
Signed this _____ day of _____ 2017,

Signature of Share holder _____

Signature of Proxy holder _____

Notes:

- 1.This form of proxy, in order to 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 Explanatory Statement and Notes, please refer to the Notice of 16th AGM
4. Please complete all the details including the details of Member(s) before submission



BOTHRA METALS AND ALLOYS LIMITED

CIN: L27100MH2001PLC133926

Registered Office: 140 L (222/D),1st Flr, Room No.6, Cavel 'X'

Lane No. 7,Dr. Viegas Street, Kalbadevi

Road Mumbai Mh 400002

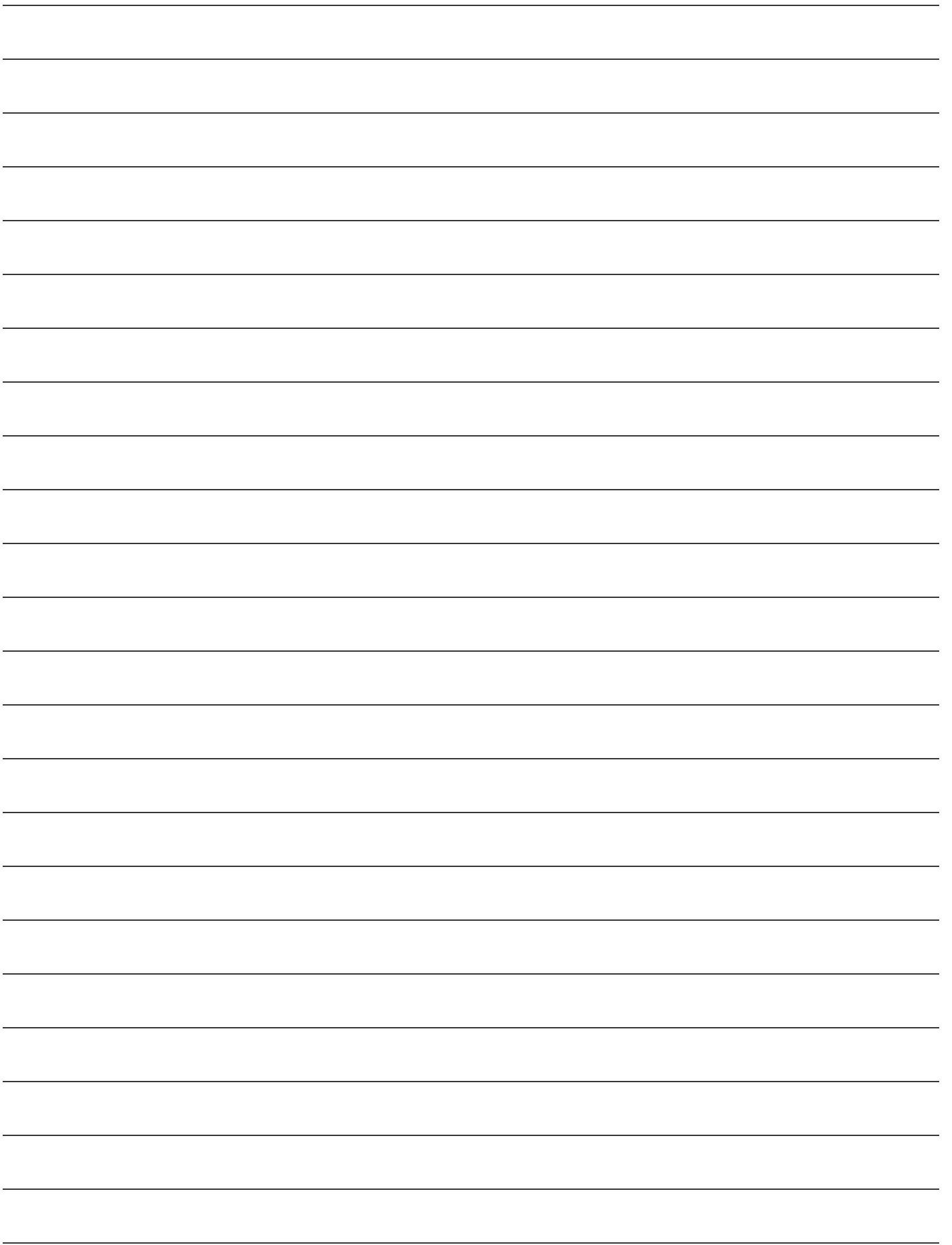
E-mail ID : bmал_2001@rediffmail.com Website : bothrametal.com**ATTENDANCE SLIP**

Registered Folio No./DP ID & Client ID:
Name and address of the Shareholder(s):
Joint Holder 1:
Joint Holder 2:

I hereby record my presence at the **16th Annual General Meeting** of Company to be held the Registered Office on **Saturday, 30th September, 2017** at **11.00 A.M.**

Member's Signature_____
Proxy's name_____
Proxy's Signature**NOTES:**

1. Shareholders attending the Meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting venue.
2. Proxies/ Authorised representatives must carry thir photo identity proof to the AGM Vanue and shall produced at the attendance varification





Bothra
Bothra Metals & Alloys Ltd.

If undelivered please return to:

Bothra Metals & Alloys Ltd

Office No. 140 L 222 D, 1st Floor, Room No. 6,
Cavel Cross Lane No. 7, Dr. Viegas Street, Kalbadevi Road, Mumbai - 400 002. Maharashtra.
Tel. No. : 022-22085017 • www.bothrametal.com

CIN:L27100MH2001PLC133926