



9th Annual Report
2013 - 14



OCL IRON & STEEL LIMITED



OCL IRON AND STEEL LIMITED

CIN: L27102OR2006PLC008594

NINTH ANNUAL REPORT - 2013-2014

Board of Directors

Mr. Yogesh Kapur	<i>Chairman</i>
Mr. Nandkishore Taori	<i>Managing Director</i>
Mr. Aditya Malhotra	<i>Director</i>
Mr. Sanjay Tiku	<i>Director</i>
Mr. Vinod Kumar Uppal	<i>Director</i>

Company Secretary & Compliance Officer

Ms. Jyoti Mishra

Auditors

M/s A.C. Gupta & Associates,
Chartered Accountants,
New Delhi

Bankers

State Bank of India
United Bank of India
Andhra Bank

Registrar & Share Transfer Agent

CB Management Services Private Limited
P-22, Bondel Road, Kolkata - 700019
(West Bengal)
Tel No: +91 33 22806692-94/2280 2486
Fax No: +91 33 2287 0263
Email: rta@cbmsl.com
Website : www.cbmsl.com

Registered Office and Unit 1:

1. Vill. Lamloi, P.O. Garvana,
Rajgangpur - 770 017.
Distt: Sundargarh, Orissa.

Unit 2:

2. A-285, Chopanki Industrial Area,
Chopanki, Bhiwadi, District - Alwar,
Rajasthan - 301019

Unit 3:

3. Plot No. SP-256, Industrial Area,
Kaharani, (Bhiwadi Extn.)
Rajasthan - 301019

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NOTICE

NOTICE is hereby given that the Ninth Annual General Meeting of the members of **OCL IRON AND STEEL LIMITED** will be held on Tuesday, 30th day of September, 2014 at 10.00 A.M. at the Registered Office of the Company situated at Vill. Lamloi, P.O. Garvana, Rajgangpur – 770017 (Dist. Sundargarh, Orissa) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and the Statement of Profit & Loss Account for the year ended on that date together with the Report of the Directors and Auditors thereon.
2. To declare dividend @ 2% on Fully Paid-up Redeemable Non Cumulative Preference Shares.
3. To appoint a Director in place of Mr. Vinod Kumar Uppal (DIN: 00897121) who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors and to fix their remuneration.

SPECIAL BUSINESS

5. To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2015 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), remuneration of the Cost Auditors approved by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2015 be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company 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.”

By Order Of The Board
FOR OCL IRON AND STEEL LIMITED

Sd/-

Jyoti Mishra

Company Secretary

Membership No.: A27293

Place : New Delhi
Dated : 3rd September, 2014

NOTES:

1. Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item No. 5 is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE (ON POLL ONLY) INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

An instrument appointing proxy, in order to be effective, must be received at the registered office of the Company not less than 48 hours before the commencement of the Annual General Meeting. Pursuant to Section 105 of the Companies Act, 2013 and Rules made thereunder, a person can act as a proxy on behalf of the members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
4. The Register of Members and Share Transfer books of the Company will remain closed from Monday, 22nd September, 2014 to Tuesday, 30th September, 2014 (both days inclusive).

5. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company during working days except Sundays, between 11.00 a.m. to 1.00 p.m. up to the date of the Annual General Meeting.
6. M/s CB Management Services (P) Limited, P-22, Bondel Road, Kolkata - 700019 are the Registrar and Share Transfer Agent (RTA) of the Company to handle transfers both in physical and electronic segments and other related matters. Shareholders are requested to address all their correspondence to the Registrar and Share Transfer Agent at the above address.
7. Members who hold shares in electronic mode are requested to quote their Client Id and DP Id number and those who hold shares in physical form are requested to write their Folio numbers in all correspondence with the Company/Registrar for facilitating quick disposal of the matters.
8. Members desirous of making a nomination in respect of their shareholding in the Company under the Companies Act, 2013, are requested to send their requests in requisite form, which can be obtained from Registrar and Share Transfer Agent of the Company. In case of shares held in dematerialized form, the nomination has to be lodged with the respective Depository Participants.
9. The Members/Proxies attending the Annual General Meeting are requested to bring the enclosed attendance slip and deliver the same after filling in their Folio number at the entrance of the meeting hall. Admission at the Annual General Meeting venue will be allowed only after verification of the signature in the attendance slip.
10. The Ministry of Corporate Affairs has undertaken a 'Green Initiative in Corporate Governance' by allowing paperless compliances by the Companies. In order to support this green initiative, members who have not registered their e-mail addresses so far, are requested to register their e-mail addresses.

11. E-VOTING:

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, and Clause 35B of the Listing Agreement, the Company is pleased to offer e-Voting facility as an alternative mode of voting which will enable the Members to cast their votes electronically. Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate e-voting. E-voting is optional and members shall have the option to vote either through e-voting or in person at the Annual General Meeting.

12. The Company has appointed Ms. Iqneet Kaur, Practicing Company Secretary, to act as the Scrutinizer for conducting the electronic voting process in a fair and transparent manner.

The procedure and instructions for the voting through electronic means are as follows:

A. In case of Members receiving e-mail from the Company's Registrar & Share Transfer Agent [for Members whose email Ids are registered with the Company's Registrar & Share Transfer Agent/Depository Participant(s)]:

- (i) If you are holding shares in Demat form and had logged on to www.evotingindia.com and cast your vote earlier for EVSN of any Company, then your existing login id and password are to be used.
- (ii) Log on to the e-voting website www.evotingindia.com.
- (iii) Click on "Shareholders" tab to cast your votes.
- (iv) Now, select the Electronic Voting Sequence Number-"EVSN" along with "OCL IRON AND STEEL LIMITED" from the drop down menu and click on "SUBMIT".
- (v) Now, fill up the following details in the appropriate boxes:

	For Members holding shares in Demat Form	For Members holding shares in Physical Form
User ID	For NSDL: 8 Character DP ID followed by 8 Digits Client ID For CDSL: 16 digits beneficiary ID	Folio Number registered with the Company
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department	

DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
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*Members who have not updated their PAN with the Company/Depository Participant are requested to use the default number: <ABCDE1234X> in the PAN field.

Please enter any one of the details in order to login.

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Members holding shares in Physical Form will then reach directly the EVSN selection screen. However, members holding shares in Demat Form will now reach 'Password Creation' menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@ # \$ % & *). Kindly note that this password is to be also used by the demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) Now Select the relevant Electronic Voting Sequence Number (EVSN)–along with "OCL IRON AND STEEL LIMITED" on which you choose to vote.
- (ix) On the voting page, you will see Resolution Description and against the same the option "YES/NO" for voting. Enter the number of shares (which represents number of votes) under YES/NO or alternatively you may partially enter any number in YES and partially in NO, but the total number in YES and NO taken together should not exceed your total shareholding.
- (x) Click on the "Resolutions File Link" if you wish to view the entire Resolution.
- (xi) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

B. In case of members receiving the physical copy of Notice of Annual General Meeting [for members whose e-mail IDs are not registered with the company/ depository participant(s) or requesting physical copy]:

Please follow all steps from sl. no. (i) to sl. no. (xii) above, to cast vote.

- C.** Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves, link their account which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution in PDF format in the system for the scrutinizer to verify the vote.
- D.** The voting through electronic means will commence on 19th September, 2014 at 10.00 a.m. and will end on 20th September, 2014 at 6.00 p.m. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on cut-off date (record date) i.e. 29th August, 2014 may cast their vote electronically. The E-Voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- E.** Members have an option to vote either through e-voting or casting a vote at the Meeting. If a Member has opted for e-voting, then he/she should not cast his vote at the Meeting also and vice-a-versa. However, in case, Members have cast their vote at a Meeting and also by e-voting, then voting done at the Meeting shall prevail and voting done by e-voting shall be treated as invalid.
- F.** In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

- G.** The Scrutinizer will submit her report addressed to the Chairman, within a period not exceeding three working days from the date of conclusion of e-voting period. The result of the voting on the Resolution at the Meeting shall be announced by the Chairman on 30th September, 2014. The results declared alongwith the Scrutinizer's Report shall be placed on the Company's Website i.e. www.oclsteel.in and on the website of CDSL within two working days of the passing of resolutions at the Annual General Meeting of the Company and communicated to the Stock Exchange(s).

INFORMATION REQUIRED TO BE FURNISHED UNDER CLAUSE 49 OF THE LISTING AGREEMENT IN RESPECT OF DIRECTOR SEEKING RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING:

Name of Director	Mr. Vinod Kumar Uppal (DIN: 00897121)
Date of Birth	14.11.1962
Qualification	MBA
Expertise	Finance & Operations
Date of Appointment	10.07.2012
List of other Companies in which Directorships held (excluding foreign companies, private companies and alternate directorships)	<ul style="list-style-type: none"> ● M/s ACIL Limited ● M/s Rollainers Limited ● M/s R T Packaging Ltd ● M/s Oriental Iron Casting Limited ● M/s Aron Auto Limited ● M/s Newtime Infrastructure Limited
Shareholding in the Company	Nil

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 5

In terms of the Section 148 of the Companies Act, 2013, your Company is required to have its cost records audited by Cost Accountant in practice. The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditor to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2015.

Consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditor for the financial year ending 31st March, 2015.

The Board recommends passing of resolution by shareholders.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested in the resolution set out at Item No. 5 of the Notice.

By Order Of The Board
FOR OCL IRON AND STEEL LIMITED

Sd/-

Jyoti Mishra

Company Secretary

Membership No.: A27293

Place : New Delhi

Dated : 3rd September, 2014

DIRECTORS' REPORT

TO
THE MEMBERS,
OCL IRON AND STEEL LIMITED

Your Directors have pleasure in presenting the Ninth Annual Report of your Company together with the Audited Annual Accounts for the financial year ended 31st March, 2014.

FINANCIAL RESULTS

(Rupees in Lacs)

Particulars	Year ended 31 st March, 2014	Year ended 31 st March, 2013
Revenue from Operations	61093.00	32565.88
Other Income	888.92	1969.89
Total Revenue	61981.92	34535.77
Total Expenses	56588.84	31961.24
Profit before Finance Cost, Depreciation and Tax	5393.08	2574.53
Finance Cost	3200.12	835.61
Depreciation	1859.18	1058.66
Profit before tax	333.78	680.26
Tax Expenses	93.34	262.53
Profit after Taxation	240.44	417.73
Add balance brought forward from Previous Year	1891.86	2236.77
Surplus Available	2132.30	2654.50
APPROPRIATION		
Transfer to Debenture Redemption Reserve Account	0.00	109.38
Transfer to Capital Redemption Reserve Account	530.05	530.05
Dividend on Preference Shares	106.01	106.01
Tax on Dividend of Preference Shares	17.20	17.20
Surplus carried to Balance Sheet	1479.04	1891.86

PERFORMANCE

During the year under review, the Company has earned revenue from operations amounting to Rs. 61093.00 lacs as compared to Rs. 32565.88 lacs in the previous year. Profit after Tax (PAT) stood at Rs. 240.44 lacs as against Rs. 417.73 lacs in the previous year.

DIVIDEND

For the year ended 31st March, 2014, the Board of Directors recommends dividend @ 2% on Fully Paid-up Redeemable Non Cumulative Preference Shares. However, in view of the ongoing expansion projects of the Company, no dividend is recommended on Equity Shares of the Company. The total outgo on account of dividend on Preference Shares will be Rs. 123.21 lacs (including dividend tax of Rs. 17.20 lacs).

OPERATIONS

During the FY 2013-14, the Company produced 95,554 MT of DRI as compared to 87,247 MT in FY 2012-13. During the year, Company produced 75,557 MT of MS Billets as compared to 69,677 MT in FY 2012-13.

The Company has generated 907.04 lacs units of power as compared to 821.23 lacs units in FY 2012-13.

DIRECTORS

During the period under review, Mr. Sanjiv Bhasin (DIN: 01119788), Director of the Company resigned from the Directorship w.e.f. 13th August, 2013. The Board wishes to place on record, its appreciation

for the contribution made by Mr. Sanjiv Bhasin (DIN: 01119788) during his association with the Company as a director.

Mr. Vinod Kumar Uppal, (DIN: 00897121) Director of the Company retires at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

Brief resume of the Director proposed to be re-appointed as stipulated under Clause 49 of the Listing Agreement is provided in the notice forming part of Annual Report. Further, the name of the Companies in which he holds memberships/chairmanships of Board/Committees, is provided in the Corporate Governance Section of this Annual Report.

SUBSIDIARIES

In accordance with the general circular dated 08/02/2011 read with circular dated 21/02/2011, issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Profit and Loss Account and other documents of the Subsidiary Companies are not being attached with the Balance Sheet of the Company. However the financial information of the Subsidiary Companies is disclosed in the Annual Report in compliance with the said circular. The Company will make available the Annual Accounts of the subsidiary companies and the related detailed information to any member of the holding and subsidiary Company seeking information at any point of time. The Annual Accounts of the subsidiary companies will also be kept open for inspection at the Registered Office of the Company. The Consolidated Financial Statements presented by the Company includes the financial results of its Subsidiary Companies.

AUDITORS

M/s A.C. Gupta & Associates, Chartered Accountants, Statutory Auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting and have given their consent for re-appointment.

COST AUDITORS

In terms of Section 148 of the Companies Act, 2013, Mr. Yash Pal Sardana (Membership No. 17996) Practising Cost Accountant was appointed by the Board to audit the cost records of the Company for the year ended 31st March, 2015.

AUDITOR'S REPORT

The Auditor's Report is attached hereto and is self-explanatory requiring no elucidation.

PUBLIC DEPOSITS

Since, the Company has not accepted any deposits, no information is required to be furnished in this respect.

DEMATERIALIZATION OF SHARES

The Company has admitted its shares to the depository system of National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for dematerialisation of shares. The International Securities Identification Number (ISIN) allotted to the Company with respect to Equity Shares is INE 196J01019. The Equity Shares of the Company are compulsorily traded in dematerialized form as mandated by the Securities and Exchange Board of India (SEBI).

The Equity Shares of the Company are actively traded on Bombay Stock Exchange (BSE) and National Stock Exchange (NSE).

As on 31st March, 2014, 12,97,86,612 Equity Shares representing 96.75% of your Company's Equity Share Capital are in dematerialized form.

LISTING AT STOCK EXCHANGES

The Equity Shares of Company are listed on "Bombay Stock Exchange Limited" and "National Stock Exchange of India Limited". The Company has paid its Annual Listing Fee to the stock exchanges for the financial year 2014-2015.

STATUTORY INFORMATION

- Particulars of Employees under Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975- NIL

- Statutory details of Energy Conservation and Technology Absorption, R&D activities and Foreign Exchange Earning and Outgo, as required under Section 217(1)(e) of the Companies Act, 1956 and rules prescribed there under i.e. the Companies (Disclosure of Particulars in Report of Board of Directors) Rules, 1988 are given in the Annexure I and form part of this Annual Report.

RECONCILIATION OF SHARE CAPITAL AUDIT

As per the directive of the Securities & Exchange Board of India ("SEBI"), M/s Iqneet Kaur & Company, Company Secretaries, New Delhi, undertakes the Share Capital Audit on a quarterly basis. The purpose of the audit is to reconcile the total number of shares held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form with the admitted, issued and paid up capital of the Company.

The Share Capital Audit Reports as submitted by M/s Iqneet Kaur & Company, Company Secretaries, New Delhi, on quarterly basis were forwarded to the Bombay Stock Exchange Limited and National Stock Exchange of India Limited where the Equity Shares of the Company are listed.

CASH FLOW STATEMENT

As required by Clause 32 of the Listing Agreement a Cash Flow Statement is annexed and forms part of this Annual Report.

CONSOLIDATED FINANCIAL STATEMENT

Consolidated Financial Statements in accordance with Accounting Standard-21 issued by The Institute of Chartered Accountants of India have been provided in the Annual Report. These Consolidated Financial Statements provide financial information about your Company and its subsidiaries as a single economic entity.

CORPORATE GOVERNANCE

A separate Section on Corporate Governance, Management Discussion and Analysis and the certificate from the CEO, CFO and Company's Statutory Auditors as required under Clause 49 of the Listing Agreement with stock exchange, is forming part of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions contained in Section 217(2AA) of the Companies Act, 1956, it is hereby confirmed:

- that in the preparation of the annual accounts for the year ended 31st March, 2014, the applicable Accounting Standards have been followed;
- that the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company for preventing and detecting fraud and other irregularities; and
- that the Directors have prepared the Annual Accounts on Going Concern Basis.

INDUSTRIAL RELATIONS

During the year under review, the relations between the Management and the workmen were highly cordial.

Human resource initiatives such as skill upgradation, training, appropriate reward & recognition systems and productivity improvement were the key focus areas for development of the employees of the Company.

INVESTOR RELATIONS

Your Company always endeavors to promptly respond to shareholders' requests/grievances. Each and every issue raised by the shareholders is taken up with utmost priority and every effort is made to resolve the same at the earliest. The Stakeholders Relationship Committee of the Board periodically reviews the status of the redressal of investors' grievances.

ACKNOWLEDGEMENT

Your Directors wish to place on record the sincere and dedicated efforts of all the employee of the Company. Your Directors also take this opportunity to offer their sincere thanks to the Financial Institutions, Banks and other Government Agencies, valued customers and the investors for their continued support, co-operation and assistance.

By Order Of The Board
FOR OCL IRON AND STEEL LIMITED

Place : New Delhi
Dated : 3rd September, 2014

Sd/-
Yogesh Kapur
Chairman
DIN: 00014385

ANNEXURE-I TO THE DIRECTORS' REPORT 2013-14

INFORMATION PURSUANT TO SECTION 217(1)(e) OF THE COMPANIES ACT, 1956 READ WITH THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2014:

A. CONSERVATION OF ENERGY

DRI:

a) Energy Conservation measures taken

The following measures are continued to be taken for conservation of energy:

- i) Company is conducting regular energy audit to assess the energy losses.
- ii) LT Capacitors are being fixed at washery to reduce energy losses.
- iii) VFDs are being installed for higher capacity motors in Coal Washery.

b) Additional investment and proposals

- i) Installation of Variable speed drives for ID fan of ESP 1 & 2.

c) Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on cost of production of grades:

- i) All the above measures have resulted in reduction of energy losses.
- ii) Monitoring of energy wastages.

SMS:

a) Energy Conservation measures taken

The following measures are continued to be taken for conservation of energy:

- (i) Power factor is being maintained close to unity.
- (ii) Pressure setting of compressor has been reduced as per usage.
- (iii) Optimized the operating voltage of transformers by changing the tap position.

b) Additional investment and proposals

- i) Lighting energy savers are to be installed to optimize the voltage of lighting feeders.

c) Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on cost of production of grades:

- i) All the above measures have resulted in saving of energy usage.

CPP:

a) Energy Conservation measures taken

The following measures are continued to be taken for conservation of energy:

- i) Energy efficient light sets are being installed around the plant side.
- ii) New high efficiency motor for boiler feed pump is being operated through VFD.
- iii) Flue gas analyzer in boiler inlet and VFD for ABC fan is being installed to increase the steam generation capacity.

b) Additional investment and proposals

- i) Company has a proposal to use only energy efficient equipments certified by BEE.
- ii) AFBC ID fan suction damper to be removed from position to avoid pressure drop and energy loss.

c) Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on cost of production of grades:

- i) Potential increase in steam generation.
- ii) All the above measures have resulted in saving of electrical as well as thermal energy.

B. TECHNOLOGY ABSORPTION

Efforts made in technology absorption are as per Form B annexed.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Foreign Exchange Outgo : Rs. 1838.85 Lacs
Foreign Exchange Earned : Nil

Form – A

(Particulars of Total Energy Consumption And Energy Consumption Per Unit Of Production)

	2013-14	2012-13
A) POWER AND FUEL CONSUMPTION		
ELECTRICITY		
a. Electricity Purchased		
Units (in Lacs)	5.16	2.82
Total Amount (Rs in Lacs)	35.50	19.95
Rate / Unit (Rs.)	6.88	7.07
b. Own generation through power Generators:		
Units (in Lacs)	907.04	821.23
Units per Tonne of Fuel	1,201.42	1,102.04
Cost / Unit (Rs.)	1.65	1.82
c. Own generation through Diesel Generators:		
Units (in Lacs)	5.24	0.08
Units per Tonne of Fuel	3.43	2.57
Cost / Unit (Rs.)	15.30	17.85
B) CONSUMPTION PER UNIT OF PRODUCTION (PER MT)		
STEEL		
Electricity (KWH)	921.85	865.01
Fuel Oil (Ltrs)	1.00	2.11
POWER		
Electricity (KWH)	0.14	0.13
Fuel:		
– Oil (Rs in Lacs)	2.02	1.47
– Coal & Rice Husk (Lacs Mt)	0.75	0.75

Form B

Disclosure of Particulars with respect to Absorption

RESEARCH AND DEVELOPMENT (R&D)

(A) Specific areas in which R & D carried out by the company	Nil
(B) Benefits derived as a result of the above R&D	Nil
(C) Future plan of action	Nil
(D) Expenditure on R&D	

TECHNOLOGY, ABSORPTION, ADAPTATION AND INNOVATION

- | | | |
|---|---|--------------------------------|
| (i) Efforts, in brief, made towards technology absorption, adaptation and innovation. | : | Process parameter optimization |
| (ii) Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc. | : | Overall plant economy |
| (iii) In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year) | : | Nil |

CORPORATE GOVERNANCE

I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company is committed to conduct its business in an efficient, fair, honest and ethical manner. Good corporate governance goes beyond compliances and requires Companywide commitment. It starts with the Board of Directors and percolates down the order throughout the Organization, and seeks to raise the standards of Corporate Management, strengthens the Board systems, significantly increase its effectiveness and ultimately serve the objective of maximizing the shareholders' value. The philosophy of the Company is in consonance with the accepted principles of good governance.

II. BOARD OF DIRECTORS

The Business of the Company is managed by the Board of Directors. The Board provides leadership and strategic guidance, objective judgment and exercises control over the Company, while remaining at all times accountable to the stakeholders. The functions of the Board include formulation of strategic business plans, budgets, setting up goals and evaluation of performance, approving corporate philosophy and mission, monitoring corporate performance against strategic business plans, overseeing operations, recruitment of senior management personnel, review of material investment and fixed assets transactions, ensuring compliance with laws and regulations, keeping shareholders informed regarding plans, strategies and performance of the Company and other important matters.

A. Composition of Board of Directors

Your Company's Board has an optimum combination of Executive and Non-Executive Directors having rich knowledge and experience in the industry and related sectors for providing strategic guidance and direction to the Company. The Chairman of the Board is a Non-Executive Independent Director. The details of the Directors with regard to their outside directorships, Committee positions as well as attendance at last Annual General Meeting and Board Meetings during the year are as follows:

S. No.	Name of the Directors & DIN	Designation	Category	No. of Board Meetings attended	Attendance at the last AGM held on 27.09.2013	No. of other Directorships as on 31.03.14*	No. of Committees Positions held in other Public Companies as on 31.03.14**	
							Membership**	Chairmanship
1.	Mr. Yogesh Kapur (DIN: 00014385)	Chairman	Non-Executive and Independent	6	P	3	Nil	Nil
2.	Mr. Nandkishore Taori (DIN: 02105094)	Managing Director	Executive	12	P	1	Nil	Nil
3.	Mr. Aditya Malhotra (DIN: 02191303)	Director	Non-Executive and Non Independent	6	NP	5	Nil	Nil
4.	Mr. Sanjay Tiku (DIN: 00300566)	Director	Non-executive and Independent	3	NP	9	2	Nil
5.	Mr. Sanjiv Bhasin*** (DIN: 01119788)	Director	Non-executive and Independent	2	NP	2	Nil	Nil
6.	Mr. Vinod Kumar Uppal (DIN: 00897121)	Director	Non-executive and Independent	3	NP	6	3	Nil

Notes:

- a) Twelve Board meetings were held during the Financial Year 2013-14 on 16.05.2013, 30.05.2013, 02.08.2013, 13.08.2013, 23.08.2013, 02.09.2013, 11.10.2013, 13.11.2013, 04.01.2014, 22.01.2014, 11.02.2014 and 25.02.2014.
- b) The Non - Executive Chairman has not desired an office at the Company's expense.
- c) *Excludes foreign companies, private companies & Alternate directorship and Companies registered under Section 25 of the Companies Act, 1956.
- d) **Includes only membership in Audit Committee & Stakeholders' Relationship Committee.
- e) ***Mr. Sanjiv Bhasin has ceased to be Director of the Company w.e.f. 13.08.2013; therefore the number of other directorships are disclosed as at 13.08.2013.

B) Board Procedure

The Board meets at regular intervals at least four times a year. During the year, twelve meetings of the Board of Directors were held with maximum time gap of less than four months between any two meetings. All the members of the Board were provided requisite information as required as per Listing Agreement well before the Board Meeting. None of the Directors is disqualified for appointment as director under Section 274 of the Companies Act, 1956.

The Board of Directors of your Company plays a pivotal role in ensuring good governance and functioning of the Company. The Board's role, functions, responsibility, and accountability are clearly defined. All relevant information (as mandated by the regulations) is placed before the Board. The Board reviews compliance reports of all laws applicable to the Company, as well as steps taken by the Company to rectify instances of non-compliances.

C) Inter - se relationship

The Directors of the Company are not related inter- se.

III. AUDIT COMMITTEE

The terms of reference of the Audit Committee include those specified under Clause 49 of the Listing Agreement as well as under Section 292A of the Companies Act, 1956 such as:

- to oversee Company's financial reporting process and disclosure of its financial information,
- to recommend appointment of Statutory Auditors and fixation of audit fee,
- to review quarterly and annual financial statements before submission to the Board and to advice and make recommendations to the Board on matters related to financial management of the Company, including Audit Reports,
- to review and discuss with Auditors about internal control system, major accounting policies & practices reviewing Company's financial and risk management policies in compliance with the listing agreement and legal requirements concerning financial statements and
- to carry out any other functions as is mentioned in terms of reference to the Audit Committee.

The Board of the Company has duly constituted an Audit Committee, comprising three directors. As at 31st March, 2014, the Audit Committee comprises one non-independent non-executive and two independent non-executive directors. The constitution of the Audit Committee meets the requirement of Section 292A of the Companies Act, 1956 and guidelines set out in the listing agreement. All the members of the Committee were provided requisite information as required in the Listing Agreement.

Due to resignation of Mr. Sanjiv Bhasin (DIN: 01119788), the Board re-constituted the Audit Committee and Mr. Vinod Kumar Uppal was appointed as member of the Audit Committee with effect from 13th August, 2013. The committee met 4 times and the attendance of members at the meetings was as follows:

Name of Members	Status	No. of Meetings attended
Mr. Yogesh Kapur (DIN: 00014385)	Chairman	4
Mr. Aditya Malhotra (DIN: 02191303)	Member	4
Mr. Sanjiv Bhasin* (DIN: 01119788)	Member	2
Mr. Vinod Kumar Uppal (DIN: 00897121)	Member	2

* Mr. Sanjiv Bhasin (DIN: 01119788) has resigned from the directorship of the Company w.e.f 13th August, 2013.

The Company Secretary of the Company acts as the Secretary of the Audit Committee.

IV. NOMINATION AND REMUNERATION COMMITTEE

During the year, the Board has constituted a Nomination and Remuneration Committee to review and approve the Annual Salaries, Commission, service agreement and other employment conditions for the Executive Directors. The Committee Comprises one non-independent non-executive and two independent non-executive directors viz. Mr. Vinod Kumar Uppal (DIN: 00897121) (Chairman) Mr. Aditya Malhotra (DIN: 02191303) and Mr. Sanjay Tiku (DIN: 00300566).

The remuneration policy is directed towards rewarding performance based on review of achievements on a periodical basis. The remuneration policy is in consonance with the existing industry practice. During the financial Year, no Committee Meeting was held.

REMUNERATION OF DIRECTORS

A) Non-Executive Directors

The remuneration of Non-Executive Directors (NEDs) is fixed by the Board of Directors. The Non-Executive Directors are paid sitting fees for attending the Board Meetings besides reimbursement of out of pocket expenses. Details of remuneration paid to the Executive Director during the year ended 31st March, 2014 are given below:-

Executive Director	Salary* (Rs. in Lacs)	Commission	Total (Rs. in Lacs)
Mr. NandKishore Taori (DIN: 02105094)	43.52	-	43.52

*Salary includes basic salary, perquisites and allowances, contribution to provident fund etc.

(B) Details of sitting fees and Commission paid to the Directors during the Financial Year 2013-14 are mentioned below:

(Amount in Rs.)

S.No.	NAME OF DIRECTORS	COMMISSION	SITTING FEES
1.	Mr. Yogesh Kapur (DIN: 00014385)	-	60000
2.	Mr. Aditya Malhotra (DIN: 02191303)	-	-
3.	Mr. Sanjay Tiku (DIN: 00300566)	-	-
4.	Mr. Sanjiv Bhasin* (DIN: 01119788)	-	20000
5.	Mr. Vinod Kumar Uppal (DIN: 00897121)	-	-

*Mr. Sanjiv Bhasin has resigned from the Board of the Company w.e.f 13.08.2013.

V. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Share Transfer and Investors' Grievance Committee comprising two directors namely, Mr. Yogesh Kapur (DIN: 00014385) (Chairman) and Mr. Nandkishore Taori (DIN: 02105094) was constituted to specifically look into the redressal of shareholder and investor complaints such as transfer of shares, non-receipt of balance sheet, transfer/transmission and de-materialization related matters etc.

Pursuant to the provisions of the Companies Act, 2013, the Committee was re-named as the 'Stakeholders' Relationship Committee' to, *inter alia*, consider and resolve grievances/complaints of security holders of the Company.

During the year, the committee met four (4) times. All the members were present in all the committee meetings.

During the year, Six (6) complaints were received and the same were replied to the satisfaction of shareholders. As on 31st March, 2014, there were Nil complaints pending with the Company.

VI. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

During the year, your directors have constituted the Corporate Social Responsibility Committee comprising Mr. Aditya Malhotra (DIN: 02191303) (Chairman), Mr. Vinod Kumar Uppal (DIN: 00897121) and Mr. Yogesh Kapur (DIN: 00014385). The Committee has been entrusted with the responsibility of formulating and recommending to the Board, a Corporate Social Responsibility Policy (CSR Policy)

indicating the activities to be undertaken by the Company, monitoring the implementation of the framework of the CSR Policy and recommending the amount of expenditure to be incurred on the CSR activities.

VII. SUBSIDIARY MONITORING FRAMEWORK

The Company has nominated its representative on the Board of material Subsidiary Company and it also monitors its performance inter alia, by the following means:

- a) Financial Statements, in particular the investments made by the unlisted Subsidiary Companies, are reviewed by the Audit Committee of the Company.
- b) Minutes of the meetings of the unlisted Subsidiary Companies are placed before the Company's Board.
- c) A statement containing significant transactions and arrangements entered into by the unlisted Subsidiary Companies is placed before the Company's Board.

VIII. COMPLIANCE OFFICER

The Board has designated Ms. Jyoti Mishra, Company Secretary as Compliance Officer of the Company.

IX. GENERAL BODY MEETINGS

The last three Annual General Meetings were held as under:-

YEAR	DATE & TIME	LOCATION	WHETHER SPECIAL RESOLUTION(S) WERE PASSED
2010-11	30 th September, 2011 at 10.00 A.M.	At the Registered Office at Rajgangpur- 770017 (Orissa)	No Special resolution was passed
2011-12	28 th September, 2012 at 10.00 A.M.	At the Registered Office at Rajgangpur- 770017 (Orissa)	No Special resolution was passed
2012-13	27 th September, 2013 at 10.00 A.M.	At the Registered Office at Rajgangpur- 770017 (Orissa)	No Special resolution was passed

The Last Annual General Meeting of the Company was held on 27th September, 2013 at 10.00 a.m. at the registered office of the Company situated at Rajgangpur- 770017 (Orissa). The meeting was chaired by Mr. Yogesh Kapur, Director of the Company.

During the year, no resolution was passed through Postal Ballot.

X. DISCLOSURES

(A) Basis of related Party Transaction

The details of all materially significant transactions with related parties are periodically placed before the audit committee. The Company has entered into related party transactions as set out in the Notes to Accounts, which are not likely to have conflict with the interest of the Company at large.

(B) Whistle Blower Policy

The Company encourages an open door policy where its employees have access to the Head of the business/function. In terms of Company's Code of Conduct, any instance of non adherence to the code/ any other observed unethical behavior are to be brought to the attention of the immediate reporting authority, who is required to report the same to the Head of Corporate Human Resources.

We hereby affirm that no personnel have been denied access to the audit committee.

Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years — Nil.

The Company has complied with all mandatory requirements of Clause 49 of the Listing agreement.

Further, the Company has also complied with non-mandatory requirement relating to establishing the Whistle Blower Policy.

(C) Code of Conduct and Ethics for Directors and Management Personnel

The Board has prescribed a Code of Conduct ("Code") for all Board members and senior management of the Company. The Code has been posted on the website of the Company (www.oclsteel.in). All Board members and senior management personnel have confirmed compliance with the Code for the financial year 2013-14. A declaration to this effect signed by the Managing Director of the Company forms part of this Annual Report.

(D) Disclosure of Accounting Treatment

In the preparation of financial statements for the year ended 31st March, 2014 there was no treatment different from that prescribed in Accounting Standards that had been followed.

(E) Board Disclosures – Risk Management

The Company has laid down procedures to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management controls risk through means of properly defined framework.

(F) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.

During the year under review, there were no proceeds from Public issues, Rights issues or Preferential issues etc.

XI. MEANS OF COMMUNICATION

During the year under review, the Un-audited Financial Results for quarter ended 30th June, 2013, 30th September, 2013, 31st December, 2013 and Audited results for the quarter and year ended 31st March, 2014 have been published in English (Business Standard) and also in a vernacular language newspaper (Utkal Mail Odisha).

In addition, the Company uploads its Financial Results, Shareholding Pattern and other information on its website i.e. www.oclsteel.in.

NSE Electronic Application Processing System (NEAPS): NEAPS is a web based application designed by NSE for Listed Entities. The Shareholding Pattern, Corporate Governance Report, Financial Results, Corporate Announcements and Reconciliation of Share Capital Audit Report are filed electronically on NEAPS.

The Company had submitted all compliances for each quarter and the year ended on 31st March, 2014 on the aforesaid BSE online portal – BSE Corporate Compliance & Listing Center.

XII. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A Management Discussion and Analysis Report is given by means of a separate annexure and forms part of this Annual Report.

XIII. GENERAL SHAREHOLDERS' INFORMATION

A) GENERAL INFORMATION

Registered Office	Vill. Lamloi, P.O. Garvana, Rajgangpur:- 770 017, Distt: Sundargarh, Orissa.
Plant Location	1. Vill. Lamloi, P.O. Garvana, Rajgangpur:- 770 017, Distt: Sundargarh, Orissa. 2. A-285, Chopanki Industrial Area, Chopanki, Bhiwadi, District - Alwar, Rajasthan - 301 019. 3. Plot No. SP-256, Industrial Area, Kaharani (Bhiwadi Extn.) Rajasthan - 301 019
Annual General Meeting: Day/Date/Time/Venue:	Tuesday, the 30 th September, 2014 at 10.00 AM Vill. Lamloi, P.O. Garvana, Rajgangpur:- 770 017, Distt: Sundargarh, Orissa.
Financial Year	1 st April to 31 st March
Book Closure	22 nd September, 2014 to 30 th September, 2014

Equity Dividend payment date	N/A
Listing on Stock Exchanges	<p>1. BOMBAY STOCK EXCHANGE LIMITED Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001.</p> <p>2. NATIONAL STOCK EXCHANGE OF INDIA LTD. Exchange Plaza (5th Floor), Plot No. C/1, G-Block Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.</p> <p>The Company has paid the Listing fee for the year 2014-15 to BSE & NSE within the stipulated time.</p>
ISIN CODE	INE196J01019
Stock Code Equity Share: BSE NSE	533008 OISL

B) Tentative Calender for the Financial Year 2014-2015 (subject to change)

PARTICULARS	DATES
First Quarter Results	Mid of August, 2014
Second Quarter Results	Mid of November, 2014
Third Quarter Results	Mid of February, 2015
Fourth Quarter and the year ended Results	Up to end of May, 2015

The Company's quarterly Un-audited Financial Results are subjected to Limited Review by Statutory Auditors and Annual results are subjected to Audit by the Statutory Auditors. Quarterly Un-audited and Annual Audited Financial Results are published in the requisite newspapers and also forwarded to the Stock Exchanges.

C) Dematerialisation of shares and liquidity

As on 31st March, 2014, 12,97,86,612 Equity Shares representing 96.75% of the Company's Equity Share Capital are in dematerialized form. The Equity Shares of the Company are actively traded on BSE and NSE.

D) Share Transfer System

Pursuant to directions of SEBI, the facility to hold the Company's shares in electronic form is available to the shareholders as the Company is registered with both Depositories namely NSDL & CDSL. Share Transfer documents for physical transfer and requests for dematerialisation of shares should be sent to Company's Registrar and Share Transfer Agents.

E) Registrar & Share Transfer Agent

CB Management Services (P) Limited
P -22, Bondel Road,
Kolkata - 700 019 (West Bengal)
Tel No: +91 33 22806692-94/22802486,
Fax No: +91 33 22870263
Email: rta@cbmsl.com,
Website: www.cbmsl.com

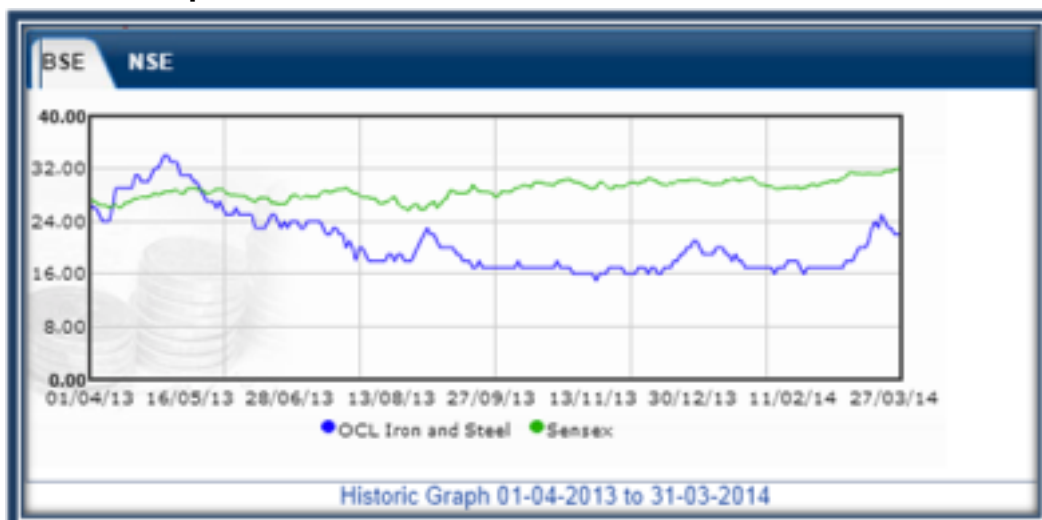
F) Market price data

Monthly High/Low prices per share during the Financial Year 2013-2014

Months	BSE		NSE	
	High (Rs.)	Low (Rs.)	High (Rs.)	Low (Rs.)
April, 2013	33.90	23.60	32.00	23.00
May, 2013	34.50	24.70	34.85	24.55
June, 2013	26.50	22.10	26.30	22.10
July, 2013	24.65	18.15	25.25	22.10
August, 2013	23.35	17.50	23.45	17.80
September, 2013	22.50	16.25	22.35	16.30
October, 2013	17.95	16.10	17.90	15.75
November, 2013	17.30	15.00	17.35	15.05
December, 2013	21.50	15.35	20.00	15.95
January, 2014	21.00	16.25	19.90	16.25
February, 2014	17.95	15.05	18.00	15.75
March, 2014	25.75	16.20	25.40	16.10

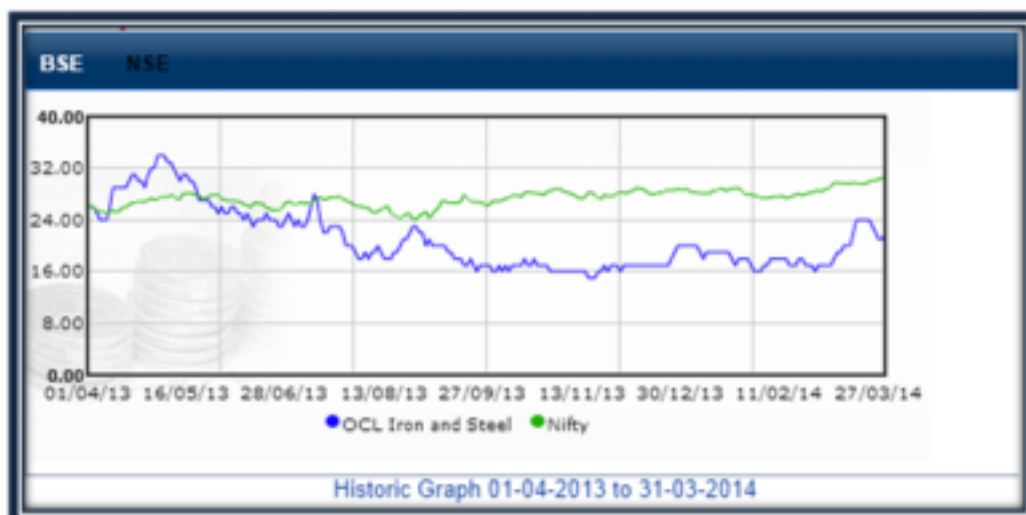
BOMBAY STOCK EXCHANGE

Historic Graphs



NATIONAL STOCK EXCHANGE

Historic Graphs



G) Shareholding pattern as on 31st March, 2014

Category	Number of Shares held	(%) Percentage of Shareholding
Promoters	100607370	75.00
Mutual Funds/ UTI	57000	0.04
Financial Institutions / Banks	187500	0.14
Foreign Institutional Investors	4924302	3.67
Bodies Corporate	11801088	8.80
Resident Individuals	15643722	11.66
Non-Resident Individual	842797	0.63
Foreign National	51240	0.04
Clearing Member	28141	0.02
TOTAL	134143160	100

H) Distribution of Shareholding as on 31st March, 2014

Range of Shares	No. of Holders	No. of Shares
Upto 5000	8809	6910599
5001-10000	399	2829348
10001-20000	201	2766150
20001-30000	43	1033799
30001-40000	26	931883
40001-50000	10	455683
50001-100000	31	2220019
100001 and above	26	116995679
Total	9545	134143160

I) Information for Debenture Holders

During the year, 9.20% Non Convertible Debentures amounting to Rs. 35 crores issued to Life Insurance Corporation of India (LIC) have been redeemed. The Company has not issued any other debentures.

J) Outstanding GDRs/ADRs/Warrants/or any Convertible instruments, Conversion date and likely impact on equity

Till date the Company has not issued any ADR/GDR/Warrant or any other convertible instruments.

K) Investors' Correspondence may be addressed to:

Ms. Jyoti Mishra
Company Secretary & Compliance Officer
Vill. Lamloi, P.O. Garvana,
Rajgangpur - 770 017
Distt: Sundargarh, Orissa,
E-mail: grievance@oclsteel.in

**By Order Of The Board
FOR OCL IRON AND STEEL LIMITED**

**Sd/-
(Yogesh Kapur)
Chairman
DIN: 00014385**

Place : New Delhi
Dated : 3rd September, 2014

AUDITORS' REPORT ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

**To
The Shareholders
OCL IRON AND STEEL LIMITED**

We have examined the compliance of conditions of Corporate Governance by OCL Iron and Steel Limited for the Financial Year ended on 31st March, 2014 as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied in all material respects with the conditions of corporate governance as stipulated in the above-mentioned Listing Agreement.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we state that the Stakeholders' Relationship Committee has maintained records to show the Investors Grievance and certify that as on 31st March, 2014, there were no investors grievance remaining unattended/pending for more than 30 days.

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

**For A.C. Gupta & Associates
Chartered Accountants
Firm Regn. No. 008079N**

Place : New Delhi
Date : 3rd September, 2014

Sd/-
A.C. Gupta
Partner
Membership No. 008565

DECLARATION REGARDING CODE OF CONDUCT BY CEO UNDER CLAUSE 49 OF THE LISTING AGREEMENT

As required under Clause 49 of the Listing Agreement with Stock Exchanges, it is hereby confirmed that for the year ended 31st March, 2014, the Directors of OCL Iron and Steel Limited have affirmed compliance with the Code of Conduct for Board Members as applicable to them and members of the senior management have affirmed compliance with Code of Conduct as applicable to them.

Place : New Delhi
Date : 3rd September, 2014

Sd/-
Nandkishore Taori
Managing Director
DIN: 02105094

CEO AND CFO CERTIFICATION

We, Nandkishore Taori, Managing Director and T.K. Laskar (AVP), Finance & Accounts responsible for the finance functions certify to the Board that:

- a) We have reviewed the financial statements and Cash Flow Statement for the year ended 31st March, 2014 and to the best of our knowledge and belief:
 - I. these statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading;
 - II. these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- b) To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2014 are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- d)
 - I) There has not been any significant change in internal control over financial reporting during the year under reference;
 - II) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and
 - III) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place : New Delhi
Date : 3rd September, 2014

Sd/-
T.K. Laskar
AVP (Finance & Accounts)

Sd/-
NandKishore Taori
Managing Director

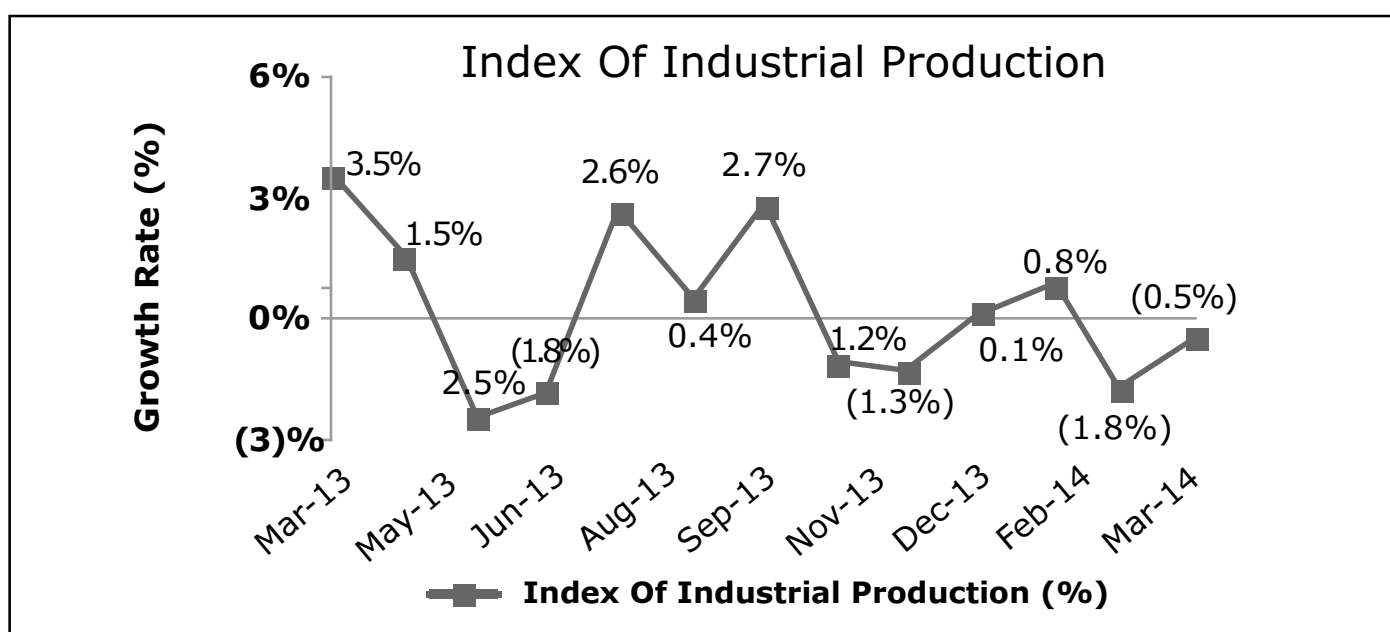
MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Macroeconomic Overview

a) Indian Economy

India's GDP growth rate was at sub 5% levels for the second consecutive year. The Indian economy continued to remain under pressure due to subdued industrial activity, low investment levels in infrastructure projects and weak business sentiment. Domestic demand faced challenges due to higher import costs as a result of a weaker Indian Rupee. The Index of Industrial Production (IIP) recorded a decline of 0.1% in FY2014 compared to a growth of 1.1% in FY2013.

The Indian Rupee depreciated in the early part of the year, impacting the prospects of an economic recovery. However, the Rupee has recently appreciated as a result of firm measures by the RBI and foreign capital inflows. Upcoming economic reforms and increasing political stability in India are encouraging. The Indian economy is expected to perform better in FY2015 as reflected in the improving business environment and recovery expectations in the industrial production. The World Bank has projected an economic growth rate for India of 5.7% in FY2015, due to a more competitive exchange rate and significant investments going forward.



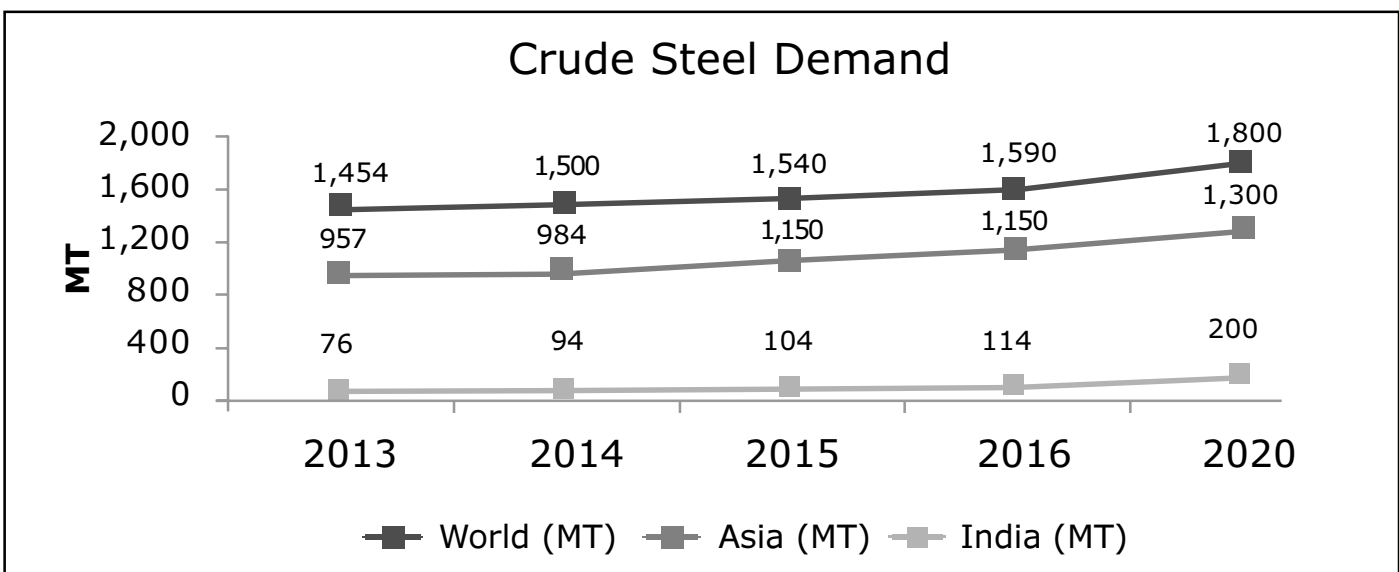
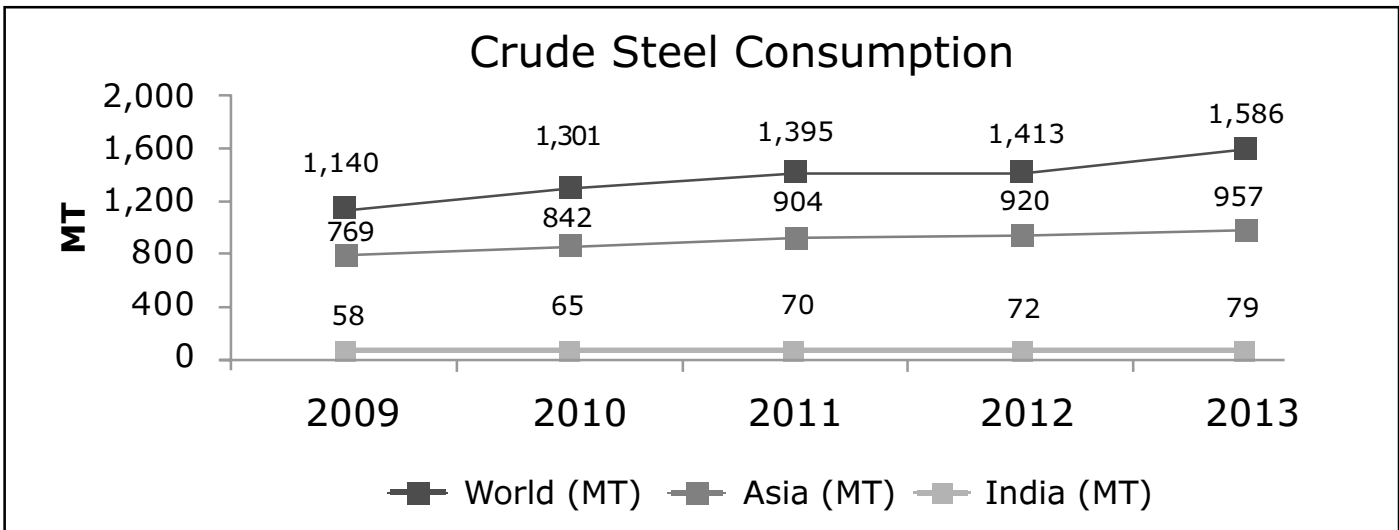
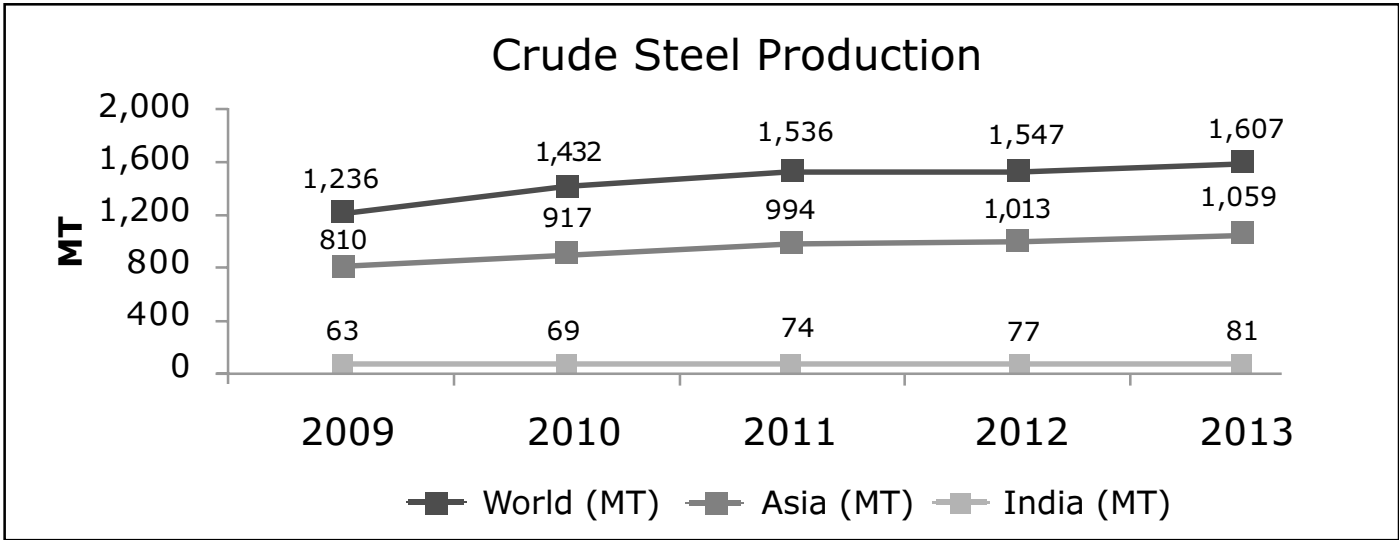
b) Steel Industry

World crude steel production for the year 2013-14 was 1,592 million MT, an increase of 4.1% compared to the same period last year. Global steel consumption was impacted by the overall volatile demand environment and weak business sentiment. Steel production in India grew to 82 million MT in 2013-14, an increase of 3.9% y-o-y.

India has become a net steel exporter in 2013-14 and is likely to maintain the momentum in 2014-15. Infrastructure (63%), Engineering (22%) and Automobile (10%) are the major steel consuming sectors in India. India's per capita steel consumption remained low at 61 kg, as compared to the World average of 217 kgs. The level of per capita consumption of steel is treated as an important index of the level of socio-economic development in a country. About 60% of the steel production in India is through the Blast Furnace route and approximately 33% through the DRI route.

Whilst the existing steel plants in India are being modernised or expanded, a large number of new steel plants have also come up in different parts of India based on cost-effective and state-of-the-art technologies. Steel demand in India is expected to grow from 76 million TPA in 2013 to 200 million TPA by the year 2020 at an average growth rate of 20%. For the same period, Asian countries are expected to grow at 4.5% and the World at 3%.

The Government of India has planned to increase infrastructure spending from current 5% of GDP to 10% by the year 2017 and committed to invest \$1 trillion (Rs. 60,00,000 Crores) in infrastructure during the XII Five Year Plan. National Manufacturing Policy envisages the share of manufacturing in GDP to increase from 14% in the year FY2013 to 25% by the year 2025. As a result, finished steel consumption is expected to be in the range 230-255 million TPA by the year 2025.



2. Business Overview

OCL Iron & Steel Ltd (OISL) has a steel plant located in Rajgangpur in the state of Odisha. It is engaged in the business of manufacturing of steel (i.e. steel billets and DRI), cold rolling mill for higher value steel products and power generation. The facilities include sponge iron, steel billets and a captive power plant. Supporting facilities include coal washery, iron ore beneficiation plant and iron ore crusher.

Plant is located in the iron ore and coal rich East India. The Company has government allocated iron ore mines and coal blocks in close proximity. OISL's ISO-9000 compliant plants produce steel billets through DRI and induction furnace route. Steel billets are used across a range of end consumer markets. The Company has its own captive power plant and coal washery.

OISL has recently also established a high pressure moulding foundry, also known as 'Green Sound Foundry'. The end products are primarily used in tractors, construction equipment, commercial vehicles and passenger vehicles. Key products include axle casing, trumpet, swivel hub, axle arm, planetary carrier, axle housing, GB housing, crankcase, brackets and trunion bracket.

Recent Expansions

The Company has made capacity expansions at the Coal Washery, Sponge Iron, Steel Billet, Rolling Mill and Captive Power Plant divisions in Odisha. Along with that, the company has also established a brand new foundry for automotive and non-auto applications. Additionally, the company has also commissioned a cold rolling mill.

Segment-Wise/ Product- Wise Overview

❖ Direct Reduced Iron/ Sponge Iron (DRI):

The Company produces DRI primarily for captive consumption, and surplus if any, is used for direct sales.

❖ Steel:

OISL primarily produces steel billets which are used across a wide range of end consumer markets. Going forward, OISL expects to increase its utilization levels across its plants and significantly enhance contribution from higher value-added steel products. The Company has been registered under clean development mechanism (CDM) in terms of article 12 of the Kyoto protocol, with MOEF & UNFCCC.

❖ Cold Rolling Mill

The Company has established a cold rolling facility, located in Rajasthan, which is equipped with an imported 3-station cold rolling mill and a straightening & cutting machine. The plant's input is in the shape of round wire rods and output in the form of profile sections. This facility includes in-house laboratory for complete mechanical and chemical analysis of incoming steel. The operations team is trained in Korea for the operation of the mill. The market segment catered by the facility also includes the auto component industry.

❖ Ferrous Foundry

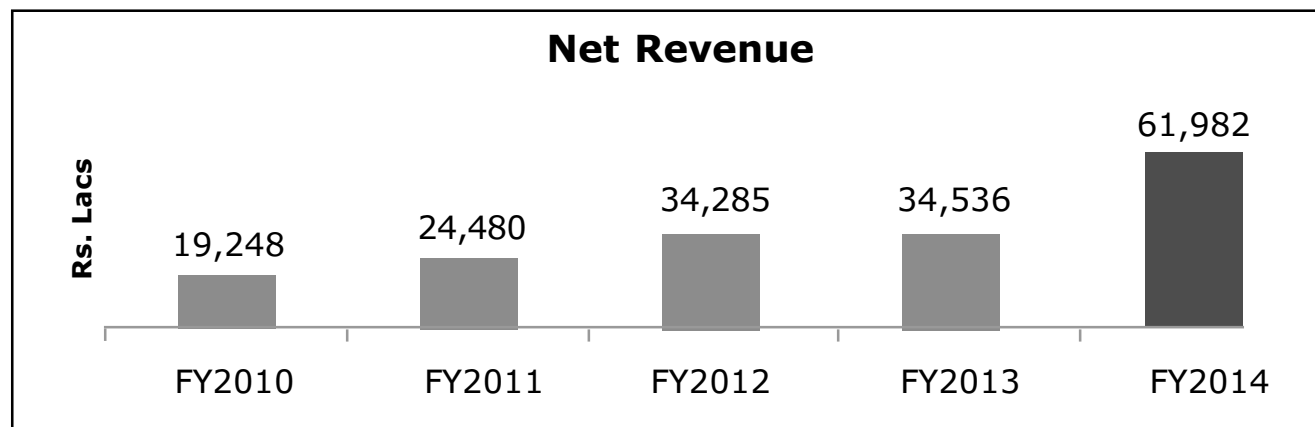
To meet the future market demand of quality iron castings, OISL has recently set up a casting manufacturing unit in Rajasthan. The project has been commissioned on a 14 acre land parcel in the RIICO Industrial Area, Rajasthan. The manufacturing facility has state-of-the-art technology and machinery. Technical knowhow is being supported by Kunkel Wagner Germany, Inductotherm India Pvt Limited, Disa India Limited, Suzhou Foundry-China, Siemens and other companies of international repute. The end products are primarily used in the manufacturing of tractors, construction equipment, commercial vehicles and passenger vehicles. Key products include axle casing, trumpet, swivel hub, axle arm, planetary carrier, axle housing, GB housing, crankcase, brackets and trunion bracket.

❖ Power:

All of the Company's power requirements are met through its captive power plant. Power is generated through waste heat recovery boilers (WHRB), AFBC boiler and the turbo generator. WHRB produces steam using the waste gas from DRI manufacturing process and AFBC uses rejects from the coal washery to produce steam, which is used for power generation in the turbo generator.

3. Financial performance

During FY2014, the Company achieved Revenue of Rs. 61,981.92 lacs compared to Rs. 34,535.77 lacs in the previous year. EBITDA stood at Rs. 5,393.08 lacs compared to Rs. 2,574.53 lacs in previous year.



Balance Sheet

● Capital employed

The capital employed in the business stood at Rs. 2,29,185.54 lacs as on March 31, 2014 as compared to Rs. 2,12,676.44 lacs as on March 31, 2013. This increase was primarily driven by increase in shareholders' funds and long-term borrowings.

● Shareholders' Funds

The authorized equity share capital of the company is Rs. 3,400 lacs with an equity share of Rs. 1 each and the authorized preference share capital of the company is Rs. 7,000 lacs with a preference share of Rs. 10 each which remained unchanged during the year. The paid up share capital as of March 31, 2014 was Rs. 6,641.93 lacs. As of March 31, 2014 OISL had reserves and surplus of Rs. 56,886.67 lacs with net worth of Rs. 63,528.60 lacs.

● Total debt

As of 31st March 2014, the Company had a total debt of Rs. 1,65,656.95 lacs. This includes long term debt of Rs. 1,44,280.86 lacs and short term debt of Rs. 21,376.09 lacs.

● Cash and cash equivalents:

Cash and cash equivalents balances include balances with bank in current account and term deposits. The cash and bank balance as of March 31, 2014 was Rs. 13,314.20 lacs as compared to Rs. 8,966.77 lacs as of March 31, 2013.

4. Challenges to overcome

- ❖ Land acquisition and environmental regulations
- ❖ Availability of coking coal and iron bearing raw material
- ❖ Adequate supplies and pricing of domestic iron ore
- ❖ Dual pressures of excess capacity in global steel industry and higher raw material costs
- ❖ Slow growth in automotive industry particularly in the passenger vehicle segment
- ❖ Unseasonal rainfall and subdued non-agricultural demand affecting tractor demand

5. Human Resource and Industrial Relations

OISL has been following the best practices for retaining talent across the organization. OISL provides high quality on-the-job training opportunities for its employees. Strengthening of the internal communication with employees has always been the priority. Employees are rewarded in line with their performances, thereby creating a healthy working environment by appropriately incentivizing and motivating people. The Company has started an empowerment programme for a section of employees as a major step towards human resource development.

The Company had more than 600 employees as on 31st March, 2014 which includes contractor, departmental, contractual, trainees and staff executives. Industrial relations remained cordial during the year.

6. Outlook

The global steel industry is expected to be impacted by over capacity and margin pressures in the midterm. Overall steel demand in the developed economies is expected to grow over 2% in 2014 and 2015. The developing and emerging economies are likely to grow relatively faster. The World Steel Association has forecasted steel demand in India to grow by 3.3% to 76.2 million MT in 2014. This is primarily driven by an improved outlook for the construction and manufacturing sectors. However, there will be continued constraints due to inflation and structural issues.

7. Risks and concerns

In 2014, global steel demand is forecasted to grow faster at about 3.3%. But despite the optimism, today's challenging economic conditions demand a reassessment of risks and opportunities at each stage of the steel value chain.

While there are signs that the outlook for demand is slowly improving, excess capacity remains the biggest threat to the steel sector. Moreover, the announced addition of capacity by key industry players through 2020 shows that investment is still increasing rapidly. To counteract the increasing levels of investment in steel making capacity, some of the industry capacity may need to be consolidated over the next decade for the industry's profit margin to reach a sustainable level. This will also raise capacity utilization rates for the sector globally.

Within India, the other challenges that the industry is currently addressing included delays in approvals and statutory clearances, competition from the unorganised markets; product pricing, higher cost of financing and complex land acquisition issues.

As key steel makers increase their ability to survive in tough times, we will see increased market competition in nearly all products especially as focus shifts to high-value, higher margin steel products.

Management does not perceive any major technological, environmental or financial risks for the company in the near future.

<p>STRENGTHS :</p> <ul style="list-style-type: none"> ✓ Significant iron bearing raw material reserves ✓ Large and trained human resources ✓ Long term infrastructure policies ✓ Good market reputation ✓ Strong order book ✓ State of the art facilities ✓ Auto/Steel diversification 	<p>WEAKNESSES:</p> <ul style="list-style-type: none"> ✓ Inadequate logistics support ✓ Lack of co-ordination among industry and education system ✓ Dependency on imported coking coal
<p>OPPORTUNITIES :</p> <ul style="list-style-type: none"> ✓ Untapped and growing markets ✓ Exposure to export markets ✓ Good investment structure ✓ Growth visibility in GDP ✓ Growth in per capita consumption ✓ Encouraging government policies ✓ Improving consumer sentiment post elections and extension of the recent excise duty cut to benefit passenger vehicles ✓ New product launches by auto OEMs 	<p>THREATS :</p> <ul style="list-style-type: none"> ✓ Delays in approvals and statutory clearances ✓ Unorganised markets and production hubs across the country ✓ High interest rates ✓ Complex land acquisition issues ✓ Cyclical nature of the steel demand ✓ Foreign currency fluctuation risk

8. Internal control system and their adequacy

The Company has in place adequate systems for the management of internal control processes, commensurate with the nature of its business and the size and complexity of its operations. The Risk Management Committee has documented control procedures covering all aspects of key financial and operating functions. The Company's internal control systems provide for:

- Adherence to applicable accounting standards and policies
- Accurate recording of transactions with internal checks, prompt reporting and timely action
- Compliance with applicable statutes, policies, listing requirements and management policies and procedures
- Review of capital investments and long term business plans
- Periodic review meetings to guide optimum utilization of resources
- Effective use of resources and safeguarding of assets

The Audit Committee is also provided necessary assistance and information to enable it to identify and address any business operating concerns at an early stage. The committee regularly reviews the status of the implementation of operating changes, if any, which are then reported to the Directors.

9. Our Social Responsibility

OISL believes in actions that could benefit the society at large. During the year, the Company undertook many social initiatives which represent the core values that it works with. The CSR Team at OISL takes care of sustainable development by working towards 1) eradicating extreme hunger and poverty 2) promoting education 3) gender equality and empowering women 4) combating diseases 5) environmental sustainability 6) social welfare 7) imparting vocational skills and 8) contribution to government funds such as Chief Minister's Relief Funds for calamity hit regions.

10. Cautionary Statement

Statements in the management discussion and analysis report describing the Company's objectives, projections, estimates, expectations may be "forward-looking statements" within the meaning of applicable laws & regulations. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/ supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the government regulations, tax laws and other statutes and other incidental factors.

Independent Auditor's Report

To
The Members,
OCL Iron and Steel Limited

Report on the Financial Statements

We have audited the accompanying financial statements of OCL Iron and Steel Limited as at 31st March 2014, which comprises the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the financial Statements

Management is responsible for 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 Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"), read with General Circular 15/2013 dated 13 September 2013, issued by the Ministry of Corporate Affairs, in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, 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.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) in the case of Statement of Profit and Loss, of the **profit** 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, 2003 ("the Order") as amended issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a) we have 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 the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d) in our opinion, the Balance Sheet, Statement of Profit and Loss and the Cash Flow Statement comply with the Accounting Standards referred to in sub section (3C) of section 211 of the Companies Act, 1956; read with General Circular 15/2013 dated 13 September 2013, issued by the Ministry of Corporate Affairs, in respect of Section 133 of the Companies Act, 2013.
- e) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For A.C Gupta & Associates
Chartered Accountants

Sd/-
(A.C. GUPTA)

Partner

Membership No. 8565

Firm Regd. No. 008079N

Place : New Delhi
Dated : 29th May, 2014

ANNEXURE TO INDEPENDENT AUDITOR'S REPORT REFERRED TO IN POINT 1 OF PARAGRAPH 5 OF OUR REPORT OF EVEN DATE OF OCL IRON AND STEEL LIMITED FOR THE YEAR ENDED 31st March 2014

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) As explained to us, fixed assets, according to the practice of the Company, have been physically verified by the management at reasonable intervals. In our opinion, the frequency of physical verification of fixed assets is reasonable having regard to the size of the company and nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such physical verification.
- (c) During the year, the company has not disposed off any of the fixed assets and the going concern status of the company is not affected.
- (ii) (a) The inventories has been physically verified during the year by the management. In our opinion, the frequency of physical verification is reasonable.
- (b) The procedure for physical verification of the inventories followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.
- (c) In our opinion, the company has maintained proper records of inventories. The discrepancies noticed on verification between the physical stocks and the book records were not material & the same have been properly dealt with in the books of account.
- (iii) (a) The Company, during the year under report, has granted loan and advances to one of its subsidiary covered in the register maintained under Section 301 of the Companies Act, 1956.
 1. During the year Company has granted loan aggregating Rs. 6820.00 lacs the balance at the end of the year & the maximum amount involved during the year was Rs. 13625.00 lacs.
 2. In our opinion & according to the information & explanations given to us, the rate of interest, where-ever applicable & other terms & conditions are not prima-facie prejudicial to the interest of the company.
 3. In respect of the loan granted to its subsidiaries, the loan is interest free & being repayable on demand are not overdue.
- (b) According to the information and explanations given to us, the Company has not taken any loans, secured or unsecured from Companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, the provisions of

clause 4(iii) (e) to (g) of the Order are not applicable to the Company and hence not commented upon.

- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchase of inventories, consumable stores, fixed assets and with regard to sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
- (v) (a) According to the information and explanations given to us, we are of the opinion that the particulars of contracts or arrangement referred to in section 301 of the act has been entered in the register required to be maintained under section 301 of the Companies Act, 1956.
- (b) In our opinion and according to the information & explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies act, 1956 & exceeding the value of Rs. 5.00 lacs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- (vi) The company has not accepted public deposits within the meaning and provisions of sec 58A and 58AA of the companies Act, 1956.
- (vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- (viii) The Central government has prescribed maintenance of cost accounting records under section 209 (1) (d) of the Companies Act, 1956. However, we are neither required to carry out nor have carried out any detailed examination of such accounts & records.
- (ix) (a) The company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employees state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and other material statutory dues applicable to it.
- (b) The disputed statutory dues aggregating to Rs 1620.70 lacs, which have not been deposited on account of matters pending before appropriate authorities are as under:

S.No	Name of the Statute	Nature of Dues	Period to which it relates	Forum where dispute is pending	Amount (in Lacs)
1.	Central Sales Tax	CST	2002-03	Orissa Sales Tax Tribunal	1.00
2.	Central Sales Tax	CST	2004-05	Orissa Sales Tax Tribunal	79.33
3.	Orissa VAT	VAT	2005-06	Addl. Commisioner of Sales Tax, Orissa, Cuttack	117.89
4.	Orissa VAT	VAT	2006-07	Addl. Commisioner of Sales Tax, Orissa, Cuttack	36.17
5.	Central Sales Tax	CST	2006-07	Commisioner of Sales Tax, Orissa, Cuttack	8.98
6.	Orissa Entry tax	State Entry tax	2002-03	Orissa Sales Tax Tribunal	0.08
7.	Orissa Entry tax	State Entry tax	2006-07	Addl. Commisioner of Sales Tax, Orissa, Cuttack	3.05
8.	Orissa Entry Tax	State Entry Tax	2007-08	Commisioner of Sales Tax, Orissa, Cuttack	23.55
9.	Central service tax	Service Tax	2008-10	Commissioner, Commissionerate Office, Bhubaneswar	275.73
13.	Central Service Tax	Service Tax	2006-07 To 2011-12	Addl. Commissioner, (Adjn.) Commissionerate Office, Bhubaneswar	30.00

14.	Central Excise Tax	CENVAT	2005-06	Asst. Commissioner, Division Office	1.59
15.	Central Sales Tax	CST	2010-11	Dy.commissioner Of Sales Tax	209.84
16.	Cst/Oet	CST/OET	2005-06	Sto	4.24
17.	Orissa Vat	VAT	2007-08	Commissioner Of Sales Tax, Orissa	6.57
18.	Orissa Vat	VAT	2009-10	Addl. Commissioner Of Sales Tax,Orissa Cuttack	25.01
19.	Central Sales Tax	CST	2011-12	Addl. Commissioner Of Sales Tax, Orissa Cuttack	139.91
20.	Central Sales Tax	CST	2007-10	Commissioner Of Sales Tax, Orissa Cuttack	33.64
21.	Orissa Entry Tax	State Entry Tax		Commissioner Of Sales Tax, Orissa Cuttack	4.07
22.	Orissa Vat	VAT	20011-13	Addl. Commissioner Of Sales Tax,Orissa Cuttack	37.67
23.	Central Sales Tax	CST	2011-13	Addl. Commissioner Of Sales Tax, Orissa Cuttack	561.80
23.	Orissa Entry Tax	State Entry Tax		Commissioner Of Sales Tax, Orissa Cuttack	20.58
			Total		1620.70

- (x) The company has not any accumulated losses at the end of the financial year 31st March, 2014. And it has not incurred any cash losses in current financial year and immediately preceding financial year.
- (xi) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to banks, financial institutions or debenture holders.
- (xii) The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause of 4(xiii) of the Companies (Auditors' Report) Order, 2003 are not applicable to the company.
- (xiv) In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditors' Report) Order, 2003 (as amended) are not applicable to the company.
- (xv) The company has not given guarantees for credit facilities taken by others from Banks or Financial Institutions, the terms and conditions thereof are not prejudicial to the interest of the company.
- (xvi) According to the information and explanation given to us, in our opinion, term loan availed by the company were, prima facie, applied by the company during the year under report for the purpose for which the term loans were obtained, other than temporary deployment pending applications.
- (xvii) According to the information and explanation given to us and on an overall examination of the balance sheet of the company, we report that no funds raised on short term basis have been

used for long term investment and no long term funds have been used to finance short term assets except permanent working capital.

- (xviii) During the year, the company has not made any Preferential allotment of shares to the parties and companies covered in the register maintained under section 301 of the Act.
- (xix) The company has not issued any debentures during the year and therefore the question of creating security / charge does not arise.
- (xx) According to information and explanation given to us and the records of the company examined by us, the Company has not raised any money by public issue during the year.
- (xxi) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

For A.C Gupta & Associates
Chartered Accountants

Sd/-

(A.C. GUPTA)

Partner

Membership No. 8565

Firm Regd. No. 008079N

Place : New Delhi
Dated : 29th May, 2014

Balance Sheet as on 31st March, 2014

Rs. In Lacs

Particulars	Note No	As At 31.3.2014	As At 31.3.2013
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	2	6,641.93	6,641.93
Reserves and Surplus	3	56,886.67	56,769.44
Non-Current Liabilities			
Long-Term Borrowings	4	1,44,280.86	146,985.51
Deferred Tax Liabilities (Net)	5	1,850.24	1,756.90
Long Term Provisions	6	130.70	106.98
Current Liabilities			
Short-Term Borrowings	7	3,847.47	3,227.84
Trade Payables	8	3,594.40	2,062.15
Other Current Liabilities	9	25,820.65	12,695.43
Short-Term Provisions	10	220.05	192.03
Total		2,43,272.97	2,30,438.21
ASSETS			
Non-Current Assets			
Fixed Assets			
	11		
Tangible Assets		103,318.81	13,917.78
Capital Work-in-Progress		26,651.35	66,564.26
		1,28,970.16	80,482.04
Non-Current Investments	12	19,855.00	19,855.00
Long Term Loans and Advances	13	63,100.05	1,04,152.45
Current Assets			
Inventories	14	8,143.81	7,388.11
Trade Receivables	15	2,728.61	2,331.37
Cash and Cash Equivalents	16	13,314.20	8,966.77
Short-Term Loans and Advances	17	7,123.37	7,201.85
Other Current Assets	18	37.77	60.62
Total		2,43,272.97	2,30,438.21

Significant Accounting Policies & Notes 1 to 32 Form Part of Financial Statements.

As per our report of even date attached.

For and on behalf of the Board

For A.C GUPTA & ASSOCIATES

Chartered Accountants.

Sd/-
A.C Gupta
Partner
Membership No.: 8565
Firm Regd. No. 008079N

Sd/-
N.K. Taori
Managing Director

Sd/-
Yogesh Kapur
Director

Sd/-
T.K. Laskar
AVP (Finance & Accounts)

Sd/-
Jyoti Mishra
Company Secretary

PLACE : New Delhi
DATE : 29th May, 2014

Statement of Profit and Loss for the year Ended 31st March, 2014

Rs. In Lacs

Particulars	Note No	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
Revenue from Operations	19	61,093.00	32,565.88
Other Income	20	888.92	1,969.89
Total Revenue		61,981.92	34,535.77
Expenses:			
Cost of Materials Consumed	21	51,398.09	29,424.57
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	22	903.47	(1,955.22)
Employee Benefit Expense	23	1,052.43	1,021.24
Finance Costs	24	3,200.12	835.61
Depreciation and Amortization Expense	25	1,859.18	1,058.66
Other Expenses	26	3,234.85	3,470.65
Total Expenses		61,648.14	33,855.51
Profit/(Loss) Before Tax		333.78	680.26
Tax Expense:		93.34	262.53
Net Profit/(Loss) After Tax for the Year		240.44	417.73
Earning per Equity Share: (Rupees)	30		
(1) Basic		0.09	0.22
(2) Diluted		0.09	0.22

Significant Accounting Policies & Notes 1 to 32 Form Part of Financial Statements.

As per our report of even date attached.
For A.C GUPTA & ASSOCIATES
 Chartered Accountants.

For and on behalf of the Board

Sd/-
A.C Gupta
 Partner
 Membership No.: 8565
 Firm Regd. No. 008079N

Sd/-
N.K. Taori
 Managing Director

Sd/-
Yogesh Kapur
 Director

PLACE : New Delhi
 DATE : 29th May, 2014

Sd/-
T.K. Laskar
 AVP (Finance & Accounts)

Sd/-
Jyoti Mishra
 Company Secretary

Cash Flow Statement for the year ended 31.03.2014

Rs. In Lacs

	For the year Ended 31.03.2014	For the year Ended 31.03.2013
A. Cash Flow From Operating Activities		
Profit/(Loss) before Tax	333.78	680.26
Adjustment for :		
Depreciation	1,859.18	1,058.66
Interest Expense	3,200.12	835.61
Operating Profit before Working Capital Changes	5,393.08	2,574.53
Adjustment for Working Capital Changes		
Inventories	(755.70)	(2,384.75)
Trade & Other Receivables	(397.24)	(744.93)
Other Current Assets	22.85	963.42
Short Term Loans & Advances	191.35	39,079.99
Current Liabilities and Long Term Provisions	(262.53)	(28,194.34)
Net Cash From Working Capital Changes	(1,201.27)	8,719.39
Cash Flow From Operating Activities	4,191.81	11,293.92
Income Tax (Paid) / Refund (incl TDS)	(77.74)	(242.54)
Net Cash Flow From Operating Activities	4,114.07	11,051.38
B. Cash Flow From Investing Activities		
Purchase of Fixed Assets	(91,260.21)	(470.49)
Adjustment to Capital Work in Progress and Capital Advance	85,927.53	(86,082.22)
Net Cash From Investing Activities	(5,332.68)	(86,552.71)
C. Cash Flow From Financing Activities		
Repayment of Secured Loans/Debenture	(8,300.00)	-
Proceed From Long Term Borrowing	16,550.00	7,000.00
Interest Expense	(2,560.75)	(835.61)
Preference Dividend and Dividend Tax	(123.21)	(123.21)
Net Cash Flow From Financing Activities	5,566.04	6,041.18
Net Increase/(Decrease) in Cash or Cash Equivalents	4,347.43	(69,460.15)
Opening Cash and Cash Equivalents	8,966.77	78,426.92
Closing Cash and Cash Equivalents	13,314.20	8,966.77

As per our report of even date attached.

For A.C GUPTA & ASSOCIATES

Chartered Accountants.

For and on behalf of the Board

Sd/-
A.C Gupta
Partner
Membership No.: 8565
Firm Regd. No. 008079N

Sd/-
N.K. Taori
Managing Director

Sd/-
Yogesh Kapur
Director

Sd/-
T.K. Laskar
AVP (Finance & Accounts)

Sd/-
Jyoti Mishra
Company Secretary

PLACE : New Delhi
DATE : 29th May, 2014

Note 1: SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS (ATTACHED TO AND FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2014)

1. Basis of Accounting

The financial statements are prepared under historical cost convention, on a going concern basis and in accordance with the applicable accounting standards prescribed in the Companies (Accounting Standards) Rules, 2006 issued by the Central Government, in consultation with the National Advisory Committee on Accounting Standards.

2. Use of Estimates

The preparation of financial statements requires management to make certain estimates and assumptions that affect the amounts reported in the financial statements and notes thereto. Differences between actual results and estimates are recognized in the period in which they materialize.

3. Fixed Assets

(a) Fixed Assets are stated at cost (net of cenvat) less accumulated depreciation and impairment loss, if any. The cost of assets comprise of purchase price and directly attributable cost of bringing the assets to working condition for its intended use including borrowing cost and incidental expenditure during construction incurred up to the date of commissioning.

(b) Capital work in Progress

Capital work in progress includes cost of assets at sites, construction expenditure, interest on the funds deployed and foreign currency exchange fluctuation .

4. Depreciation/Amortization

Depreciation on plant and machinery added in Steel & Power (other than sponge Iron Plant) is provided on straight line method and depreciation on all other assets is provided on reducing balance method. Rate of depreciation adopted are as specified in Schedule XIV of the Companies Act, 1956. Depreciation on additions is calculated prorata from the month of the addition. Assets costing up to Rs. 5000/- are depreciated fully in the year of purchase/capitalization.

5. Inventories.

Stock of finished and partly finished products are valued at lower of cost or net realizable value and for this purpose, cost is determined on the absorption costing method. Cost of finished goods includes excise duty. Raw Material, other inputs, stores and spares are valued at lower of cost (net of Cenvat) or net realizable value. Cost is determined on FIFO/ Weighted average basis.

6. Revenue Recognition and Accounting for Sales

(a) Revenue from sales is recognized at the point of dispatch to the customers when risk and reward stands transferred to the customers. Sales are net of trade discount, sales tax and excise duty.

(b) Interest income is recognized on time proportion basis

(c) All expenses and income are accounted for on accrual basis.

7. Treatment of Employees Benefits

The company makes regular contributions to duly constituted funds set up for Provident Fund and Family Pension Fund, which are charged to revenue. Provision to Gratuity Fund and provision for leave encashment are made on the basis of actuarial valuation.

8. Research and Development

Revenue expenses are charged off in the year in which it is incurred under the natural heads of accounts. Capital expenditure, when incurred is added to the cost of fixed assets.

9. Foreign Currency Transactions

- (a) Foreign Currency transactions are recorded at the exchange rate prevailing on the date of transaction/realization. Current assets/liabilities are restated at rates prevailing at the year end and resultant exchange difference is recognized in the profit and loss account.
- (b) Non Monetary items denominated in the foreign currency, (such as fixed assets) are valued at the exchange rate prevailing on the date of transaction.
- (c) Any gains or losses arising due to exchange differences arising on transaction or settlement are accounted for in the Profit and Loss Account.
- (d) Exchange Differences arising on revaluation of foreign currency loans relating to acquisition of fixed assets from outside India are adjusted against relevant fixed assets.
- (e) In the case of forward exchange contracts, the premium or discount arising at the inception of such contracts, is amortized as income or expense over the life of the contract as well as exchange difference on such contracts, i.e. difference between the exchange rate at the reporting/settlement date and the exchange rate on the date of inception/last reporting date, is recognized as income/expense for the period.

10. Tax on Income

- a) Provision for taxation is made on the basis of the taxable profits computed for the current accounting period in accordance with Income Tax Act, 1961.
- b) Provision is made for deferred tax for all timing differences arising between taxable income and accounting income at currently enacted or substantially enacted tax rates. Deferred tax assets are recognized, only if there is reasonable certainty that they will be realized and are reviewed for the appropriateness of their respective carrying values at each Balance Sheet date.

11. Provisions, contingent Liabilities and Contingent assets

Provisions involving substantial degree of estimation in measurement are recognized, when there is a present obligation as a result of past events and it is possible that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the Notes to Accounts. Contingent assets are neither recognized nor disclosed in the financial statements.

12. Impairment of Assets.

An asset is treated as impaired, when the carrying cost of asset exceeds its recoverable value. An impairment loss, if any, is charged to Profit and Loss account, in the year in which an asset is identified as impaired.

Notes on Financial Statements for the Year ended 31st March, 2014

Previous year figures have been regrouped/reclassified, wherever necessary to correspond with the current year classification/presentation.

Note : 2 Share Capital

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	AUTHORIZED CAPITAL		
	34,00,00,000 (Prev. Year 34,00,00,000) Equity Shares of Re.1/- each	3,400.00	3,400.00
	7,00,00,000 (7,00,00,000) Preference Shares of Rs.10/- each	7,000.00	7,000.00
		10,400.00	10,400.00
2	ISSUED, SUBSCRIBED & PAID UP CAPITAL		
	13,41,43,160 (Prev. Year 13,41,43,160) Equity Shares of Re.1/- each, fully paid up. Of the above, 13,36,43,160 Shares of Re.1/- each were issued to the Shareholders of OCL India Ltd during the year 2007-08 in terms of a scheme of arrangement	1,341.43	1,341.43
	5,30,05,000 (Prev. Year 5,30,05,000) 2% Non Cumulative Redemable preference shares of Rs.10/-each fully paid	5,300.50	5,300.50
	Total	6,641.93	6,641.93

Terms of redemption of Preference Shares

Preference Shares will not be redeemed before 10 years & not later than 12 years from the date of allotment i.e. August 2010 at such premium as may be decided by the board of directors in accordance with the provisions of Companies Act, 1956 or any re-enactment thereof.

2A RECONCILIATION OF SHARES

NO. OF SHARES (In Lacs)

S. No.	Particulars	As At 31.3.2014		As At 31.3.2013	
		No. of Share	Amount	No. of Share	Amount
a)	EQUITY SHARES				
	Shares outstanding at beginning of year	1,341.43	1,341.43	1,341.43	1,341.43
	Shares issued during the year	-	-	-	-
	Shares bought back during the year	-	-	-	-
	Shares outstanding at the end of the year	1,341.43	1,341.43	1,341.43	1,341.43
b)	PREFERENCE SHARES				
	Shares outstanding at the beginning of the year	530.05	5,300.50	530.05	5,300.50
	Shares issued during the year	-	-	-	-
	Shares bought back during the year	-	-	-	-
	Shares outstanding at the end of the year	530.05	5,300.50	530.05	5,300.50

2B 133,643,160 shares of Re. 1/- each allotted on 31.03.2008 for consideration other than cash Pursuant to the Scheme of Demerger

2C Name of Shareholders Holding more than 5% of Share Capital

	As At 31.3.2014		As At 31.3.2013	
	No. of Shares held (In Lacs)	%	No. of Shares held (In Lacs)	%
1 Equity Share				
Garima Buildprop Pvt Ltd	1,006.07	75%	1,006.07	75%
2 Preference Shares				
Brassco Estate Pvt. Ltd.	530.05	100%	530.05	100%

Note : 3 Reserve & Surplus

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Capital Reserve		
	Opening Balance	4,817.29	4,817.29
	Add: Addition during the year	-	-
	Less: Written back during current year	-	-
	Closing balance	4,817.29	4,817.29
2	Preference Shares Redemption Reserve		
	Opening Balance	1,590.15	1,060.10
	Add: Addition during the year	530.05	530.05
	Less: Written back during current year	-	-
	Closing balance	2,120.20	1,590.15
3	Securities Premium Reserve		
	Opening Balance	47,704.50	47,704.50
	Add: Addition during the year	-	-
	Less: Written back during current year	-	-
	Closing balance	47,704.50	47,704.50
4	Debenture Redemption Reserve		
	Opening Balance	765.64	656.26
	Add: Addition during the year	-	109.38
	Less: Written back during current year	765.64	-
	Closing balance	-	765.64
5	General Reserve		
	Opening Balance	-	-
	Add: Transfer from Debenture Redemption Reserve A/c	765.64	-
	Add: Current year transfer	-	-
	Less: Written back during current year	-	-
	Closing balance	765.64	-
6	Surplus (Profit & Loss Account)		
	Opening Balance	1,891.86	2,236.77
	Add: Profit for the year	240.44	417.73
	Less: Appropriations		
	Transferred to Debenture Redemption Reserve	-	109.38
	Transferred to Preference Share Redemption Reserve	530.05	530.05
	Dividend on Preference Share	106.01	106.01
	Tax on Dividend on Preference Share	17.20	17.20
	Closing balance	1,479.04	1,891.86
	Total	56,886.67	56,769.44

Note : 4 Long Term Borrowings**A) Secured loan**

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Bonds / Debentures		
	9.20% Secured Redeemable Non-Convertible Debentures (Redeemable during 2014-15 to 2016-17)	-	3,500.00
2	Term Loan		
	- From Bank	1,02,211.00	105,413.00
3	Foreign Currency Loans		
	- External Commercial Borrowing	42,069.86	38,072.51
	Total	1,44,280.86	146,985.51

Note:

Rupee Term Loan of Rs. 75,200 Lacs are secured by way of equitable mortgage on all immovable & immovable properties situated at Vill. Lamloi, P.O Garvana, Rajgangpur, Distt Sundergarh, Orissa ranking pari-passu inter-se save and except the prior charge in favour of banks entire current assets to secure working capital facilities.

Rupee Term Loan of Rs. 40,000 Lacs is secured by way of subservient charge on movable fixed assets of the project situated at Vill. Lamloi, P.O Garvana, Rajgangpur, Distt Sundergarh, Orissa.

External Commercial Borrowing/INR term loan of Rs. 42,069.86 Lacs & Rs 13,500 Lacs respectively, are secured by way of first ranking and exclusive security over all fixed assets of the project situated at Plot No-A-285 Chopanki Industrial Area, Chopanki, Distt-Alwar, Rajasthan and Plot No-SP-256 Industrial Area Kehrani, Distt-Alwar, Rajasthan.

Repayment Schedule

2015-16	33,763.98
2016-17	46,227.94
2017-18	43,102.94
2018-19	12,525.00
2020-21	8,661.00
	1,44,280.86

Note : There is no default in repayment of loans and payment of interest as on Balance sheet date.

Note : 5 Deferred Tax Liabilities (Net)

Rs. In Lacs

Break up of Deferred Tax	As At 31.3.2014	As At 31.3.2013
Liabilities		
- Depreciation	6,177.35	1,774.95
Assets		
- Others (i.e allowed on payment basis)	(4,327.11)	(18.05)
Net Liability / (Assets)	1,850.24	1,756.90

Note : 6 Long Term Provisions

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
	Provision from Employee Benefit		
	a) Gratuity	64.14	50.94
	b) Leave Encashment	66.56	56.04
	Total	130.70	106.98

Note : 7 Short Term Borrowings

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
	Secured		
1	Deposits/retention money	671.38	489.04
2	Working capital loans – From Bank & other Financial Institutions	3,176.09	2,738.80
	Total	3,847.47	3,227.84

Note: Working capital facilities are secured by hypothecation of raw material, semi-finished goods, stock-in-process, consumable stores and book debts of the Company.

Note : 8 Trade Payable

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Trade payable	2,360.58	955.41
2	Advance from customers	1,233.82	1,106.74
	Total	3,594.40	2,062.15

Note : 9 Other Current Liabilities

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
a)	Current maturities of long-term debt	18,200.00	3,248.00
b)	Interest accrued but not due on borrowings	639.37	594.84
c)	TDS and other taxes payable	397.47	501.65
d)	Unclaimed bonus	5.17	4.74
e)	Personnel expenses payable	132.56	99.53
f)	Other expense payable	155.40	124.53
g)	Other liabilities	6,290.68	8,122.14
	Total	25,820.65	12,695.43

Note : 10 Short Term Provisions

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Provision for dividend on preference shares	106.01	106.01
2	Provision for dividend tax on preference shares	17.20	17.20
3	Provision for Employee benefits		
	Provision for bonus	90.03	61.87
	Provision for gratuity	0.72	5.14
	Provision for leave encashment	6.09	1.81
	Total	220.05	192.03

Note : 11 Fixed Assets

Rs. in Lacs

Sr. No.	Particulars	Gross Block				Depreciation				Net Block	
		Value as on 01.04.13	Additions during the year	Deductions during the year	Value as on 31.03.14	Value as on 01.04.13	For the year	Written back	Value as on 31.03.14	WDV as on 31.03.14	WDV as on 31.03.13
A)	Tangible Assets										
1.	Land	1,215.63	2,382.00	-	3,597.63	-	-	-	-	3,597.63	1,215.63
2.	Building	4,174.49	7,759.27	-	11,933.76	623.69	246.86	-	870.55	11,063.21	3,550.80
3.	Plant and Equipment	13,889.56	81,074.42	-	94,963.98	4,859.28	1,587.99	-	6,447.27	88,516.71	9,030.28
4.	Furnitures & Fixtures	135.45	32.11	-	167.56	52.15	12.76	-	64.91	102.65	83.30
5.	Vehicles	68.75	12.41	-	81.16	30.98	11.57	-	42.55	38.61	37.77
	TOTAL (A) Current Year	19,483.88	91,260.21	-	1,10,744.09	5,566.10	1,859.18	-	7,425.28	1,03,318.81	13,917.78
	Previous Year	19,013.39	470.49	-	19,483.88	4,507.44	1,058.66	-	5,566.10	13,917.78	
B)	Capital Work-in-progress	-	-	-	-	-	-	-	-	25,651.35	66,564.26

Note : 12 Non-current Investments

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Investment in Equity Instrument Unquoted Long Term Trade (At Cost) Domestic Subsidiaries		
	1,98,50,000 (1,98,50,000) of Oriental Iron casting Ltd. of Rs. 10 each 99.75% (99.75%) of Equity Shares held	19,850.00	19,850.00
	50,000 (50,000) of Aron Auto Ltd. of Rs. 10 each 100% (100) of Equity Shares held	5.00	5.00
	Total	19,855.00	19,855.00

Note : 13 Long Term Loans and Advances

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Capital Advances* Unsecured, considered good	63,059.65	104,076.92
2	Security Deposit Unsecured, considered good	40.40	75.53
	Total	63,100.05	104,152.45

Note: No loan is given to any directors or other officers of the company.

* Includes subscription money of Rs. 383.71 lacs towards shares in Joint Venture Radhikapur (west) Coal Mining Pvt. Ltd.

Note : 14 Inventories

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Raw Material*	5,124.14	3,492.04
2	Work-in-Progress	81.08	427.65
3	Finished Goods	2,155.58	2,712.49
4	Stores & Spares	783.01	755.93
	Total	8,143.81	7,388.11

Refer Point No. 5 of Significant Accounting Policies for mode of valuation of inventories.

*Raw Material Stock includes stock of Sized Iron Ore, Coal, Iron Lumps, Steel Coil etc.

Note : 15 Trade Receivables

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Unsecured, Considered Good Outstanding for a period exceeding six months from the date they are due for payment		
	a) Considered Good	692.57	457.61
	b) Considered Doubtful	52.53	52.53
	Less: Provision for Bad and Doubtful Debts	(52.53)	(52.53)
		—	—
2	Others Receivables Considered Good	2,036.04	1,873.76
	Total	2,728.61	2,331.37

Note : 16 Cash & Cash Equivalents

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Cash-on-Hand	2.09	1.27
2	Cheque-on-Hand	-	321.70
3	Balances with Banks		
	a) In Current Account	6,584.71	2,420.33
	b) In Bank deposits maturing within twelve months	3,209.23	6,166.50
	c) In Bank deposits against LC Margin/BG	3,518.17	56.97
	Total	13,314.20	8,966.77

Note : 17 Short Terms Loans and Advances

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Unsecured, considered good*	6,997.77	7006.46
2	Doubtful	(12.61)	(12.61)
	Less: Provision for doubtful debts	12.61	12.61
		-	-
3	Income Tax Payments (Net of Provisions)	10.96	147.53
4	MAT Credit Entitlement	114.64	47.86
	Total	7,123.37	7,201.85

*The company has reimbursed all the amount to OCL India Limited for onward submission on account of cross subsidy and wheeling charges payable by the latter to WESCO. The matter is disputed by OCL in the court and under an arrangement between the two companies OCL India Limited will refund the amount in case of recovery of the amount on favorable judgement. As reported to us, the company, on the basis of the legal advice obtained by them, is reasonably sure of the recovery of the amount and as such the amount has been booked under the head short terms loans and advances instead of booking it as an expense.

Note : 18 Other Current Assets

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Interest accrued on deposits	37.77	60.62
	Total	37.77	60.62

Note : 19 Revenue From Operations

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Sales of Products (Net of Excise)*	6,0150.08	31,371.81
ii)	Other Operating Revenues	942.92	1,194.07
	Total	61,093.00	32,565.88

*Includes Sponge Iron, Steel Billets, Steel Coil, Cold Rolling & Other Steel Auto Components.

Note : 20 Other Income

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Interest Income including TDS-41.58 lacs (Previous Year TDS-194.07 lacs)	404.43	1,968.42
ii)	Net Gain on Foreign currency transaction	–	0.41
iii)	Other Income	0.09	1.06
iv)	Job Work	195.84	–
v)	Other Sales	288.56	–
	Total	888.92	1,969.89

Note : 21 Cost of Material Consumed

Rs. In Lacs

Sr. No	PARTICULARS	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Opening Stock of Raw material	3,492.04	3,111.51
ii)	Add: Purchase of Raw material	53,030.19	29,805.10
iii)	Less: Closing Stock of Raw material	5,124.14	3,492.04
	Total	51,398.09	29,424.57

Note : 21.1 Consumption of Imported and Indigenous Raw Material

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014		For the Year Ended 31.3.2013	
		%	Amount	%	Amount
i)	Imported	Nil	Nil	Nil	Nil
ii)	Indigenous	100	51398.09	100	29424.57

Note : 22 Change in Inventories of Finished Goods, Work in Progress And Stock in Trade

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Opening Stock of WIP	427.64	334.78
ii)	Less: Closing Stock of WIP	81.08	427.64
	Total (A)	346.56	(92.86)
iii)	Opening Stock of Finished Goods	2,712.49	850.13
iv)	Less: Closing Stock of Finished Goods	2,155.58	2,712.49
	Total (B)	556.91	(1,862.36)
	TOTAL (A+B)	903.47	(1,955.22)

Note : 23 Employee Benefits Expense

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Salaries and wages	821.24	780.37
ii)	Contribution to provident fund & other funds	141.29	157.51
iii)	Staff welfare expenses	89.90	83.36
	Total	1,052.43	1,021.24

Note : 24 Finance Cost

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Interest Expense	3,200.12	835.61
	Total	3,200.12	835.61

Note : 25 Depreciation & Amortization Expense

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Depreciation on Tangible Assets	1,859.18	1,058.66
	Total	1,859.18	1,058.66

Note : 26 Other Expenses

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Advertisement and Publicity	7.03	9.30
ii)	Auditors Remuneration	6.11	13.70
iii)	Bank Charges	62.19	50.17
iv)	Books & Periodicals	0.58	0.53
v)	Business Promotion Expenses	16.74	9.87
vi)	Charity & Donations	13.67	9.66
vii)	Commission to Selling Agents	47.03	118.62
viii)	Consumption of Stores and Spares Parts	1,141.72	1,175.86
ix)	Director's Sitting Fee	0.80	0.80
x)	Excise Duty on Stock and Others	(61.26)	204.87
xi)	Freight, Transportation and Handling Charges	15.32	41.00
xii)	Insurance	79.12	49.84
xiii)	Legal and Professional Charges	83.50	43.84
xiv)	Membership & Subscription Charges	11.00	5.79
xv)	Miscellaneous Expenses	11.24	10.91
xvi)	Packing & Other Selling expense	102.02	22.17
xvii)	Payments to Contractors for Services	550.19	533.72
xviii)	Payments to Outside Agencies	138.96	87.25
xix)	Periphery Development expenses	18.44	19.54
xx)	Power and Fuel	48.61	24.69

Note : 26 Other Expenses (Contd...)

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
xxi)	Printing & Stationery	8.16	16.50
xxii)	Rates and Taxes, Excluding, Taxes on Income	328.20	306.19
xxiii)	Recruitment & Training Expenses	4.17	3.35
xxiv)	Rent	13.77	23.66
xxv)	Repairs to Buildings	17.02	34.35
xxvi)	Repairs to Machinery	81.25	92.89
xxvii)	Repairs to Other	7.53	7.04
xxviii)	Royalty Exp	16.07	16.83
xix)	Telephone, Communication & Postage Charges	30.07	26.26
xxx)	Transport Charges	272.83	374.96
xxxi)	Travelling & Conveyance Expenses	162.77	136.49
Total		3,234.85	3,470.65

Note : 26.1 Auditors Payments

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	As Auditor	3.30	3.30
ii)	For Taxation Matters	1.00	1.00
iii)	For Management Services	1.15	8.77
iv)	For Reimbursement of Expenses	0.66	0.63
Total		6.11	13.70

Note : 26.2 Consumption of Imported and Indigenous Spare Parts

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014		For the Year Ended 31.3.2013	
		%	Amount	%	Amount
i)	Imported	1.27	14.46	0.08	9.47
ii)	Indigenous	98.73	1127.26	99.92	1166.39

Note : 27 Contingencies & Commitments (to the extent not Provided for)**i) Contingent Liabilities**

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Disputed Sales tax/VAT/Entry Tax demand (including interest & penalty)	1,313.38	693.33
ii)	Disputed Excise Demand	307.32	307.32
iii)	Bank Guarantees issued by bank on company's behalf	59.41	72.17
iv)	Letter of credit issued on behalf of company (outstanding amount)	3,917.09	313.00
v)	Corporate Guarantee Given to OCL India Limited	332.00	-
Total		5,929.20	1,385.82

ii) **Commitments** Rs. In Lacs

Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
Estimated amount of contracts remaining to be Executed on capital amount (Net of advances)	9,421.20	16,930.23
	9,421.20	16,930.23

Note : 28 Value of Imports calculated on C.I.F basis Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Raw material	NIL	NIL
ii)	Components and spare parts	18.62	12.22
iii)	Capital goods	NIL	81.98
	Total	18.62	94.20

Note : 28.1 Expenditure in Foreign currency Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Professional, Consultant Fees, Royalty & Other Services	12.76	119.52
ii)	Interest on ECB	1,675.22	1,068.60
iii)	Travelling	1.03	-
	Total	1,689.01	1,188.12

Note : 29 Employee Benefits (AS-15 revised)

The following data are based on the report of the Actuary.

The principal assumptions used in the actuarial valuation are as below:-

Discount rate	9.00%
Expected rate of future salary increase	10.00%

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
1)	Gratuity (Funded)		
1.A)	Change in present value of obligations		
	Present value of obligations at beginning of period	114.42	82.47
i)	Interest cost	8.98	7.00
ii)	Current service cost	28.21	23.06
iii)	Benefits paid	(12.60)	(4.95)
iv)	Actuarial loss on Obligations	(10.03)	6.84
v)	Plan amendments	-	-
	Present Value of Obligations at the end of the period	128.98	114.42
1.B)	Changes in Fair Value of Plan Assets		
	Present value of obligations at beginning of period	58.34	48.10
	Expected return on plan assets	4.85	4.48
	Actual Company contributions	12.70	11.08
	Actuarial gain/(Loss)	0.83	(0.37)
	Employees Contributions	-	-
	Benefits Paid	(12.60)	(4.95)
	Plan assets at the end of the period	64.12	58.34

1.C)	Liability Recognized in the Balance Sheet		
	Present value of obligations at the end of period	128.98	114.42
	Fair Value of plan assets as at the year end	64.12	58.34
	Funded/Unfunded status	(64.86)	(56.08)
	Unrecognized Actuarial Gain/(Loss)		-
	Net (Assets) (Not Recognized)/Liability Recognized in Balance Sheet	64.86	56.08
1.D)	Expenses Recognized in Profit and Loss Account		
	Current service cost	28.21	23.06
	Past service cost	-	-
	Interest Cost	8.98	7.00
	Expected return on plan assets	(4.85)	(4.48)
	Net Actuarial Gain/(Loss) recognized during the year	(10.86)	7.21
	Total Expenses recognized in Profit and Loss Account	21.48	32.79
2)	Leave Encashment(Unfunded)		
2.A)	Change in Present Value of Obligations		
	Present value of obligations at beginning of period	57.85	35.59
	i) Interest cost	4.59	3.06
	ii) Current service cost	10.78	7.16
	iii) Benefits paid	(5.13)	(1.25)
	iv) Actuarial loss on Obligations	4.57	13.29
	v) Plan amendments	-	-
	Present Value of Obligations at the End of the Period	72.66	57.85
2.B)	Liability Recognized in the Balance Sheet		
	Present value of obligations at the end of period	72.66	57.85
	Fair Value of plan assets as at the year end	-	-
	Funded/Unfunded status	(72.66)	57.85
	Unrecognized Actuarial Gain/(Loss)	-	-
	Net(Assets) (Not Recognized)/Liability Recognized in Balance Sheet	72.66	57.85
2.C)	Expenses Recognized in Profit and Loss Account		
	Current service cost	10.78	7.16
	Past service cost	-	-
	Interest Cost	4.59	3.06
	Expected return on plan assets	-	-
	Net Actuarial Gain/(Loss) recognized during the year	4.57	13.29
	Total Expenses Recognized in Profit and Loss Account	19.94	23.51

Note : 30 Earning Per Share (EPS) (AS-20)

Rs. In Lacs

	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
Net Profit/(Loss) after current & deferred tax and Preference Dividend & dividend tax	117.23	294.52
Weighted average number of equity shares of Re. 1/-each	1,341.43	1,341.43
EPS (Rs.) - Basic and Diluted	0.09	0.22

Note : 31 Segment Reporting (AS-17)

Rs. In Lacs

Segment Reporting

Particulars	2013-2014				2012-2013		
	Sponge & Steel	Power	Other Steel Components*	Total	Sponge & Steel	Power	Total
Segment Revenue							
External	24,530.06		36,562.94	61,093.00	32,565.88		32,565.88
Inter segment		3,056.71		3,056.71		2,767.56	2,767.56
Segment Result							
PBIT	186.50	(498.01)	3,513.11	3,201.60	83.82	(234.72)	(150.90)
Less : Interest				3,200.12			835.61
Add: Unallocable Income				332.30	-	-	1,666.77
PBT				333.78			680.26
Tax expense				93.34	-	-	262.53
PAT				240.44	-	-	417.73
Other Information							
Segment Assets	72,103.23	55,974.11	48,119.82	1,76,197.16	48,654.65	20,717.69	69,372.34
Segment Liability	3,514.10	522.71	6,144.52	10,181.33	4,907.16	488.28	5,395.44
Unallocable Assets	-	-	-	67,075.81	-	-	160,870.47
Unallocable Liabilities	-	-	-	3,906.11	-	-	12,170.94
Depreciation	952.15	679.65	226.69	1,858.49	758.62	300.04	1,058.66
Unallocable Depreciation	-	-	-	0.69	-	-	-
Non cash Expenses							
Other than depreciation	-	-	-	-	-	-	-
Provision for Leave encashment	20.52	-	(3.39)	17.13	23.72	-	23.72
Provision for Gratuity	17.31	-	5.41	22.72	33.37	-	33.37

Note : 32 Related Party Transaction (AS-18)**A) List of Related Parties and their Relationships**

	Name of Related Party	Relationship
1.	Mr. N.K Taori (Managing Director)	Key Management Personnel
2.	Garima Buildprop Pvt. Ltd.	Holding Company
3.	Oriental Iron Casting Limited	Subsidiary
4.	Aron Auto Limited	Subsidiary
5.	Rose Fiscal Services Pvt. Ltd.	Subsidiary of Subsidiary
6.	Meltron Vincom Pvt. Ltd.	Subsidiary of Subsidiary
7.	BS Ispat Limited	Subsidiary of Subsidiary
8.	Gondwana Ispat Limited	Subsidiary of Subsidiary of Subsidiary

B)

Rs. In Lacs

Transactions	Subsidiaries	Key Management Personnel	Total
Director Remuneration	Nil	43.52 (43.05)	43.52 (43.05)
Loan Given	6820.00 (6805.00)	Nil (Nil)	6820.00 (6805.00)
Services Rendered	19.62 (Nil)	Nil (Nil)	19.62 (Nil)
Capital Advance	Nil (1835.48)	Nil (Nil)	Nil (1835.48)
Land Purchased	2365.64 (Nil)	Nil (Nil)	2365.64 (Nil)
Payable at the year end	530.16 (Nil)	Nil (Nil)	530.16 (Nil)
Receivable at the year end	13644.62 (6805.00)	Nil (Nil)	13644.62 (6805.00)

**Consolidated Financial Statement
Of
OCL IRON & STEEL LIMITED
AND
ITS SUBSIDIARIES**

**STATEMENT PURSUANT TO SECTION 212 OF COMPANIES ACT, 1956 RELATING TO
SUBSIDIARY COMPANIES**

1	Name of Subsidiary	<ul style="list-style-type: none"> a) Oriental Iron Casting Limited (Subsidiary) b) Aron Auto Limited (Subsidiary) c) Rose Fiscal Services Pvt. Ltd. (Subsidiary of Subsidiary) d) Meltron Vincom Pvt. Ltd. (Subsidiary of Subsidiary) e) B.S. Ispat Ltd. (Subsidiary of Subsidiary) f) Gondwana Ispat Ltd. (Subsidiary of Subsidiary of Subsidiary)
2	Date from which it Become subsidiary	<ul style="list-style-type: none"> a) 2nd January 2012 b) 4th February 2012 c) 2nd January 2012 d) 2nd January 2012 e) 2nd January 2012 f) 2nd January 2012
3	Financial year of the Subsidiary ended on	<ul style="list-style-type: none"> a) 31st March 2014 b) 31st March 2014 c) 31st March 2014 d) 31st March 2014 e) 31st March 2014 f) 31st March 2014
4	Shares of the subsidiary Held by Ocl Iron & Steel Limited	<ul style="list-style-type: none"> a) 1,98,50,000 shares @ Rs 10 each fully paid-up b) 50,000 shares @ Rs 10 each fully paid-up
4A	Extent of holding	<ul style="list-style-type: none"> a) 99.75% b) 100.00%
5	Net aggregate Profit/loss For the current year	<ul style="list-style-type: none"> a) (1,379.10) Lacs b) (0.35) Lacs
6	Net aggregate profit or losses for the previous Financial years since Becoming subsidiary so Far as it concerns the Members of the holding Company dealt with or Provided for the holding Company.	<ul style="list-style-type: none"> a) Nil b) Nil
7	Net Aggregate amount Received as Dividends For previous financial year since becoming subsidiary dealt with in account of Holding Company in the financial year.	<ul style="list-style-type: none"> a) Nil b) Nil

Financial Summary Relating to Subsidiaries Companies As At 31st March 2014.

Rs. In Lacs

Sr. No	Name of Subsidiary Company	Reporting Currency	Capital	Reserve	Total Asset	Total Liability	Investment	Income	Profit/(Loss) before Tax	Provision for Tax	Profit / (Loss) after Tax	Proposed Dividend
1.	Oriental Iron Casting Limited (Consolidated)	INR	1,990.00	14,600.83	39,934.54	39,934.54	1.10	732.23	(1965.27)	(586.16)	(1,379.10)	Nil
2.	Aron Auto Limited	INR	5.0	(0.35)	538.81	538.81	-	3.17	(0.35)	Nil	(0.35)	Nil

Independent Auditor's Report

To the Members of
OCL Iron and Steel Limited
Rajgangpur

Report on the Financial Statements

We have audited the accompanying Consolidated financial statements of OCL Iron and Steel Limited, which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the financial Statements

Management is responsible for 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. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, 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.

We report that consolidated financial statements have been prepared by the company in accordance with the requirements of Accounting Standard (AS) 21, on consolidated Financial Statements and Accounting Standard (AS) 27 on Consolidation of Financial Statements of Joint Ventures, issued by the Institute of Chartered Accountants of India, and on the basis of the separate audited financial statements of Ocl Iron and Steel Ltd and its Subsidiaries in the consolidated 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 Consolidated Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) in the case of Statement of Consolidated Profit and Loss, of the **Loss** for the year ended on that date; and

- c) in the case of the Consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

For & on behalf of
A.C Gupta & Associates
Chartered Accountants
Firm Regd. No. 008079N

Place : New Delhi
Date : 29th May, 2014

Sd/-
(A.C. GUPTA)
Partner
Membership No. 8565

Consolidated Balance Sheet as on 31st March, 2014

Rs. In Lacs

Particulars	Note No	As At 31.3.2014	As At 31.3.2013
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	2	6,641.93	6,641.93
Reserves and Surplus	3	53,630.36	54,889.11
		54.77	58.24
Minority Interest			
Non-Current Liabilities			
Long-Term Borrowings	4	1,51,034.68	155,245.72
Deferred Tax Liabilities (Net)	5	-	409.86
Long Term Provisions	6	157.15	148.99
Current Liabilities			
Short-Term Borrowings	7	4,343.37	3,687.77
Trade Payables	8	3,637.73	2,062.15
Other Current Liabilities	9	28,196.49	17,322.82
Short-Term Provisions	10	227.81	194.68
Total		2,47,924.29	2,40,661.27
ASSETS			
Non-Current Assets			
Fixed Assets			
	11		
Tangible Assets		1,22,843.45	26,602.04
Intangible Assets		0.65	0.79
Capital Work-in-Progress		26,722.13	75,894.78
Intangible Assets under Development		25.04	25.04
		1,49,591.27	1,02,522.65
Goodwill		10,992.69	10,992.69
Non-Current Investments	12	1.10	1.10
Deferred Tax Asset (Net)	5	82.96	-
Long Term Loans and Advances	13	50,485.47	98,056.40
Other Non Current Assets		0.85	24.96
Current assets			
Inventories	14	10,092.22	8,248.95
Trade Receivables	15	2,714.45	2,338.09
Cash and Cash Equivalents	16	15,232.82	9,640.44
Short-Term Loans and Advances	17	8,444.87	8,333.55
Other Current Assets	18	285.59	502.44
Total		2,47,924.29	2,40,661.27

Significant Accounting Policies & Notes 1 to 28 Form Part of Financial Statements.

For and on behalf of the Board

As per our report of even date attached.

FOR A.C GUPTA & ASSOCIATES

Chartered Accountants.

Sd/-

A.C Gupta

Partner

Membership No.: 8565

Firm Regd. No. 008079N

PLACE : New Delhi

DATE : 29th May, 2014

Sd/-

N.K. Taori

Managing Director

Sd/-

T.K. Laskar

AVP (Finance & Accounts)

Sd/-

Yogesh Kapur

Director

Sd/-

Jyoti Mishra

Company Secretary

Consolidated Profit and Loss Statement for the year ended 31st March, 2014

Rs. In Lacs

Particulars	Note No	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
Revenue From Operations	19	61,715.69	33,078.87
Other Income	20	1,001.62	1,973.36
Total Revenue		62,717.31	35,052.23
Expenses:			
Cost of Materials Consumed	21	52,223.97	30,308.78
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	22	654.13	(2,150.94)
Employee Benefit Expense	23	1,296.69	1,206.21
Finance Costs	24	4,194.86	2,004.98
Depreciation and Amortization Expense	25	2,250.42	1,385.88
Other Expenses	26	3,729.07	3,809.49
Total Expenses		64,349.14	36,564.40
Profit/(Loss) Before Tax		(1,631.83)	(1,512.17)
Tax Expense:		(492.82)	(446.38)
Net Profit/(Loss) After Tax		(1,139.01)	(1,065.79)
Less: Minority Interest		(3.47)	(3.73)
Net Profit / (Loss) for the Year		(1,135.54)	(1,062.06)
Earning Per Equity Share (Rs. Per Share): 28			
(1) Basic		(0.94)	(0.88)
(2) Diluted		(0.94)	(0.88)

Significant Accounting Policies & Notes 1 to 28 Form Part of Financial Statements.

For and on behalf of the Board

As per our report of even date attached.

FOR A.C GUPTA & ASSOCIATES

Chartered Accountants.

Sd/-

A.C Gupta

Partner

Membership No.: 8565

Firm Regd. No. 008079N

PLACE : New Delhi

DATE : 29th May, 2014

Sd/-

N.K. Taori

Managing Director

Sd/-

T.K. Laskar

AVP (Finance & Accounts)

Sd/-

Yogesh Kapur

Chairman

Sd/-

Jyoti Mishra

Company Secretary

Consolidated Cash Flow Statement for the year ended 31.03.2014

Rs. In Lacs

	For the year Ended 31.03.2014	For the year Ended 31.03.2013
A Cash Flow From Operating Activities		
Profit/(Loss) Before Tax	(1,631.83)	(1,512.17)
Depreciation	2,435.06	1,541.62
Interest Expense	4,194.86	2,004.98
Operating Profit Before Working Capital Changes	4,998.09	2,034.43
Adjustment for Working Capital Changes		
Inventories	(1,843.27)	(3,075.44)
Trade & Other Receivables	(376.36)	(746.19)
Other Current Assets	216.85	870.15
Short Term Loans & Advances	(76.19)	37,700.63
Current Liabilities and Long Term Provisions	(2,336.04)	(26,725.31)
Net Cash Flow From Working Capital Changes	(4,415.01)	8,023.84
Cash Flow From Operating Activities	583.08	10,058.27
Income Tax (Paid) / Refund (incl TDS)	(77.74)	(242.54)
Net Cash Flow From Operating Activities	505.34	9,815.73
B Cash Flow From Investing Activities		
Purchase of Fixed Assets	(1,01,047.67)	(1,117.14)
Sale/Adjustment of Fixed Assets	2,371.34	-
Adjustment to Capital Work in Progress and Capital Advance	1,00,705.80	(80,634.83)
Other Non-Current Assets	24.11	(6.80)
Net Cash From Investing Activities	2,053.58	(81,758.77)
C Cash Flow From Financing Activities		
Repayment of Secured Loans/Debtenture	(9,837.84)	(1,798.96)
Proceed from Long Term Borrowings	16,550.00	7,000.00
Interest Expense	(3,555.49)	(2,004.98)
Preference Dividend and Dividend Tax	(123.21)	(123.21)
Net Cash Flow From Financing Activities	3,033.46	3,072.85
Net Increase/(Decrease) in Cash or Cash Equivalents	5,592.39	(68,870.19)
Opening Cash and Cash Equivalents	9,640.43	78,510.63
Closing Cash and Cash Equivalents	15,232.82	9,640.44

For and on behalf of the Board

Annexure to our report of date
FOR A.C GUPTA & ASSOCIATES

Chartered Accountants.

Sd/-

A.C Gupta

Partner

Membership No.: 8565

Firm Regd. No. 008079N

PLACE : New Delhi

DATE : 29th May, 2014

Sd/-

N.K. Taori

Managing Director

Sd/-

T.K. Laskar

AVP (Finance & Accounts)

Sd/-

Yogesh Kapur

Director

Sd/-

Jyoti Mishra

Company Secretary

Note : 1

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE CONSOLIDATED ACCOUNTS (ATTACHED TO AND FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2014)

1. ACCOUNTING POLICIES –

A. Principles of Consolidation :

- i. The consolidated Financial Statement relates to OCL Iron and Steel Ltd (the Parent Company), Oriental Iron Casting Ltd (Subsidiary) & Aron Auto Ltd (Subsidiary)
- ii. The Consolidated Financial statements have been prepared on the basis of AS-21 issued by ICAI read along with the following assumptions :
 - (a) The Financial Statement of the parent company and its subsidiary companies have been combined on a line by line basis by adding together the book value of like items of assets, liabilities, income and expenses, after fully eliminating intra-group transactions, resulting in unrealized profit or losses.
 - (b) Investments of the parent company in the subsidiaries are eliminated against respective stake of the parent company.

B. Notes to the Consolidated Financial Statements

The notes to the consolidated financial statement intended to serve as a means of informative disclosure and guide to better understanding of the financial information about the economic activities and the economic resources controlled as single economic entity. Recognizing this purpose, the company has disclosed only such notes from the individual financial statement, which fairly presents the needed disclosures. Practical consideration and lack of uniformity on account of local laws and practices made it desirable to exclude notes to account and accounting policies which in the opinion of the management could be better viewed when referred to individual financial statements. Consolidated financial statement have been prepared using uniform accounting policies for like transaction and other events in similar circumstance.

For & on behalf of
A.C Gupta & Associates
Chartered Accountants
Firm Regd. No. 008079N

Sd/-
(A.C. GUPTA)
Partner

Place : New Delhi
Date : 29th May, 2014

Membership No. 8565

Notes on Consolidated Financial Statements for the Year ended 31st March, 2014

Previous year figures have been regrouped/reclassified, wherever necessary to correspond with the current year classification/presentation.

Note : 2 Share Capital

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	AUTHORIZED CAPITAL		
	34,00,00,000 (Prev. Year 34,00,00,000) Equity Shares of Re.1/- each	3,400.00	3,400.00
	7,00,00,000 (7,00,00,000) Preference Shares of Rs.10/- each	7,000.00	7,000.00
		10,400.00	10,400.00
2	ISSUED, SUBSCRIBED & PAID UP CAPITAL		
	13,41,43,160 (Prev. Year 13,41,43,160) Equity Shares of Re.1/- each, fully paid up . Of the above, 13,36,43,160 Shares of Re.1/- each were issued to the Shareholders of OCL India Ltd during the year 2007-08 in terms of a scheme of arrangement	1,341.43	1,341.43
	5,30,05,000 (Prev. Year 5,30,05,000) 2% Non Cumulative Redemable preference shares of Rs.10/-each fully paid	5,300.50	5,300.50
	Total	6,641.93	6,641.93

Terms of redemption of preference shares

Preference Shares will not be redeemed before 10 years & not later than 12 years from the date of allotment i.e. August 2010 at such premium as may be decided by the board of directors in accordance with the provisions of Companies Act, 1956 or any re-enactment thereof.

2A RECONCILIATION OF SHARES

NO. OF SHARES (In Lacs)

S. No.	Particulars	As At 31.3.2014		As At 31.3.2013	
		No. of Share	Amount	No. of Share	Amount
a)	EQUITY SHARES				
	Shares outstanding at beginning of year	1,341.43	1,341.43	1,341.43	1,341.43
	Shares Issued during the year			-	-
	Shares bought back during the year			-	-
	Shares outstanding at the end of the year	1,341.43	1,341.43	1,341.43	1,341.43
b)	PREFERENCE SHARES				
	Shares outstanding at the beginning of the year	530.05	5300.50	530.05	5,300.50
	Shares Issued during the year			-	-
	Shares bought back during the year			-	-
	Shares outstanding at the end of the year	530.05	5300.50	530.05	5,300.50

2B 133,643,160 shares of Re. 1/- each allotted on 31.03.2008 for consideration other than cash Pursuant to the Scheme of Demerger

2C Name of Shareholders holding more than 5% of share capital

	As At 31.3.2014		As At 31.3.2013		
	No. of Shares held (In Lacs)	%	No. of Shares held (In Lacs)	%	
1	Equity Share				
	Garima Buildprop Pvt Ltd	1,006.07	75%	1,006.07	75%
2	Preference Shares				
	Brassco Estate Pvt. Ltd.	530.05	100%	530.05	100%

Note : 3 Reserve & Surplus**Rs. In Lacs**

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Capital Reserve		
	Opening Balance	4,817.29	4,817.29
	Add: Current year transfer	-	-
	Less: Written back during current year	-	-
	Closing Balance	4,817.29	4,817.29
2	Preference Shares Redemption Reserve		
	Opening Balance	1,590.15	1,060.10
	Add: Current year transfer	530.05	530.05
	Less: Written back during current year	-	-
	Closing Balance	2,120.20	1,590.15
3	Securities Premium Reserve		
	Opening Balance	47,704.50	47,704.50
	Add: Addition during the current year	-	-
	Less: Written back during current year	-	-
	Closing Balance	47,704.50	47,704.50
4	Debenture Redemption Reserve		
	Opening Balance	765.64	656.26
	Add: Current year transfer	-	109.38
	Less: Written back during current year	765.64	-
	Closing Balance	-	765.64
5	General Reserve		
	Opening Balance	-	-
	Add: Transfer from Debenture Redemption Reserve A/c	765.64	-
	Add: Current year transfer	-	-
	Less: Written back during current year	-	-
	Closing Balance	765.64	-
6	Surplus (Profit & Loss Account)		
	Opening Balance	11.53	1,836.23
	Add: Profit/(Loss) for the year	(1,135.54)	(1,062.06)
	Less: Appropriations	-	-
	Transferred to Debenture Redemption Reserve	-	109.38
	Transferred to Preference Share Redemption Reserve	530.05	530.05
	Dividend on Preference Share	106.01	106.01
	Tax on Dividend on Preference Share	17.20	17.20
	Closing Balance	(1,777.27)	11.53
	Total	53,630.36	54,889.11

Note: 4 Long Term Borrowings

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
A)	Secured loan		
1	Bonds/Debentures		
	9.20% Secured Redemable Non-Convertible Debentures (Redemable during 2014-15 to 2016-17)	-	3,500.00
2	Rupees Term Loans		
	- From Bank	1,08,629.02	113,673.21
3	Foreign currency Loans		
	- External commercial borrowings	42,069.86	38,072.51
	Total	1,50,698.88	155,245.72

Rupee Term Loan of Rs. 75,200 Lacs are secured by way of equitable mortgage on all movable & immovable properties situated at Vill. Lamloi, P.O Garvana, Rajgangpur, Distt Sundergarh, Orissa ranking pari-passu inter-se save & except the prior charge in favour of banks over entire current assets to secure working capital facilities.

Rupee Term Loan of Rs. 40,000 lacs is secured by way of subservient charge on movable fixed assets of the project situated at Vill. Lamloi P.O Garvana, Rajgangpur, Distt Sundergarh, Orissa.

External Commercial Borrowing/INR term loan Rs. 42,069.86 lacs & Rs. 13,500 lacs respectively, are secured by way of first ranking & exclusive security over all fixed assets of the project situated at Plot No-A-285 Chopanki Industrial Area, Chopanki, Distt-Alwar, Rajasthan & Plot No-SP-256 Industrial Area Kehrani, Distt-Alwar, Rajasthan.

Rupee Term Loan of Rs. 8129.45 lacs is secured by way of equitable mortgage on all fixed assets of the subsidiary situated at Nagpur, Maharastra.

Repayment Schedule

	Rs. In Lacs
2015-16	35,475.40
2016-17	47,939.37
2017-18	44,814.37
2018-19	13,808.74
2020-21	8,661.00
	1,50,698.88

B) Unsecured loan

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Loans & Advances From Related Parties	335.80	-
	Total	335.80	-

Note : 5 Deferred Tax Liabilities (Net)

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
	Liabilities		
	- Depreciation	6,763.96	2,076.56
	Assets		
	- Others (i.e. allowed on payment basis)	(6,846.92)	(1,666.70)
	Net Liability / (Assets)	(82.96)	409.86

Note: 6 Long Term Provisions

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
Provision for Employee Benefit			
a)	Gratuity	78.41	68.70
b)	Leave Encashment	78.74	80.29
	Total	157.15	148.99

Note: 7 Short Term Borrowings

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Secured		
2	Deposits/ Retention money Working Capital Loan – From Bank & Other Financial Institutions	707.35 3,176.09	489.04 2,738.80
	Total	3,883.44	3,227.84

Note:

- 1) Working capital facilities are secured by hypothecation of raw material, semi-finished goods, stock-in-process, consumable stores and book debts of the Company.

B) Unsecured

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Others	459.93	459.93
	Total	459.93	459.93

Note : 8 Trade Payables

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Trade Payable	2,403.91	955.41
2	Advance From Customers	1,233.82	1,106.74
	Total	3,637.73	2,062.15

Note : 9 Other Current Liabilities

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
a)	Current maturities of long-term debt	19,911.43	4,990.88
b)	Interest accrued but not due on borrowings	639.37	594.84
c)	Unclaimed bonus	5.17	4.74
d)	TDS and other Taxes payable	422.09	502.62
e)	Personel expenses payable	162.39	99.53
f)	Other expense payable	280.09	196.64
g)	Other Liabilities	6,775.95	10,933.57
	Total	28,196.49	17,322.82

Note: 10 Short Term Provisions

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Provision for dividend on preference shares	106.01	106.01
2	Provision for dividend tax on preference shares	17.20	17.20
3	Provision for Employee Benefits		
	Provision for bonus	90.03	61.87
	Provision for gratuity	0.90	5.40
	Provision for leave encashment	12.65	3.17
	Contingent provisions on standard assets	1.02	1.03
	Total	227.81	194.68

Note : 11 Fixed Assets

Rs. In Lacs

Sr. No.	Particulars	Gross Block				Depreciation				Net Block	
		Value as on 01.04.13	Additions during the year	Deductions during the year	Value as on 31.03.14	Value as on 31.03.13	Addition during the year	Deduction during the year	31.3.2014	WDV as on 31.03.14	WDV as on 31.03.13
A)	Tangible Assets										
1	Land	5,460.18	2,445.47	2,370.96	5,534.69	-	-	-	-	5,534.69	5,460.18
2	Building	5,288.13	9,203.39	-	14,491.52	690.65	286.66	-	977.31	13,514.21	4,597.48
3	Plant and Equipment	19,879.42	89,331.54	-	1,09,210.96	5,428.27	1,911.89	-	7,340.16	1,01,870.80	14,451.15
4	Furnitures & Fixtures	148.09	46.82	-	194.91	52.78	14.35	-	67.13	127.78	95.31
5	Vehicles	159.87	12.41	-	172.28	45.75	20.22	-	65.97	106.31	114.12
6	Office Equipment	30.80	7.66	-	38.46	2.25	1.73	-	3.98	34.48	28.55
7	Mine Development	2,052.77	-	-	2,052.77	197.52	200.07	-	397.59	1,655.18	1,855.25
	TOTAL (A)	33,019.26	1,01,047.29	2,370.96	1,31,695.59	6,417.22	2,434.92	-	8,852.14	1,22,843.45	26,602.04
B)	Intangible Assets										
1	Other	0.85	-	-	0.85	0.06	0.14	-	0.20	0.65	0.79
	TOTAL (B)	0.85	-	-	0.85	0.06	0.14	-	0.20	0.65	0.79
C)	Intangible Assets Under Development										
		25.04	-	-	25.04	-	-	-	-	25.04	25.04
	TOTAL (C)	25.04	-	-	25.04	-	-	-	-	25.04	25.04
	TOTAL [A + B + C] (Current Year)	33,045.15	1,01,047.29	2,370.96	1,31,721.48	6,417.28	2,435.06	-	8,852.34	1,22,869.14	26,627.87
	Previous year	31,928.00	1,117.15		33,045.15	4,875.75	1,541.53	-	6,417.28	26,627.87	-
D)	Capital work-in-progress										
		-	-	-	-	-	-	-	-	26,722.13	75,894.78
										26,722.13	75,894.78

Note : 12 Non-Current Investments

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
	Investment in Equity Instrument		
1	Unquoted investment (At cost)		
	1100 (1100) Equity shares of Vimla Infrastructure (India) Pvt. Ltd. of Rs. 10/- each	1.10	1.10
	Total	1.10	1.10

Note : 13 Long Term Loans and Advances

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Capital Advances*		
	Unsecured, Considered Good	50,420.57	97,956.37
2	Security Deposit		
	Secured, Considered Good:	64.90	100.03
	Total	50,485.47	98,056.40

Note : No loan is given to any directors or other officers of the company.

*Includes subscription money of Rs. 383.71 lacs towards shares in Joint Venture (Radhikapur (west) Coal Mining Pvt. Ltd.

Note : 14 Inventories

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Raw Material*	6,565.05	4,107.10
2	Work-in-Progress	131.76	465.37
3	Finished Goods	2,584.42	2,904.94
4.	Fines	25.72	-
4	Stores & Spares	783.01	769.28
5	Others	2.26	2.26
	Total	10,092.22	8,248.95

Note: *Raw Material Stock includes stock of Sized Iron Ore, Coal, Iron Ore Lumps, Steel Coil etc.

Note : 15 Trade Receivables

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
	Unsecured, Considered Good		
	Outstanding for a period exceeding six months from the date they are due for payment		
1	a) Considered Good	676.43	461.09
	b) Considered Doubtful	52.53	52.53
	Less: Provision for Bad and Doubtful Debts	(52.53)	(52.53)
2	Other Receivables		
	a) Unsecured, Considered Good :	2,038.02	1,877.00
	Total	2,714.45	2,338.09

Note: 16 Cash & Cash Equivalent

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Cash-on-Hand	29.39	29.33
2	Balances with Banks		
	a) In Current Account	7,506.62	3,355.22
	b) In Bank deposits maturing within twelve months	4,178.64	6,198.92
	c) In Bank deposits against LC Margin/BG	3,518.17	56.97
	Total	15,232.82	9,640.44

Note : 17 Short Terms Loans and Advances

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	a) Loans & Advances	8,319.27	8,138.16
	b) Doubtful	12.61	12.61
	Less: Provision for doubtful debts	(12.61)	(12.61)
2	Income Tax payment (Net of Tax Provision)	7.78	147.53
3	MAT Credit Entitlement	117.82	47.86
	Total	8,444.87	8,333.55

*The company has reimbursed all the amount to OCL India Limited for onward submission on account of cross subsidy and wheeling charges payable by the latter to WESCO .The matter is disputed by OCL in the court and under an arrangement between the two companies OCL India Limited will refund the amount in case of recovery of the amount on favourable judgement. As reported to us, the company on the basis of the legal advice obtained by them, is reasonably sure of the recovery of the amount and as such the amount has been booked under the head short term loans and advances instead of booking it as an expense.

Note : 18 Other Current Assets

Rs. In Lacs

Sr. No	Particulars	As At 31.3.2014	As At 31.3.2013
1	Interest accrued on deposits	40.26	63.11
3	Mininig O/B adjustment account	245.33	439.33
	Total	285.59	502.44

Note 19 : Revenue From Operations

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Sales of Products (Net of Excise)*	6,0772.77	31,884.80
ii)	Other Operating Revenues	942.92	1,194.07
	Total	61,715.69	33,078.87

*Includes Sponge Iron, Steel Billets, Steel Coil, Cold Rolling & Other Steel Auto Components.

Note 20: Other Income

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Interest Income	444.88	1,968.42
ii)	Net Gain on Foreign currency transaction	-	0.41
iii)	Excess Provisions written Back	69.09	-
iv)	Job Work	195.84	-
v)	Other Sales	288.56	-
iv)	Other Income	3.25	4.53
	Total	1,001.62	1,973.36

Note : 21 Cost of Material Consumed

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Opening Stock of Raw material	4,107.10	3,244.91
ii)	Add: Purchase of Raw material	54,681.92	31,170.97
iii)	Less: Closing Stock of Raw material	6,565.05	4,107.10
	Total	52,223.97	30,308.78

Note : 22 Change in Inventories of Finished Goods, Work in Progress And Stock in Trade

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
A	Opening Stock of WIP	465.37	334.78
	Less: Closing Stock of WIP	131.76	465.37
	Total	333.61	(130.59)
B	Opening Stock of Finished Goods	2,904.94	884.59
	Less: Closing Stock of Finished Goods	2,584.42	2,904.94
	Total	320.52	(2,020.35)
	Grand Total (A+B)	654.13	(2,150.94)

Note : 23 Employee Benefits Expense

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Salaries and wages	1,031.58	901.06
ii)	Contribution to provident fund	154.87	210.03
iii)	Staff welfare expenses	110.24	95.12
	Total	1,296.69	1,206.21

Note : 24 Finance Cost

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Interest Expense	4,194.86	2,004.98
	Total	4,194.86	2,004.98

Note : 25 Depreciation And Amortization Expenses

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Depreciation	2,435.06	1,541.53
ii)	Preliminary Expenses W/o	19.51	0.09
	Less : Depreciation capitalised.	(0.24)	(0.24)
	Less : Mining Depreciation trf to minning cost.	(203.91)	(155.50)
	Total	2,250.42	1,385.88

Note : 26 Other Expenses

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Advertisement and Publicity	7.16	9.41
ii)	Auditor's Remuneration	7.10	14.43
iii)	Bank Charges	63.38	51.32
iv)	Books & Periodicals	0.73	0.63
v)	Business Promotion Expenses	16.74	9.87
vi)	Charity & Donations	13.67	9.66
vii)	Commission to Selling Agents	47.03	118.62
viii)	Consumption of Stores and Spares Parts	1,150.77	1,194.93
ix)	Director's Sitting Fee	0.80	0.80
x)	Excise Duty on Stock and Others	(35.26)	222.23
xi)	Freight, Transportation and Handling	26.63	43.75
xii)	General Office Expenses	12.03	8.89
xiii)	Insurance	84.35	55.33
xiv)	Legal and Professional Expenses	89.42	57.36
xv)	Membership & Subscription Expenses	11.37	6.69
xvi)	Miscellaneous Expenses	22.55	12.20
xvii)	Packing & other Selling Expense	102.02	22.17
xviii)	Payments to Contractors for Services	578.09	560.20

Note : 26 Other Expenses (Contd...)

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
xix)	Payments to Outside Agencies	144.82	95.07
xx)	Periphery Development	18.44	19.54
xxi)	Power and Fuel	264.92	110.17
xxii)	Printing & Stationery	9.62	18.67
xxiii)	Provision for Standard Assets	(0.01)	0.85
xxiv)	Rates and Taxes, Excluding, Taxes on Income	362.40	339.53
xxv)	Recruitment & Training Expenses	4.17	3.35
xxvi)	Rent	26.61	25.85
xxvii)	Repairs to Buildings	17.98	34.49
xxviii)	Repairs to Machinery	97.26	92.89
xxix)	Repairs to Other	7.53	14.16
xxx)	Royalty Expenses	16.07	16.83
xxxi)	Telephone, Communication & Postage Charges	34.90	30.46
xxxii)	Transport Expenses	272.83	411.05
xxxiii)	Travelling & Conveyance	199.09	159.80
xxxiv)	Vehicle hire & Running Expenses	53.86	38.29
	Total	3,729.07	3,809.49

Note : 26.1 Auditors Payments

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	As Auditor	4.29	4.03
ii)	For Taxation matters	1.00	1.00
iii)	For Management services	1.15	8.98
iv)	For Reimbursement expenses	0.66	0.63
	Total	7.10	14.43

Note : 27 Contingencies & Commitments (to the extent not Provided for)**i) Contingent Liabilities**

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
i)	Disputed Sales Tax/VAT/Entry Tax demand (including interest & penalty)	1,313.38	693.33
ii)	Disputed Excise Demand	307.32	307.32
iii)	Bank Guarantees issued by bank on Company's behalf	129.18	111.93
iv)	Letter of credit issued on behalf of Company (outstanding amount)	3,917.09	6.39
	Corporate Guarantee given to OCL India Limited	332.00	-
	Total	5,998.97	1,118.97

ii) Commitments

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
	Estimated amount of contracts remaining to be executed on capital amount (Net of advances)	9674.60	17,822.10
		9674.60	17,822.10

Note : 28 Earning per share (EPS) (AS-20)

Rs. In Lacs

Sr. No	Particulars	For the Year Ended 31.3.2014	For the Year Ended 31.3.2013
	Net Profit /(Loss) after current tax, deferred tax preference dividend and minority interest	(1,258.75)	(1,185.27)
	Weighted average number of equity shares of Re. 1/-each	1,341.43	1,341.43
	EPS (Rs.) - Basic and Diluted	(0.94)	(0.88)

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OCL IRON AND STEEL LIMITED

Registered Office: Vill. Lamloi, P.O. Garvana, Rajgangpur-770017 (Distt. Sundargarh, Orissa)
Tel. : +91-6624 222562/563 Fax : +91-6624 222 564 E-mail: oclrgp@oclsteel.in
Web : www.oclsteel.in CIN : L27102OR2006PLC008594

ATTENDANCE SLIP

Name of the Shareholder / Proxy*

DP ID**

Folio No.

Client ID**

No. of Shares held

I/We hereby record my/our presence at the **Ninth Annual General Meeting** of the Company held at **Vill- Lamloi, P.O.- Garvana, Rajgangpur - 770 017 (Distt. Sundargarh, Orissa) on Tuesday, the 30th day of September, 2014 at 10.00 a.m.**

SIGNATURE OF THE SHAREHOLDER/PROXY*

* Strike out whichever is not applicable.

** Applicable for investors holding shares in electronic form.

Note : Please handover the slip at the entrance of the Meeting venue.

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OCL IRON AND STEEL LIMITED

Registered Office: Vill. Lamloi, P.O. Garvana, Rajgangpur-770017 (Distt. Sundargarh, Orissa)
Tel. : +91-6624 222562/563 Fax : +91-6624 222 564 E-mail: oclrgp@oclsteel.in
Web : www.oclsteel.in CIN : L27102OR2006PLC008594

PROXY FORM-MGT-11

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

CIN: L27102OR2006PLC008594

Name of the Company: OCL IRON AND STEEL LIMITED

Registered Office: Vill. Lamloi, P.O. Garvana, Rajgangpur-770017 (Distt. Sundargarh, Orissa)

Name of the member(s):

Registered address:

E-mail Id:

Folio No/Client Id:

DP ID:

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

1. Name:
Address:
E-mail Id:
Signature:, or failing him
2. Name:
Address:
E-mail Id:
Signature:, or failing him
3. Name:
Address:
E-mail Id:
Signature:, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Ninth Annual General Meeting of the Company, to be held on, 30th day of September, 2014 at 10.00 a.m. at the Registered Office of the Company and at any adjournment thereof, in respect of such resolution set out in the Notice convening the meeting, as are indicated below:

Resolution No. 1: Adoption of Annual Audited Financial Statement, Report of Auditor's and Directors' for the financial year ended 31st March, 2014

Resolution No. 2: Declaration of dividend on Fully Paid-up Redeemable Non-Cumulative Preference Shares

Resolution No. 3: Re-appointment of Mr. Vinod Kumar Uppal (DIN: 00897121), who retires by rotation

Resolution No. 4: Appointment of M/s A.C. Gupta & Associates as Statutory Auditors of the Company and to fix their remuneration

Resolution No. 5: Ratification of remuneration of Mr. Yash Pal Sardana, Cost Auditors of the Company by the members

Signed thisday of, 2014

Signature of Shareholder

Signature of Proxy Holder (s)

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the Meeting.

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OCL  **STEEL**

OCL IRON & STEEL LIMITED

Registered Office :

Vill : Lamloi, P.O.: Garvana

Rajgangpur : 770 017

Distt : Sundargarh, Orissa