



HARIYANA METALS LIMITED

AN ISO-9001:2000. CERTIFIED CO.



- OFFICE : Old Motor Stand, Itwari, NAGPUR - 440 008. Tel. 2768743 - 49
- Gram : 'HARIYANA' ■ Fax : 0712-2760463
- WORKS : 145, Small Factory Area, NAGPUR - 440 008. ■ Tel. : 2766301, 2778364
- Fax : 0712 - 2730303 ■ E-mail ID : hariyana_ngp@sancharnet.in

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CIN : L99999MH1975PLC018080

Date: 7th October, 2014

To,
Department of Corporate Services,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Sub.: Compliance as per Clause No. 31(a) of the Listing Agreement.

Ref.: Name of the Company: Hariyana Metals Limited, Scrip Code: 506024

Dear Sir,

Please find enclosed herewith Form A required to be filed by the Company with the concerned Stock Exchange(s).

FORM A

1.	Name of the Company	:	Hariyana Metals Limited
2.	Annual Financial Statements for the year ended	:	31 st March, 2014
3.	Type of Audit observation	:	Unqualified
4.	Frequency of observation	:	N.A.
5.	To be signed by:-		
	• Mr. Harish Agrawal : Director	:	
	• Mr. Dinesh Agrawal : Director	:	
	• Audit Committee Chairman	:	Mr. Chandrakant Dahale
	• Auditors of the Company	:	M/s. Sajjad Rasul & Co. 85-A Sadiquabad, Mankapur, NAGPUR - 440 029

Kindly take the same on your record and acknowledge the receipt of the same.

Thanking you,
Yours truly,

For Hariyana Metals Limited

Mr. Harish Agrawal
DIRECTOR
DIN: 00291083



SAJJAD RASUL & CO.
Chartered Accountants

OTHERS
Proprietor
M. No. 108933

ANNUAL REPORT

2013-14



HARIYANA METALS LIMITED

HARIYANA METALS LIMITED

COMPANY REGN. NO : L99999MH1975PLC018080

ANNUAL REPORT
2013 - 2014
REGISTERED OFFICE

**OLD MOTOR STAND, ITWARI,
NAGPUR - 440 008
MAHARASHTRA**

BOARD OF DIRECTORS

**MR. DINESH AGRAWAL
MR. CHANDRAKANT N. DAHALE
MR. HARISH AGRAWAL**

**AUDITORS
SAJJAD RASUL & CO.
CHARTERED ACCOUNTANTS
NAGPUR**

**Registrar and Share Transfer Agents
Purva Sharegistry (India) Pvt Ltd
9 Shiv Shakti Industrial Estate
J.R.Boricha Marg Lower Parel
Mumbai 400 011**

**BOOKS CLOSURE
THURSDAY, 25TH SEPTEMBER 2014 TO TUESDAY, 30TH SEPTEMBER, 2014
(BOTH DAYS INCLUSIVE)**

NOTICE

NOTICE is hereby given that the Annual General Meeting of the Members of Hariyana Metals Limited will be held on Tuesday, the 30th day of September, 2014 at 2.00 P.M. at the Registered Office of the Company at Old Motor Stand, Itwari, Nagpur - 440 008, (Maharashtra) to transact the following business:

Ordinary Business:

To consider, pass following resolution with or without modification as an ordinary resolution

1. To receive, consider and adopt the Profit and Loss Account for the year ended 31st March, 2014 and the Balance Sheet as at that date and Reports of the Auditors and Directors thereon including Secretarial Compliance Certificate.
2. To appoint Director in place of Mr. Dinesh Agrwal, who retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment.
3. To appoint Auditors and to fix their remuneration.

Special Business:

4. To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149,152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Chandrakant Dahale (DIN 00306606), Director of the Company whose period of office is liable to determination by retirement of Directors by rotation and in respect of whom the Company has received notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (Five) consecutive years for a term up to 31st March, 2019.”

By order of the Board

Place : Nagpur
Dated : 31st May 2014

Sd/-
Director
(Dinesh Agrawal)
DIN 00291086

NOTES:

- (a) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY TO BE EFFECTIVE, SHOULD LODGE THE PROXY FORM AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. Pursuant to provision of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. 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 proxy for any other person or shareholder. Proxies submitted on behalf of the Company, societies must be supported by appropriate resolution/authority, as applicable.
- (b) The Register of Members and the Share Transfer Book of the Company will remain closed from Thursday 25th September, 2014 to Tuesday 30th September, 2014 (both days are inclusive). Members are requested to kindly notify the Company of any change in their addresses so as to enable the Company to address future communication to their correct addresses.
- (c) Shareholders are requested to bring their copies of annual report to the annual general meeting.
- (d) A member desirous of seeking any information on the accounts or operation of the Company is requested to forward his/her query to the Company at least seven working days prior to the date of meeting, so required information can be made available at the meeting.
- (e) Green initiative in Corporate Governance: The Government of India, Ministry of Corporate Affairs (MCA) vide its circular no. 17/2011 dated 21.04.2011 and 18/2011 dated 29.04.2011 has taken a "Green Initiative" and has allowed companies to make services of documents including Annual Report, Audited Financial Statements, Director's Report, Auditor's Report, etc. to the members through the electronic mode, to the registered email addresses of the members. This is a golden opportunity to contribute to our Nation at large. All you have to do is to register your e-mail address with the Company to receive communication through the electronic mode.
- (f) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/System Support Services.

Members who have not registered their e-mails addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically

Voting through Electronic means

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide its members the facility to exercise their right to vote at the 25th Annual General Meeting (AGM) by electronic means. The business may be transacted through e-voting Services provided by Central Depository Services Limited (CDSL).

The instructions for e-voting are as under:

Open your web browser during the voting period, from 29th September, 2014 (9.30 a.m) to 29th September, 2014 (5.30 p.m) and log on to the e-voting website www.evotingindia.com.

Click on "Shareholders" tab.

Select the Electronic Voting Sequence Number – "EVSN" along with the "COMPANY NAME" from the drop down menu and click on "SUBMIT".

Fill up the following details in the appropriate spaces:

	For members holding shares in Demat Form	For members holding shares Form
User-ID	For CDSL: 16 digits beneficiary ID	Registered Folio Number
Password <ul style="list-style-type: none"> • For Shareholders who have voted before on CDSL's e-voting system. • For Shareholders using the system for the first time 	Enter your existing password Enter the Unique password printed on the attendance slip	Enter the Unique password the attendance slip
PAN or Default Number*	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department	Enter the Default Number 12

* Members who have not updated their PAN with the Company/Depository Participant are requested to use 'DEFAULT NUMBER' in the PAN field.

After entering these details, click on "SUBMIT".

Members holding shares in Physical form will be redirected to the voting screen.

Members holding shares in Demat form will now reach Password change 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 resolution(s) 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.

You can update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending communication(s) regarding CSDL e-voting system in future.

HARIYANA METALS LIMITED

Members holding shares in Demat form and had logged on to www.evotingindia.com and casted your vote earlier for EVSN of any other Company, must use their existing login id and password.

For Members holding shares in Physical form, the password and default number can be used only for e-voting on the resolution contained in this Notice.

On the voting page, you will see Resolution with its 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, otherwise your vote will not be counted.

Click on the Resolution File link if you wish to view the entire Notice.

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.

Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.

Institutional members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through email at sajjadrasul52@gmail.com or busicomp@vsnl.com with a copy marked to helpdesk.evoting@cdslindia.com

In case you have any queries or issues regarding e-voting, please contact helpdesk.evoting@cdslindia.com or - busicomp@vsnl.com

The e-voting period commences on 29th September, 2014 (9.30a.m) and ends on 29th September, 2014 (5.30 p.m). During this period shareholder of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date: 29nd August, 2014, may cast their vote electronically.

The voting rights of shareholders shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date of 22nd August, 2014.

Mr. Sajjad Rasul Proprietor M/s. Sajjad Rasul & co. Statutory Auditor (Membership No. 108933 has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.

The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.

By Order of the Board
For HARIYANA METALS LIMITED.

Harish Agrawal Dinesh agrawal
DIRECTOR DIRECTOR
DIN 00291083 DIN 00291086

XPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statement sets out all material facts relating to certain Ordinary Business and all Special Businesses mentioned in the accompanying Notice:

Item No. 5

Mr.Chandrakant N Dahale, was appointed as an Additional Director of the Company at the meeting of the Board of Directors held on 16th December-2013. He was subsequently appointed by the Members at their Annual General Meeting in accordance with the erstwhile provisions of Section 257 of the Companies Act, 1956. Pursuant to the coming into force of Section 149 of the Companies Act, 2013 ("the Act") from April 1, 2014, the Company has re-assessed the status of its directors with a view to determining their qualifying for classification as Independent Directors in terms of Section 149(6) of the Act. Accordingly, Mr.Chandrakant N Dahale, fulfills the criteria laid out in Section 149(6) of the Act in this regard. Section 149(10) of the Act restricts the tenure of Independent Director to two terms of up to ten years, with a single term not exceeding five years, which shall be effective from April 1, 2014. In compliance with the provisions of Section 149 of the Act, it is proposed to appoint Mr.Chandrakant N Dahale, as an Independent Director of the Company to hold office for a term up to March 31, 2019.

The Board of Directors is of the view that your Company would greatly benefit from the rich and varied experience of Mr.Chandrakant N Dahale, and accordingly recommends the Ordinary Resolution set forth in Item No. 5 of the Notice for approval of the Members.

In the opinion of the Board, Mr.Chandrakant N Dahale, fulfills the conditions specified in the Act and the Equity Listing Agreement and he is independent of the management.

By Order of the Board
For HARIYANA METALS LIMITED.

Harish Agrawal Dinesh agrawal
DIRECTOR DIRECTOR
DIN 00291083 DIN 00291086

Registered Office
Near Old Motor Stand,
Old Bhandara Road, Itwari,
Nagpur 440-008,
Dated: 31st May, 2014

DIRECTORS REPORT

To,
The Members,

Your Directors present herewith the 38th Annual Report together with the audited accounts of the Company for the year ended 31st March 2014. Summarised financial results of the Company are furnished below:-

1. Financial Result

Particulars	Year ended on 31.03.2014	Year ended on 31.03.2013
	<i>(Rs. In Rupees)</i>	<i>(Rs. In Rupees)</i>
Sales	00	00
Other income	11,37,133	7,49,375
Gross Income	11,37,133	69,06,957
Less: Expenses	30,62,074	87,95,700
Interest	65	3,244
Depreciation		
Net Profit/(Loss)	(19,25,006)	(18,91,987)
Tax Expense	1,66,398	00
Net profit/(loss) after tax	(20,91,404)	(18,91,987)

The Directors regret their inability to recommend any dividend due to brought forward losses.

2. BUSINESS OVERVIEW:-

The Company has net loss of Rs. 20.91 Lacs against net Loss of Rs. 18.92 Lacs in last year. Further the Board is hopeful of expanding the Company's operation this year & expects your co-operation in the days to come. The Board is doing its best to make your Company start full mining activities & show progress in very near future. The Board is contemplating to take effective steps to save it from slipping in to a sick industrial unit.

On account of effective steps to control expenses & keep the losses to its minimum level, the year under consideration,

3. FIXED DEPOSITS :-

The Company has not accepted any fresh deposits within the purview of section 58 A of the Companies Act, 1956 during the year under review.

4. CONSERVATION OF ENERGY :-

Since the Company, though the particulars pursuant to requirement under section 217 (1) (e) of the Companies Act, 1956 with reference to conservation of energy, technology absorption, adoption and innovation are not material. Total foreign earning and outgo, energy consumption per MT of Production is as per Form 'A' is enclosed.

1. **RESEARCH & DEVELOPMENT & TECHNOLOGY ABSORPTION:-**

Production department of the Company are always in pursuit of finding the technology used by the Company in ways and means to improve the performance, quality and cost effectiveness of its products. The technology used by Company is updated as continuous exercise. The Company does not have a separate Research and Development activity

2. **PARTICULARS OF EMPLOYEES AND INFORMATION :**

There was no such employee employed during the year under review, hence the provision as prescribed u/s. 217 (2A) of the Companies Act, 1956 read with Companies (particulars of employee) Rules, 1975, as amended by the Companies (Amended) Act, 1988 is not applicable. The relation between the employees & the management remain cordial during the year under review.

3. **AUDITORS :**

M/s. Sajjad Rasul & co., Chartered Accountants, Nagpur, retires at the conclusion of the Annual General Meeting. to continue as the auditor of the Company. The Board proposed the reappointment of M/s. Sajjad Rasul & co.as the statutory auditor of the Company for the financial year 2014-2015.

Accordingly pursuant to section 139 of the Companies Act, 2013 M/s. Sajjad Rasul & co.Chartered Accountants, Nagpur, if appointed shall, hold the office from the conclusion of this annual general meeting until the conclusion of 38th Annual General Meeting subject to ratification of Appointment at every Annual General Meeting.

Further the auditors have confirmed their willingness and eligibility for appointment and have also confirmed that their reappointment, if made, will be within the limits under section 141 (3) (g) of the Companies Act, 2013.

4. **AUDIT REPORT :**

The auditors have observed & put remarks for non-provision of gratuity, leave salary, etc. as per AS – 15. Provision for gratuity. is not made in view of appointment of major new staff after earthquake, frequent changes in major staff & remote Site of factory and therefore Expenses are debited on payment basis as and when the same is paid. As per Auditor's comment regarding appointment of Qualified Company Secretary on whole time basis to comply with the requirements of Section 383 A of Companies Act, 1956, your directors have taken steps for complying aforesaid requirement. However, in absence of availability of suitable & affordable candidates, the said requirements cannot be complied. However, the Company is in the process of receiving the Compliance Certificate from Company Secretary. In our opinion, carrying amount of all assets does not exceed its recoverable amount hence no impairment loss is ascertained.

Hence, the concept of going concern though it is stated in Audit Report will not be affected.

5. **DIRECTORS :**

The Company has two independent Directors, appointed under the Listing Agreement, namely **Mr.Chandrakant N. Dahale** who have diverse business/administrative experience and are making significant contribution to the Company. At present, they are liable to retire by rotation. It is proposed to appoint them as Independent Directors, with a fixed tenure of up to five years each at the ensuing Annual General Meeting of the Company, subject to approval of the shareholders, in terms of Section 149 of Companies Act, 2013 (the Act). The Company has received separate notices under Section 160 of the Act from members signifying their Candidature as Directors along with requisite deposit as prescribed there under. All abovementioned Independent Directors have also given declarations that they meet the criteria of independence as provided in sub-section 6 of Section 149 of the Act. Their profile along with statement that in the opinion of the Board they fulfil the conditions as required in the

Act for such appointments are furnished in the statement pursuant to Section 102(1) of the Companies Act, 2013 annexed with the Notice for the forthcoming Annual General Meeting.

In accordance with articles of association of the Company and in view of provision of section 255 of the Companies Act, retirement & reappointment take place for following Directors:-

Mr. Dinesh Agrawal Director retires by rotation at the conclusion of the Annual General Meeting and being eligible, offers himself for re-appointment.

1. FOREIGN EXCHANGE :

Foreign Exchange inflow and outflow during the year was NIL

2. DIRECTOR'S RESPONSIBILITY STATEMENT :

Pursuant to the requirements of section 217 (2AA) of the Companies Act, 1956, your directors confirm that:

- I. In preparation of annual accounts, the applicable accounting standards except AS-15 & AS-28 have been followed along with proper explanation relating to material departures;
- II. We have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- III. We 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 and for preventing and detecting fraud and other irregularities;
- IV. We have prepared the annual accounts on a going concern basis as explained in note no:1 of notes forming part of financial statement.

3. CORPORATE GOVERNANCE:-

A separate section on Corporate Governance is included in the Annual Report and the Certificate from the Company's auditor's confirming the compliance of conditions subject to certain qualifications on Corporate Governance stipulated in clause 49 of the Listing Agreement is annexed thereto.

The Board of Directors of the Company adopted a Code of Conduct. The Directors have affirmed with the said code.

13. LISTING OF SHARES & LISTING FEES :

The equity capital of the Company is listed on the Mumbai Stock Exchange the necessary listing fees has been paid up to the year 2014-2015. & Calcutta Stock Exchange yet to be paid As per directives issued by the Securities and Exchange Board of India, the equity shares of the Company are to be traded in the Demat form. C D S L has admitted our equity shares for Electronic connectivity and allotted INE 219D01012

The Company had applied with NSDL for required connectivity.

The Company's listing is Suspended due to penal reason on the Mumbai Stock Exchange,

Company is in process for revocation of Suspension of trading of equity share with BSE

The statement pursuant to section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of employees) Rules 1975, for the year ended on March 31, 2014 is uncalled for. There is no director employed for the year or part of the year under review and were in receipt of remuneration in aggregate of Rs. 5,00,000/- p.m. or Rs. 60,00,000 p.a or more.

14. DEMATERIALISATION OF SHARES:

As you are aware that Company has Appointed Purva Sharegistry (India) Pvt. Ltd., having its address at:

9 Shiv Shakti Ind. Estate, J R Boricha Marg, Lower Parel East, Mumbai 400 011

Std code:022 Tel.:23016761/23012518,Fax:2301 2517 , E-mail: busicomp@vsnl.com

To act as Share Transfer and Depository Transfer Agent with NSDL & CDSL.

15. ACKNOWLEDGEMENT:

The Management wishes to place on record its appreciation for the services rendered by employees, contractors, bankers, and the management of the Indian Bureau of Mines and all concerned and convey their thanks to them.

**By Order of the Board
For HARIYANA METALS LIMITED .**

Harish Agrawal Dinesh agrawal
DIRECTOR DIRECTOR
DIN 00291083 DIN 00291086

Registered Office

Near Old Motor Stand,

Old Bhandara Road, Itwari,

Nagpur 440-008,

Dated: 31st May, 2014

ANNEXURE TO THE REPORT OF THE DIRECTORS

CONSERVATION OF ENERGY:

The Company lays great emphasis on savings in the cost of energy consumption. Therefore, achieving reduction in per unit consumption of energy is an ongoing exercise in the Company. Effective measures have been taken to minimise the loss of energy as far as possible.

Form 'A': Disclosure of particulars with respect to Conservation of Energy

Particulars	31 st March 2014	31 st March, 2013
Electricity Purchased		
<u>Coal consumed :</u>		
Quantity		
Total Cost	NIL	NIL
Average Rate (PMT)		
Furnace Oil		
Other Internal Generation		
<u>Consumption per unit of Production :</u>		
Electricity		

TECHNOLOGY ABSORPTION, RESEARCH AND DEVELOPMENT:

Production Department of the Company are always in pursuit of finding the ways and means to improve the performance, quality and cost effectiveness of its products. The technology used by the Company is updated as a continuous exercise. The Company does not have a separate Research and Development activity.

FOREIGN EXCHANGE EARNINGS / OUTGO:

The relevant details in respect of earnings in foreign exchange and outgo in foreign currency are Nil

By Order of the Board
For HARIYANA METALS LIMITED .

Harish Agrawal Dinesh agrawal

DIRECTOR
DIN 00291083

DIRECTOR
DIN 00291086

Place : Nagpur
Dated: 31st May 2014

HARIYANA METALS LIMITED

COMPLIANCE CERTIFICATE

To,
CIN: L99999MH1975PLC018080
The Members
Hariyana Metals Limited
Nagpur-440008

Auth. Cap. Rs. 3,00,00,000/-
Paid up Cap. Rs. 58,00,500/-

We have examined the registers, records, books and papers of Hariyana Metals Limited having its Registered Office situated at Old Motor Stand, Itwari, Nagpur-440008 (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company, for the financial year ended on 31st March, 2014 (Financial Year). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Acts and rules made there under and all entries therein have been duly recorded.
2. The company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time limit prescribed under the Act and rules made there under except as qualified in Annexure B.
3. The Company, being a Public Limited Company, comments under Section 3(1)(iii) of the Companies Act, 1956, applicable to private company are not required.
4. The Board of Directors duly met 5 (Five) times respectively on 30/04/2013, 31/07/2013, 26/08/2013, 31/10/2013, and 15/02/2014 in respect of these meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The company has closed its Register of Members during the financial year under review however the notice of book closure is not published in the news paper as required under section 154 of the Act.
6. The Annual General Meeting for the Financial Year ended 31st March, 2013 was held on 19th September, 2013 giving due notice to the members of the company and the resolutions passed there at were duly recorded in Minutes Book maintained for the purpose.
7. No Extra ordinary meeting(s) were held during the financial year. The Company has passed the Resolution for Shifting the Registered Office of the Company from the State of Gujarat to the State of Maharashtra through Postal Ballot on 16th September, 2013.
8. As per the information available and documents provided by the Company, it has not given loans to persons referred to in the Section 295 of the Act.
9. The company has not entered into any contract under the provisions of section 297 of the Act are applicable.
10. The company has complied with the necessary provisions and procedures wherever necessary in respect of transaction for which entries are required to be made in the register maintained under section 301 of the Act.
11. As there were no instances falling under the preview of Section 314 of the Act, the Company has not obtained any approvals from its Directors, members or the Central Government as the case may be.

12. The Company has issued duplicate share certificates after receiving specific requests from Members and after completion of necessary compliances during the financial year under review.
13. The Company has:
- (i) delivered all certificate on lodgment of transfer of shares after complying with procedures of the act.
 - (ii) not deposited any amount in a separate Bank Account as no dividend was declared during the financial year under review.
 - (iii) not posted warrants to any member of the company as no dividend was declared during the financial year under review.
 - (iv) the company is not required to transfer amounts in respect of unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund as the company do not have any of the amount lying in any of the above referred five accounts.
 - (v) generally complied with the requirements of section 217 of the Act.
14. The Board of Directors of the Company is duly constituted and the appointments of Directors, Resignation of Directors and Directors to fill casual vacancy have been duly made during the financial year.
15. The company has not appointed any managerial persons during the period under review pursuant to section 269 read with Schedule XIII under the Act.
16. The company has not appointed any sole-selling agents during the financial year under review.
17. The Company was required to obtain any approvals from Regional Director for shifting the registered office of the company from the State of Gujarat to the State of Maharashtra. The order was passed vide order no. RD(NWR)/17/(233)/2013/5230 dated 27.01.2014. The Company was not required to obtain any other approval of the Central Government, Company Law Board, Regional Director, the Registrar of Companies or such other authorities prescribed under the various provisions of the Act.
18. The directors have disclosed their interest in other firms and companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The company has not issued any shares during the financial year under review.
20. The company has not bought back any shares during the financial year ending 31st March, 2014.
21. The Company has no preference share capital or debentures and as such there was no redemption of preference shares or debentures during the financial year.
22. There were no transactions necessitating the company to keep in abeyance the rights to dividend / rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited / accepted any fresh deposits from the public including any unsecured loans falling within preview of sections 58A of the Act during the financial year under review.
24. The Company has not made any fresh borrowing during the financial years within the provisions of section 293(1)(d) of the Act.
25. The company has not made any fresh loans to or investments in other bodies corporate

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26. The company has not altered the provisions of the memorandum with respect to situation of the company's registered office from one state to another during the financial year under scrutiny. But, the company has processed the application for shifting of Registered Office of the Company from the State of Gujarat to the State of Maharashtra. The Order was passed by the Regional Director vide order no. RD (NWR)/17/(233)/2013/5230 dated 27.01.2014 for shifting the Registered Office from One State to another.

27. The company has not altered the provisions of the memorandum with respect to the objects of the company during the financial year under scrutiny.

28. The company has not altered the provisions of the memorandum with respect to name of the company during the financial year under scrutiny.

29. The company has not altered the provisions of the memorandum with respect to share capital of the company during the financial year under scrutiny.

30. The company has not altered its articles of association during the financial year under review.

31. There was no prosecutions initiated against or show cause notices received by the company during the financial year under review for offences under the Act.

32. The company has not received any amount as security from its employees during the financial year under certification.

33. The company has not deducted any contribution towards Provident Fund during the financial year under review.

Place: MUMBAI
Date: 14.08.2014

Mandar Palav
C.P. No. 13006

Annexure A

Registers maintained by the Company

1. Register of Members u/s 150 of the Act.
2. Register and Returns u/s 163 of the Act.
3. Books of Accounts and other Records u/s 209 of the Act.
4. Register of Directors u/s 303 of the Act.
5. Register of Directors' Shareholding u/s 307 of the Act.
6. Register of Contracts u/s 301.
7. Register of Charges.

Annexure B

Forms and Returns as filed by the Company with the Registrar of Companies during the financial year ending on 31st March 2014.

-----NIL-----

Place: MUMBAI
Date: 14.08.2014

Mandar Palav
C.P. No. 13006

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Directors have pleasure in presenting the Management Discussion and Analysis report for the year ended on 31st March 2014.

INDUSTRY STRUCTURE AND DEVELOPMENT:

The industry is showing some improvement & your Directors are expecting better industrial development in the coming years.

SEGMENT-WISE PERFORMANCE:

The Company trades in a single business segment. The Company has passed through a very unusual phase, any worthwhile comparison of performance between two periods would be inconclusive. There is, yet, considerable scope for improvement.

OPPORTUNITIES AND THREATS:

The Company is taking maximum efforts to capitalize on business opportunities & further expect a better outlook in the coming years. The threats to the segment in which the Company operates are pricing pressure arising due to competition from low cost suppliers, technology up gradation, severe competition and newly emerging competitive nations and stricter environment laws.

STRENGTH:

The existing management has a strong technical, finance and administrative expertise in various industries and corporate sectors including the business of the Company.

RISKS AND CONCERNS:

Your Company is working essentially in global market place. However since the Company is into trading activity It is attributed to all the risk and concerns attached with the trading industries as a whole.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The internal control system is looked after by Directors themselves, who also looked after the day to day affairs to ensure compliances of guide lines and policies adhere to the management instructions and policies to ensure improvements in the system. The Internal Audit reports are regularly reviewed by the management. The Company has proper and adequate internal control system commensurate with the size of the business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. Efforts for continued improvement of internal control system are being consistently made in this regard.

HUMAN RESOURCES VIS-À-VIS INDUSTRIAL RELATIONS:

The Company values and appreciates the dedication and drive with which its employees have contributed towards improved performance during the year under review. The relations with workers and staff are cordial during the year under review. All issues pertaining to staff matters are resolved in harmonious and cordial manner.

CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. 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

REPORT ON CORPORATE GOVERNANCE FOR THE YEAR 2013-14
(PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT)

The Company pursuant to Clause 49 of the listing agreement with the Stock Exchanges furnishes its report on the code on Corporate Governance.

1. Company's Philosophy on Code of Governance:

Your Company is fully committed to the principles of transparency, integrity and accountability in all spheres of its operations and has been practicing the principles of good corporate governance over the years. In keeping with this commitment, your Company has been upholding fair and ethical business and corporate practices and transparency in its dealings and continuously endeavors to review strengthen and upgrade its systems and procedures so as to bring in transparency and efficiency in its various business segments.

Your Board of Directors presents the Corporate Governance Report for the year 2013- 14 based on the disclosure requirements under Clause 49 of the Listing Agreement existing as on 31st March, 2014.

2. Board of Directors:

The Board of Directors of the Company is composed of committed persons with considerable experience in varied fields and comprises a majority of Non-Executive Directors. The Board is properly constituted as per Clause 49 of the Listing Agreement.

None of the Directors on the Board is a Member of more than 10 Committees or Chairman of more than 5 Committees across all the Companies in which he is a Director. Necessary Disclosures regarding Committee positions in other Public Companies as on March 31, 2014 have been made by the Directors.

During the financial year ended 31st March, 2014, 5 Meetings of the Board of Directors were held as on 30/04/2013, 31/07/2013, 26/08/2013, 31/10/2013, and 15/02/2014.

Sr.	Name of Directors	Category of Directors	No. of Board Meetings held during the Year	No. of meetings attended	Whether attended last AGM	No. of other Directorship	No. of membership of Committees in other Public Ltd Companies
1	Mr. Dinesh Agrawal	Executive Director	5	5	Yes	1	2
2	Mr. Harish Agrawal	Executive Director	5	5	Yes	1	2
3	Mr. Chandrakant Dahale	Independent Director	5	5	Yes	1*	2*

* Mr. Chandrakant Dahale was Director of Mahesh Agricultural Implements & Steel Forgings Ltd. He was resigned on 27th July, 2013.

Notes:

1. Excludes alternate Directorships and Directorships in foreign companies and private companies.
2. Excludes Committees other than Audit Committee and Shareholders' / Investors' Grievance Committee and Companies other than public limited companies.

The Board periodically reviews compliance reports of all the laws applicable to the Company and has put in place procedures to review steps to be taken by the Company to rectify instances of non-compliance, if any.

3. Particulars of appointed & re-appointed Directors:

In accordance with the requirements of the Companies Act, 1956 and Article of Association of the Company Mr. Dinesh Agrawal retire by rotation and being eligible have offered themselves for re-appointment. The Board of Directors recommends his re-appointment. The Company has received requisite notices in writing from members proposing Mr. Chandrakant Dahale for appointment of Independent Directors in terms of the requirement of Companies Act, 2013. The Company has received declaration from all the Independent Directors of the Company confirming that they meet with criteria of Independence as prescribed under sub-section (6) of section 149 of the Companies Act, 2013 and under clause 49 of the Listing Agreements with the Stock Exchanges.

* Committees means only Audit and Shareholder's/ Investor Grievance Committee as per Clause 49 of the Listing Agreement.

4. Audit Committee:

i. Brief Description of Terms of Reference

The Audit Committee of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreement with the Stock Exchanges read with Section 292A of the Companies Act, 1956.

The terms of reference, Role and powers of the Audit Committee are as mentioned in Clause 49 II (A) to (E) of the Listing Agreement entered into with the Stock Exchanges and read with Section 292A of the Companies Act, 1956 and To review Internal Audit Reports, Statutory Auditors' Report on the financial statements, to generally interact with the Internal Auditors and Statutory Auditors, to review the adequacy of internal control systems, to select and establish accounting policies, to review financial statements before submission to the Board, to recommend the appointment and removal of external auditor and fixation of audit fees and other matters specified under Clause 49 of the Listing Agreement and Section 292A of the Companies Act, 1956.

ii. Composition

The Audit Committee comprised of Mr. Chandrakant Dahale Chairman, Mr. Dinesh Agrawal and Mr. Harish Agrawal as Members. The composition of the Board of Directors is in accordance with Clause 49 of the Listing Agreement.

All the Members of the Audit Committee are financially literate and possess sound knowledge of accounts, audit, finance etc. Mr. Chandrakant Dahale is the Chairman of the Audit Committee.

iii. Meetings and Attendance During the Year:

During the 2013-2014 under review 4 meetings of the Audit Committee were held on, 30/04/2013, 31/07/2013, 31/10/2013 and 15/02/2014. The attendance of members is as follows:

Share Transfer & Shareholders' / Investors' Grievance Committee:

(i) Composition

The Share Transfer & Shareholders' / Investors' Grievance Committee comprises following Members:

Name	Category	Meetings during the year 2013-14	
		Held	Attended
Mr. Dinesh Agrawal	Chairman Executive Director	4	4
Mr. Harish Agrawal	Member Executive Director	4	4
Mr. Chandrakant Dahale	Member Independent Director	4	4

The constitution and terms of reference of the Share Transfer & Shareholders' / Investors' Grievance Committee is in agreement with the guidelines prescribed under Clause 49 of the Listing Agreement entered into with the Stock Exchanges.

This committee (i) approves and monitors transfers, transmission, splitting and consolidation of securities and issue of duplicate Certificates by the Company; (ii) looks into various issues relating to shareholders, including the redressal of shareholders' and investors' complaints like transfer of shares, non-receipt of Balance Sheet, dividend etc.; and (iii) carries out the functions envisaged under the Code of Conduct for Prevention of Insider Trading adopted in terms of Regulation 12(1) of the SEBI (Prohibition of Insider Trading) Regulations, 1992.

The Board has designated Mr. Dinesh Agrawal, as the Compliance Officer.

The total number of complaints received and replied to the satisfaction of the shareholders during the year is as follows:-

No. of shareholders' complaints received during the year	:	0
No. of complaints not resolved to the satisfaction of shareholders	:	0
No. of pending share transfers	:	0
No. of Complaints Resolved	:	0

6. MANAGEMENT DISCUSSION AND ANALYSIS:

A detailed section on Management Discussion and Analysis. is attached above.

7. GENERAL BODY MEETINGS:

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

Financial Year	Date	Time	Location
2012-2013	19/09/2013	02.00 p.m.	202, Hotel Samrat International, 37, Karanpara, Near S. T. Bus Station, Rajkot- 360 001.
2011-2012	24/09/2012	11.00 a.m.	Usha Kiran Apt, Sardar Nagar Main Rd Rajkot.
2010-2011	29/09/2011	11.00 a.m.	Usha Kiran Apt, Sardar Nagar Main Rd Rajkot.

(ii) Special Resolution passed in previous three Annual General Meetings: NIL

(iii) Special Resolution passed last year through Postal Ballot: - NIL

OTHER DISCLOSURES:

(a) Related Party Transactions

Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the Directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of Company at large:

None of the transactions with any of the related parties were in conflict with the interest of the Company at large.

(b) Disclosure of Accounting Treatment

In the preparation of financial statements, the Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India to the extent applicable.

(c) Disclosures on Risk Management

During the year under review, a detailed exercise on Business Risk Management was carried out covering the entire spectrum of business operations and the Board has been informed about the risk assessment and minimization procedures as required under Clause 49 of the Listing Agreement. The Company has framed the Risk Assessment and Minimization- Procedure which will be periodically reviewed by the Board.

(d) Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years:

The Company was suspended from trading in Equity Shares of the Company from stock exchanges due to penal reasons. The Company is making all necessary Compliances with the Stock Exchanges and other Statutory Authorities for revocation of its suspension.

(e) It is confirmed that no personnel has been denied access to the Audit Committee.

REMUNERATION OF DIRECTORS:

Details of remuneration paid to Directors
None of Directors have been paid during the year.

MEANS OF COMMUNICATION:

I. Quarterly Results:

The quarterly, half-yearly and yearly financial results of the Company are sent to the Stock Exchanges immediately after they are approved by the Board.

II. Website:

Name of the Company's Website where the results are displayed is www.hariyanametals.com.

III. Official News Releases:

The Company displays official news releases as and when the situation arises.

IV. Presentations:

The Company makes presentation to institutional investors or the analysts when found appropriate.

11. GENERAL SHAREHOLDER INFORMATION:

(a) AGM DATE, TIME AND VENUE:

Annual General Meeting will be held on, **Tuesday 30th September, 2014 at 10.00 A.M.** at the registered office of the Company at **-Old Motor Stand, Itwari, Nagpur - 440 008.**

(b) FINANCIAL YEAR:

The Financial Year is from 1st April 2014 to 31st March 2015.

Tentative Schedule

Unaudited Results for quarter ending June 30, 2014	: End of July 2014
Unaudited Results for quarter ending September 30, 2014	: End of October 2014
Unaudited Results for quarter ending December 31, 2014	: End of January 2014
Audited Results for year ending March 31, 2015	: End of July 2015.
AGM for year ending March 31, 2015	: End of September 2015.

(c) BOOK CLOSURE PERIOD: Thursday, the 25th September, 2014 to Tuesday, the 30th September, 2014 (both days are inclusive)

(d) DIVIDEND PAYMENT: The Company has not declared any dividend.

(e) STOCK EXCHANGES WHERE SECURITIES ARE LISTED:

Name of the Stock Exchange (Equity Shares)	Stock Code
BSE Limited	506024
Calcutta Stock Exchange Limited	18101

(f) STOCK MARKET DATA:

There has not been any trade in the shares of the Company during the year ended 31st March, 2014. However the Board of Directors are making efforts for revocation of suspension of trading in equity shares of the Company.

(g) REGISTRAR AND TRANSFER AGENT: Purva Share Registry (India) Pvt Ltd.
Shiv Shakti Industrial Estate,
Unit No.9, J R Boricha Marg,
Sitamil Compound, Lower Parel,
Mumbai-400011.

(h) SHARE TRANSFER SYSTEM WITH NUMBER OF SHARES TRANSFERRED:

Physical shares sent for transfers or dematerialization are generally registered and returned within a period of 15 days from the date of receipt of completed and validly executed documents.

(i) DEMATERIALIZATION OF SHARES AND LIQUIDITY:

ISIN:INE219D01012.

(j) OUTSTANDING GDRS/ WARRANTS, CONVERTIBLE BONDS, CONVERSION DATE AND ITS IMPACT ON EQUITY: Nil



(ii) Shareholding pattern as at 31st March, 2014:

Category	No. of Shares held	% to Total Shares
Promoter Group	312550	53.84
Mutual Funds and UTI	00	0.00
Banks & Financial institutions & Insurance Companies etc.	10 00	0.17
Corporate Bodies	63950	11.02
General Public	203000	34.97
NRI/OCBs	0	0.00
TOTAL	580500	100.00

(I) ADDRESS FOR CORRESPONDENCE:

The Company's Registered Office is situated at:

Regd off: Old Motor Stand, Itwari,
Nagpur- 440008.

12. CODE OF CONDUCT:

The Board has laid down a Code of Conduct for all Board Members and Senior Management of the Company which is posted on the website of the Company. All Board Members and Senior Management Personnel have affirmed compliance with the Code on an annual basis. A declaration to this effect signed by the Chairman forms part of this Report.

NON-MANDATORY REQUIREMENTS:

The Company is not yet implementing the non-mandatory requirements under Clause 49 of the Listing Agreement. However, adoption of other non-mandatory requirements under Clause 49 of the Listing Agreement is being reviewed by the Board from time to time.

**By Order of the Board
For HARIYANA METALS LIMITED.**

Harish Agrawal Dinesh agrawal

**DIRECTOR
DIN 00291083**

**DIRECTOR
DIN 00291086**

Place : Nagpur
Dated: 31st May 2014

Independent Auditors' Report

To
The Members of
HARIYANA METALS LIMITED

Report on the Financial Statements

1. We have audited the accompanying financial statements of HARIYANA METALS LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information, which we have signed under reference to this report.

Management's Responsibility for the Financial Statements

2. The Company's 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 including Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

3. 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 misstatements.
4. 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. 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.
5. 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 accompanying 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 the Statement of Profit and Loss, of the profit for the year ended on that date;
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matter

1. We draw your attention to the following
Non- Inclusion of contingent liability of Rs. 43,31,361/- Item No. II (i) "Claim not acknowledged as debts in Schedule 19"
2. As required by the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amendment) Order 2004' issued by the Central Government of India in terms of Section 227(4A) of the Act (herein after referred to as the Order) and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
3. 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, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with this report comply with the Accounting Standards referred to in section 211(3C) of the Act;
 - e) On the basis of the written representations received from the directors as on March 31, 2014, 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 Section 274(1)(g) of the Act.

For Sajjad Rasul & Co
Chartered Accountant
FRN 120594W

(Sajjad Rasul
Proprietor
Membership No : 10893:

Place : Nagpur
Date : 31st May, 2014

HARIYANA METALS LIMITED

Balance Sheet as at 31st March 2014

Particulars		Schedule	31st March	31st March
			2014	2013
I. EQUITY AND LIABILITIES				
1 Shareholders' Funds				
(a)	Share capital	1	5,805,000	5,800,500
(b)	Reserves and Surplus	2	5,845,829	7,942,233
2 Non-Current Liabilities				
(a)	Long Term Borrowings	3	11,512,997	4,234,589
(b)	Deferred Tax liabilities (Net)		-	-
3 Current Liabilities				
(a)	Trade Payables	4	12,686,994	1,592,087
(b)	Short-Term Borrowing	5	-	-
TOTAL			35,850,820	19,569,409
II. ASSETS				
1 Non-current Assets				
(a) Fixed Assets				
(i)	Tangible assets	6	26,414,025	4,573,711
(ii)	Intangible assets		-	-
(b)	Non Current Investment	7	268,407	268,407
(c)	Deferred tax Asset (Net)		-	-
2 Current assets				
(a)	Inventories	8	-	-
(b)	Trade receivables	9	2,300,492	5,092,508
(c)	Cash and cash equivalents	10	434,761	984,848
(d)	Short-term loans and advances	11	6,433,135	8,649,935
TOTAL			35,850,820	19,569,409

Accounting Policies, Contingent Liability 19

Schedule "1" to "11" & 19 referred to above form an integral part of the Balance Sheet

As per our Report of even date
For Sajjad Rasul & Co.
Chartered Accountants
FRN 120594W

(Sajjad Rasul)
Proprietor
(M.No. 108933)

Nagpur dated 31st May 2014

For HARIYANA METALS LIMITED

HARISH AGRAWAL DINESH AGRAWAL
Director Director
DIN 291083 DIN 291066

HARIYANA METALS LIMITED

Profit and loss statement for the year ended 31st March 2014

Particulars		Schedule	31st March	31st March
		s	2014	2013
I.	Revenue from operations	12	0	6,157,582
II.	Other income	13	1,137,133	749,375
III.	Total Revenue (I + II)		1,137,133	6,906,957
IV.	Expenses:			
	Cost of materials consumed	14	0	30,590
	Purchases of Stock-in-Trade		0	5,568,281
	Changes in inventories	15	0	0
	Employees benefit expenses	16	364,000	324,000
	Finance Costs	17	65	3,244
	Depreciation and amortization expenses	6	26,686	68,098
	Other expenses	18	2,676,388	2,804,731
	Total expenses		3,067,139	8,798,944
V.	Profit (Loss) before exceptional and extraordinary items and tax (III-IV)		(1,930,006)	(1,891,987)
VI.	Exceptional items		0	0
VII.	Profit/(Loss) before extraordinary items and tax (V - VI)		(1,930,006)	(1,891,987)
VIII.	Extraordinary Items		0	0
IX.	Profit/ (Loss) before tax (VII- VIII)		(1,930,006)	(1,891,987)
X	Tax expense:			
	(1) Current Tax		0	0
	(2) Deferred Tax		0	0
	(3) Tax for Earlier years		166,398	0
XI	Profit (Loss) for the period from continuing operations (IX-X)		(2,096,404)	(1,891,987)
XII	Profit/(Loss) from last year		(2,971,072)	(1,079,085)
XIII	Total Profit (Loss) for the period (XI + XII)		(5,067,476)	(2,971,072)
XIV	Earnings per equity share:			
	(1) Basic		(3.61)	(3.26)
	(2) Diluted			

Accounting Policies,Contingent Liability "19"

Schedule "12" to "19" referred to above form an integral part of the Profit & Loss Account.

As per our Report of even date
For Sajjad Rasul & Co.
Chartered Accountants
FRN 1205994W

HARIYANA METALS LIMITED

(Sajjad Rasul)
Proprietor

HARISH AGRAWAL
DIRECTOR
DIN 291083

DINESH AGRAWAL
DIRECTOR
DIN 291066

Nagpur dated 31st May 2014

HARIYANA METALS LIMITED

Schedules Forming part of Balance Sheet as at 31st March 2014

Schedule 1

<u>Share Capital</u>	As on 31st March 2014	As on 31st March 2013
Authorised (30,00,000 Equity Shares of Rs.10/- each)	30,000,000	30,000,000
Issued (5,80,500 Equity Shares of Rs.10/- each)	5,805,000	5,805,000
Subscribed & Paid up (5,80,500 Equity Shares of Rs.10/- each)	5,805,000	5,805,000
Less : Allotment Money Due (Other)		4,500
Total	5,805,000	5,800,500

Schedule 2

<u>Reserves & Surplus</u>	As on 31st March 2014	As on 31st March 2013
(a) Capital Reserve Opening Balance	10,913,306	10,913,306
Closing Balance	10,913,306	10,913,306
(b) Surplus Opening balance	(2,971,073)	(1,079,086)
(+) Net Profit/(Net Loss) For the current year	(2,096,404)	(1,891,987)
Closing Balance	(5,067,477)	(2,971,073)
Total (a)+(b)	5,845,829	7,942,233

Schedule 3

<u>Long Term Borrowings</u>	As on 31st March 2014	As on 31st March 2013
Secured Borrowings :		
Term Loan Sales Tax Defferal	1,775,397	1,775,397
Unsecured Borrowings :	9,737,600	2,459,192
Total	11,512,997	4,234,589

HARIYANA METALS LIMITED

Schedule 4

<u>Trade Payables</u>	As on 31st March 2014	As on 31st March 2013
Sundry Creditors	12,676,630	1,583,813
Security Deposits Payable	10,364	8,274
Total	12,686,994	1,592,087

Schedule 5

<u>Short Term Borrowings</u>	As on 31st March 2014	As on 31st March 2013
Secured : Loans Repayable on Demand		
Total	-	-

HARIYANA METALS LIMITED

Schedule "6"

Statement of Fixed Asset for the year ending on 31st March 2014

Fixed Assets	Gross Block				Accumulated Depreciation					Net Block		
	Balance as at 1st April 2013	Additions/ (Disposals)	Acquired through business combinations	Revaluation s/ (Impairment s)	Balance as at 31st March 2014	Balance as at 1st April 2013	Depreciation charge for the year	Adjustment due to revaluations	On disposals	Balance as at 31st March 2014	Balance as at 1st April 2013	Balance as at 31st March 2014
Tangible Assets												
Land Leasehold	359,840	21,867,000	-	-	22,226,840	-	-	-	-	-	359,840	22,226,840
Building & Shed	1,603,146	-	-	-	1,603,146	536,083	-	-	-	536,083	1,067,063	1,067,063
Plant & Machinery	40,948,872	-	-	-	40,948,872	37,993,920	-	-	-	37,993,920	2,954,952	2,954,952
Furniture, Fixture & Office Equipments	842,885	-	-	-	842,885	651,030	26,686	-	-	677,716	191,856	165,170
Total	43,754,743	21,867,000	-	-	65,621,743	39,181,033	26,686	-	-	39,207,719	4,573,711	26,414,025

HARIYANA METALS LIMITED

Schedule 7

<u>Non Current Investments</u>	As on 31st March 2014	As on 31st March 2013
A. Trade Investments		
Total (A)	-	-
B. Other Investments		
(a) Investment in Equity instruments	268,407	268,407
(b) Investments in preference shares	-	-
(c) Other non-current investments (National Saving Certificate)	-	-
Total (B)	268,407	268,407
Grand Total (A + B)	268,407	268,407
Less : Provision for diminution in the value of Investments	-	-
Total	268,407	268,407

Schedule 8

<u>Inventories</u>	As on 31st March 2014	As on 31st March 2013
Finished Goods	-	-
Stores & Spares	-	-
Total	-	-

Schedule 9

<u>Trade Receivables</u>	As on 31st March 2014	As on 31st March 2013
Trade receivable outstanding for a period less than six months from the date they are due for payment.		
Secured, considered good	-	-
Unsecured, considered good	-	691,332
Secured, considered doubtful	-	-
Less: Provision for doubtful debts	-	-
	-	691,332
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Secured, considered good	-	-
Unsecured, considered good	2,300,492	4,401,176
	2,300,492	4,401,176
Total	2,300,492	5,092,508

HARIYANA METALS LIMITED

Schedule 10

Cash and cash equivalents	As on 31st March 2014	As on 31st March 2013
a. Balances with Banks		
ICICI Bank (C/A.005905006050)	17,348	15,348
IDBI Bank LTD NO.0389103000000772	22,719	161,975
SBI A/C NO. 30052093253	12,612	13,612
N.N.S.B. Bank L04601/7632	57,129	22,689
b. Cash in hand		
Cash at Office	324,953	771,224
Total	434,761	984,848

Schedule 11

Short-term loans and advances	As on 31st March 2014	As on 31st March 2013
a. Loans and advances to related parties	-	-
b. Others (specify nature)		
Secured, considered good	-	-
Unsecured, considered good	6,433,135	8,649,935
Doubtful	-	-
Less: Provision	-	-
	6,433,135	8,649,935
Total	6,433,135	8,649,935

As per our Report of even date For HARIYANA METALS LIMITED

For Sajjad Rasul & Co.

Chartered Accountants

FRN 120594W

(Sajjad Rasul)

Proprietor

(M.No. (108933)

HARISH AGRAWAL DINESH AGRAWAL

Director

Director

DIN 291083

DIN 291066

Nagpur dated 31st May 2014

Schedules Forming part of Profit & Loss Account as on 31st March 2014

Schedule 12

Revenue from Operation	As on 31st March 2014	As on 31st March 2013
SALES		
Iron & Steel	-	6,157,582
FG Sales (Trading)	-	6,157,582
Total	-	6,157,582

Schedule 13

Other Income	As on 31st March 2014	As on 31st March 2013
Commission Received	800,000	-
Interest Received	312,620	-
Dividend Received	-	100,050
Miscellaneous Receipt	-	551,388
Accounts Written Off	-	97,937
Sales Tax Refund	24,513	-
Total	1,137,133	749,375

Schedule 14

Cost of Material Consumed	As on 31st March 2014	As on 31st March 2013
A) Cost of Raw Material Consumed		
Opening Stock	-	-
Add: Purchase & Expences	-	-
less: Closing Stock	-	-
Cost of Raw Material Consumed	-	-
B) Manufacturing Expenses		
Goods Expenses	-	10,850
Stores & Spares Consumed	-	-
Repairs to :		
Building	-	15,870
Other Assets	-	3,870
Sub Total	-	30,590
Total	-	30,590

Schedule 15

Changes in inventories	As on 31st March 2014	As on 31st March 2013
Opening Stock		
Finished Goods	-	-
Sub Total	-	-
Less:- Closing Stock		
Finished Goods	-	-
Sub Total	-	-
Total	-	-

Schedule 16

Employee Benefit Expenses	As on 31st March 2014	As on 31st March 2013
Salary,Wages,Bonus and Allowances	364,000	324,000
Contribution To Provident Fund & Other Fund	-	-
Total	364,000	324,000

Schedule 17

Finance Cost	As on 31st March 2014	As on 31st March 2013
Interest to Others	65	3,244
Total	65	3,244

HARIYANA METALS LIMITED

Detail Sheet to Schedules Forming part of Profit & Loss Account as on 31st March 2014

Salary, Wages, Bonus and Allowances :	As on 31st March 2014	As on 31st March 2013
Salary	276,000.00	242,000.00
House Rent Allowance	36,000.00	33,000.00
Ex-Gratia	28,000.00	27,000.00
Conveyance Allowance	24,000.00	22,000.00
Total	364,000.00	324,000.00

Contribution To Provident Fund & Other Fund	As on 31st March 2014	As on 31st March 2013
Provident Fund	-	-
Total	-	-

Welfare Expenses	As on 31st March 2014	As on 31st March 2013
Contribution To E.S.I.C.	-	-
Staff & Welfare Expenses	-	-
Labour Welfare Fund	-	-
Total	-	-

Goods Expenses	As on 31st March 2014	As on 31st March 2013
F/G. Handling Charges	-	10,850.00
Total	-	10,850.00

Stores and Spares Consumed	As on 31st March 2014	As on 31st March 2013
Stores & Spares	-	-
Total	-	-

HARIYANA METALS LIMITED

Power & Fuel	As on 31st March 2014	As on 31st March 2013
Steam Coal	-	-
Power	-	-
Total	-	-

Rates & Taxes (Others)	As on 31st March 2014	As on 31st March 2013
Corporation Tax	25,988.00	33,679.00
Sales Tax Earlier years	839,556.00	6,738.00
Total	865,544.00	40,417.00

Administrative & Other Misc Expenses	As on 31st March 2014	As on 31st March 2013
Conveyance Charges	22,050.00	39,078.00
Electricity Charges	369,780.00	560,100.00
Fees & Subscription	59,540.00	26,310.00
Law & Legal Expenses	100.00	1,000.00
Office Expenses	880.00	12,560.00
P.F. Administrative Charges	-	91.00
Postage & Telegram	146.00	40.00
Printing & Stationery	50.00	21,173.00
Professional Charges	130,618.00	266,986.00
Profession Tax (Company)	2,500.00	2,500.00
Retainership & Consultancy Fees	8,000.00	15,000.00
Sales Promotion Expenses	-	74,771.00
Security Charges	41,602.00	164,640.00
Telephone Charges	45,655.00	77,536.00
Travelling Expenses	8,900.00	111,860.00
Water Charges	18,233.00	13,145.00
Total	708,054.00	1,386,790.00

Payment to Auditors :	As on 31st March 2014	As on 31st March 2013
Audit Fees	15,000.00	30,000.00
Tax Audit Fees	-	7,500.00
Total	15,000.00	37,500.00

As per our Report of even date For HARIYANA METALS LIMITED

For Sajjad Rasul & Co.

Chartered Accountants

FRN 120594W

**(Sajjad Rasul)
Proprietor
(M.No. 108933)**

**HARISH AGRAWAL DINESH AGRAWAL
DIRECTOR DIRECTOR
DIN 291083 DIN 291066**

Nagpur dated 31st May 2014

HARIYANA METALS LIMITED

Registered Office : Old Motor Stand, Itwari, Nagpur – 2

PROXY FORM

I/We _____ of _____
in the district of _____ being a Member/Members of Hariyana
Metals Limited. Hereby appoint _____
of _____ in the district of _____ of failing him
_____ of _____
in the district of _____
as my/our Proxy to attend and vote for me/us are on my/our behalf at the 40TH ANNUAL
GENERAL MEETING of the Company to be held on Tuesday 30th day of September,
2014 at 2.00 P. M and at any adjournment thereof..

Signed this _____ day of _____ 2014

Signature(s) of
The Members(s)

Folio No. _____

D.P. ID* _____

Client ID* _____

Note :

1. This Proxy Form must be deposited at the Registered Office of the company, not later than 48 hours before the time of meeting.
2. A Proxy need not be a member.
* Applicable for Investors holding shares in Electronic Mode.

HARIYANA METALS LIMITED

Registered Office : Old Motor Stand, Itwari, Nagpur – 2

PROXY FORM

(To be handed over at the entrance of the Meeting Hall)

I hereby record my presence at the 40TH ANNUAL GENERAL MEETING at Old Motor Stand, Itwari, Nagpur – On Tuesday 30th day of September, 2014 at 2.00 P. M.

Name of the Member _____

No. of Shares held _____

Folio No. _____

DP ID* _____ Cliend ID* _____

Name of the Proxy/Representative (in Block Letter) (To be filed in if the Proxy attends instead of the Member)

Signature of the Members of Proxy/Representative

*Applicable for investors holding shares in Electronic Mode.