

**KUSUM INDUSTRIAL GASES LTD**  
**ANNUAL REPORT**  
**2017-2018**

## DIRECTORS' REPORT

To  
The Members of  
Kusum Industrial Gases Ltd

Your Directors have pleasure in presenting the 36<sup>th</sup> Annual Report on the business and operations of the Company together with the Audited Financial Accounts for the year ended 31<sup>st</sup> March, 2018.

### FINANCIAL RESULTS

(Amount in Rs.)

	<u>Year ended March 31, 2018</u>	<u>Year ended March 31, 2017</u>
Profit before depreciation	15,83,912	2,61,68,444
Less : Depreciation	4,06,138	5,28,752
Profit before tax	11,77,774	2,56,39,692
Provision for taxation	87,879	2,04,655
Profit after taxation	10,89,895	2,54,35,037
Other Comprehensive Income	-40,30,76,568	1,86,46,51,102
Balance brought forward from Previous year	6,14,98,15,021	4,25,97,41,862
	<b><u>5,74,78,28,348</u></b>	<b><u>6,14,98,28,001</u></b>
<b>Appropriations</b>		
Income Tax Adjustements	17,164	12,980
Surplus carried to balance sheet and OCI	5,74,78,11,184	6,14,98,15,021
	<b><u>5,74,78,28,348</u></b>	<b><u>6,14,98,28,001</u></b>

### OPERATIONAL REVIEW

Your Company has recorded a profit after tax of ₹10.90 Lacs as against ₹254.35 Lacs recorded in the previous year.

### FUTURE OUTLOOK

Your Directors are hopeful of a better performance during the current financial year too.

### DIVIDEND

Considering the need for ploughing back the available resources into the business, your Directors do not recommend any dividend for the year ended 31<sup>st</sup> March, 2018.

### RESERVES

Your Directors have not proposed any amount to be transferred to General Reserve for the year under review.



## **Meetings of Directors**

### **Board Meeting**

During the year 2017-18, the directors were met four times *inter-alia* to review the operation of the company and to discuss the financial results as well as the future business plans / strategy of the company. The board meetings were held on May 30, 2017; September 14, 2017; December 14, 2017 and February 14, 2018.

### **DIRECTORS**

Presently, the Board has Two Independent (Non-Executive) Directors, One whole-time Director.

### **STATEMENT ON DECLARATION BY INDEPENDENT DIRECTORS**

A statement on Declaration by Independent Directors under sub-section (6) of section 149 of the Companies Act, 2013 is attached with the report as a separate annexure.

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

During the year under review the company has related party transaction as disclosed in the Annual Accounts.

### **DIRECTORS RESPONSIBILITY STATEMENT PURSUANT TO CLAUSE (C) OF SUB SECTION (3) OF SECTION 134 OF THE COMPANIES ACT, 2013**

The Directors hereby confirm:

- (i) that in the preparation of the Annual Accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures ;
- (ii) that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period ;
- (iii) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and irregularities ;
- (iv) That the directors had prepared the annual accounts for the period ended March 31, 2018 on a going concern basis.
- (v) That proper internal financial control have been laid down and followed by the company and that such internal financial controls are adequate and are operating effectively.
- (vi) That proper system has been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **AUDITORS**

As per the provisions of the Companies Act, 2013 the Auditors can hold office till the conclusion of the 37<sup>th</sup> Annual General Meeting subject to ratification at every General Meeting. The Auditors, M/s. B. Chhawchharia & Co., Chartered Accountants, hold office till the conclusion of the ensuing Annual General Meeting and have confirmed their eligibility and willingness for re-appointment.

## **AUDITORS' REPORT**

The comments by the Auditors in their report are self explanatory and in the opinion of the Board do not require any further clarification.

## **SECRETARIAL AUDIT REPORT**

The Secretarial Auditor, K. C. Khowala, Company Secretary have carried out the Secretarial Audit for the year ended March 31, 2018 as required under the Companies Act, 2013 and the audit report is attached to this Directors Report. There is no qualification, reservation, adverse remark or disclaimer by the Secretarial Auditor in its report that requires explanation or comments by the Board.

## **DEPOSITS**

The Company has not accepted any deposits from public or others during the year under review.

## **PARTICULARS OF EMPLOYEES**

During the year under review, no employee was in receipt of remuneration of/or in excess of the prescribed under the Companies Act, 2013.

## **CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION**

The Company is not carrying on any manufacturing activities, hence information regarding conservation of energy and technology absorption is not furnished.

## **DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATES**

The Company does not have any Subsidiary, Joint venture however there are Associate Companies as per details given in the Annual Accounts.

## **PARTICULARS OF LOANS AND GUARANTEES**

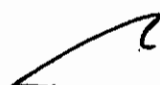
The Company has not given any loans or guarantee for loans taken by others under Section 186 of the Companies Act, 2013 and also not made any investments beyond the limits prescribed under the aforesaid section during the year.

## **FOREIGN EXCHANGE EARNINGS & OUTGO**

Foreign Exchange earnings	Nil
Foreign Exchange outgo	Nil

## **NOMINATION AND REMUNERATION POLICY**

The Nomination and Remuneration Committee of the Board comprising three directors out of which not less than one - half are independent as per the requirement of the act and has formulated the policy for appointment of Directors and Key Managerial Personnel and determination of remuneration including the criteria for determining qualification, positive attributes independence of a director and other matters as provided under sub-section (3) of section 178 of the Companies Act, 2013. In terms of the Policy, the non-executive directors and the independent directors shall not receive any remuneration, as well as they have wave their sitting fees for attending meetings of the Board and its Committees.



## AUDIT COMMITTEE

The Company has duly constituted Audit Committee in place with three directors as its members. The Audit Committee had met four times during the year under review. The details of the committee including its role and responsibilities are given in the Corporate Governance Report. The Audit Committee had met four times during the year i.e. May 30, 2017; September 14, 2017; December 14, 2017 and February 14, 2018.

## EXTRACT OF ANNUAL RETURN

In accordance with Section 134(3)(a) of the Companies Act, 2013, (as amended) an extract of the annual return in the prescribed format is attached to this report.

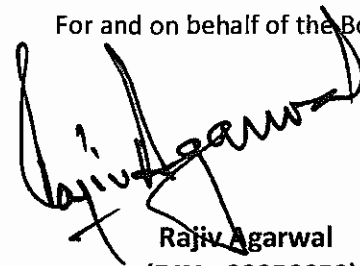
## APPRECIATION

Your Directors wish to express their gratitude to the Shareholders, Bankers, Employees and all other well-wishers for their continued support and patronage.

Place : Kolkata

Dated : the 30<sup>th</sup> day of May, 2018

For and on behalf of the Board



Rajiv Agarwal  
(DIN : 00056650)  
Chairman

**Annexures to the Directors Report**

**Annexure I**

Particulars pursuant to Section 134(3) of the Companies Act, 2013

**A. CONSERVATION OF ENERGY**

As the Company's activities do not involve, by and large, any significant level of energy consumption, no comments are necessary in respect of energy conservation and reduction of energy consumption. In any event, continuous efforts are made to conserve energy to the extent possible.

**B. TECHNOLOGY ABSORPTION**

As per Form B given as hereafter

**FORM – B**

Disclosure of particulars with respect to technology absorption forming part of the Directors' Report for the year ended March 31, 2018

Technologies absorbed:

**Research & development (R & D)**

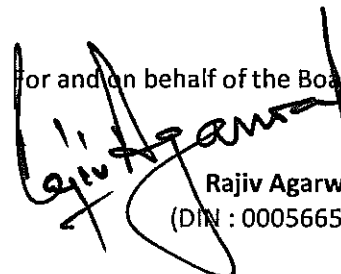
- |    |  |   |  |
|----|--|---|--|
| 1. | Specific areas in which R&D was carried out by the Company | : | NIL  |
| 2. | Benefit derived as a result of the above R&D               | : | N.A.   |
| 3. | Future plan of action                                      | : | None   |
| 4. | Expenditure on R & D                                       | : | N.A.   |
| 5. | Technology absorption, adaptation                          | : | Constant efforts are made by the Company to develop cost-effective new systems/technologies. |

**C. FOREIGN EXCHANGE EARNING AND OUTGO**

**Foreign exchange earning** - Nil

Foreign exchange outgo - Nil

CIF Value of Imports - Nil

For and on behalf of the Board  
  
Rajiv Agarwal  
(DIN : 00056650)

Place: Kolkata,  
Date: May 30, 2018

**Statement on declaration given by the independent director under sub-section (6) of section 149 of the Companies Act, 2013**

The Board comprises two Independent Directors who have submitted declaration in individual capacity as follows:

- (a) He is an Independent Director and a person of integrity and possesses relevant expertise and experience;
  - (b) (i) He is or was not a promoter of the company or its holding, subsidiary or associate company;  
(ii) He is not related to promoters or directors in the company, its holding, subsidiary or associate company;
  - (c) He has or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
  - (d) None of his relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
  - (e) He neither himself nor any of his relatives—
    - (i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the current financial year;
    - (ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the current financial year of—
      - (A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
      - (B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;
    - (iii) holds together with his relatives two per cent or more of the total voting power of the company;
- or
- (iv) is a Chief Executive or director, by whatever name called, of any non-profit organisation that receives twenty-five percent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two percent or more of the total voting power of the company.



# K.C.KHOWALA

(Practicing Company Secretary)

## SECRETARIAL AUDIT REPORT

FORM NO. MR - 3

For the Financial Year ended March 31, 2018

[Pursuant to section 204(1) of the Companies Act, 2013 and  
Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,  
The Members,  
M/s Kusum Industrial Gases Ltd  
P-46A, Radha Bazaar Lane, 4<sup>th</sup> Floor  
Kolkata-700001  
West Bengal

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;





# K.C.KHOWALA

(Practicing Company Secretary)

- d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (There were no events / instances during the Audit Period which attract the applicability of the Regulations);
  - e. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (There were no events / instances during the Audit Period which attract the applicability of the Regulations);
  - g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (There were no events / instances during the Audit Period which attract the applicability of the Regulations);
- (vi) All other laws applicable to the company in general. However, no Industry specific law is applicable to the Company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with Calcutta Stock Exchange.

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

1. The Company was required to appoint a **Company Secretary** to ensure compliance with the provision of Section 203 Of the Act, 2013 read with Clause 47 (A) of the Listing Agreement.
2. The Company was required to appoint **Key Managerial Personnel** i.e. **Chief Financial Officer** to ensure compliance with the provision of Section 203 of the Companies Act,2013.

I further report that

- a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Women Directors.



# **K.C.KHOWALA**

*(Practicing Company Secretary)*

- b) Adequate notice is given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c) Majority decision is carried through while the dissenting members' views are captured and recorded, if any, as part of the minutes.

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

I further report that during the Audit Period, the Company had not gone through any specific events having a major bearing on the Company's affairs in pursuance to the above referred laws, rules, regulations, guidelines, standards, etc.

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

Place: Kolkata  
Date: 30<sup>th</sup> May 2018



**K. C. Khowala**  
Company Secretary in practice  
ACS No. 4695  
CP No. 2421

# K.C.KHOWALA

(Practicing Company Secretary)

## "Annexure A"

(To the Secretarial Audit Report of M/s Kusum Industrial Gases Limited for the financial year ended March 31, 2018)

To,  
The Members,  
Kusum Industrial Gases Limited  
P-46A, Radha Bazaar Lane, 4<sup>th</sup> Floor  
Kolkata-700001  
West Bengal

Our Secretarial Audit Report for the financial year ended March 31, 2018 of even date is to be read along with this letter.

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

Place: Kolkata  
Date: 30<sup>th</sup> May 2018



K. C. Khowala  
Company Secretary in practice  
ACS No. 4695  
CP No. 2421

**Form No. MGT-9**

**EXTRACT OF ANNUAL RETURN**

**As on the financial year ended on 31/03/2018 of Kusum Industrial Gases Ltd.**

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

**I. REGISTRATION AND OTHER DETAILS:**

- i) CIN:- L23201WB1983PLC035668  
ii) Registration Date: 11/01/1983  
iii) Name of the Company: Kusum Industrial Gases Ltd.  
iv) Category/Sub-Category of the Company: - Public Limited Company  
v) Address of the Registered office and contact details: P-46A, Radha Bazar Lane, 4th Floor, Kolkata - 700001  
Ph: (033) 4051 3000 ; Fax: (033) 4051 3326  
vi) Whether listed company (Yes/No) Yes - CSE Limited  
Niche Technologies Pvt. Ltd. D-511, Bagree  
Name, Address and Contact details of Registrar and Transfer Agent Market, 5th Floor, 71, B.R.B. Basu Road, Kolkata-700001, Ph.-2235-7270

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

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Other Financial Activity	K8	100.00

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

Sl. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
<b>As per the Balance Sheet</b>					

KUSUM INDUSTRIAL GASES LTD.

VI. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. PROMOTERS</b>									
(1) Indian									
a) Individual / HUF	52200	248800	301000	25.347	52200	248800	301000	25.347	0.000
b) Centran Government									
c) State Government									
d) Bodies Corporate	34500	346280	380780	32.065	34500	346280	380780	32.065	0.000
e) Banks / Financial Institutions									
f) Any Other									
Sub-total (A){1}	86700	595080	681780	57.412	86700	595080	681780	57.412	0.000
(2) Foreign									
a) NRIs - Individuals									
b) Other - Individuals									
c) Bodies Corporate									
d) Banks / Financial Institutions									
e) Any Other									
Sub-total (A){2}	0	0	0	0.000	0	0	0	0.000	0.000
Total Shareholding of Promoter (A) = (A){1}+(A){2}	86700	595080	681780	57.412	86700	595080	681780	57.412	0.000
<b>B. PUBLIC SHAREHOLDING</b>									
(1) Institutions									
a) Mutual Funds									
b) Banks / Financial Institutions									
c) Central Governments									
d) State Governments									
e) Venture Capital Funds									
f) Insurance Companies									
g) Foreign Institutional Investors (FII)									
h) Foreign Venture Capital Funds									
i) Others (Specify)									
Sub-total (B){1}	0	0	0	0.000	0	0	0	0.000	0.000
(2) Non-Institutions									
a) Bodies Corporate									
i) Indian	29300	382380	411680	34.667	30673	382380	413053	34.783	0.115
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs 1 lakh	6150	87910	94060	7.921	22777	69910	92687	7.805	-0.116
ii) Individual shareholders holding nominal share capital in excess of Rs 1 l									
c) Others Specify									
1. NRI									
2. Overseas Corporate Bodies									
3. Foreign Nationals									
4. Clearing Members									
5. Trusts									
6. Foreign Bodies - D.R.									
Sub-total (B){2}	35450	470290	505740	42.588	53450	452290	505740	42.588	0.000
Total Public Shareholding (B) = (B){1}+(B){2}	35450	470290	505740	42.588	53450	452290	505740	42.588	0.000
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>									
<b>GRAND TOTAL (A+B+C)</b>	<b>122150</b>	<b>1065370</b>	<b>1187520</b>	<b>100.000</b>	<b>140150</b>	<b>1047370</b>	<b>1187520</b>	<b>100.000</b>	<b>0.000</b>

**KUSUM INDUSTRIAL GASES LTD.**

**C. Change in Promoter's Shareholding**

Sl No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ANKIT CREDITS PVT. LTD.				
	a) At the Beginning of the Year	117380	9.884		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			117380	9.884
2	ANKIT GUPTA				
	a) At the Beginning of the Year	54200	4.564		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			54200	4.564
3	AVANTIKA GUPTA				
	a) At the Beginning of the Year	59000	4.968		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			59000	4.968
4	DAYAWATI GUPTA				
	a) At the Beginning of the Year	10800	0.909		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			10800	0.909
5	ENERTECH ENGINEERS (INDIA) PVT. LTD.				
	a) At the Beginning of the Year	57200	4.817		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			57200	4.817
6	P P GUPTA (KARTA OF HUF)				
	a) At the Beginning of the Year	59000	4.968		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			59000	4.968
7	PADAM PRAKASH GUPTA				
	a) At the Beginning of the Year	59000	4.968		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			59000	4.968
8	RAJ PRABHA GUPTA				
	a) At the Beginning of the Year	59000	4.968		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			59000	4.968
9	RAJ PROJECTS PVT. LTD.				
	a) At the Beginning of the Year	114980	9.682		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			114980	9.682
10	TECHNO LEASING & FINANCE CO. PVT. LTD.				
	a) At the Beginning of the Year	91220	7.682		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			91220	7.682
	<b>TOTAL</b>	<b>681780</b>	<b>57.412</b>	<b>681780</b>	<b>57.412</b>

# KUSUM INDUSTRIAL GASES LTD.

## Shareholding of Directors and Key Managerial Personnel

Sl. No.	Name	Shareholding at the		Cumulative Shareholding	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	AVANTIKA GUPTA				
	a) At the Beginning of the Year	59000	4.968		
	<b>b) Changes during the year</b>	<b>[NO CHANGES DURING THE YEAR]</b>			
	c) At the End of the Year			59000	4.968
	<b>TOTAL</b>	<b>59000</b>	<b>4.968</b>	<b>59000</b>	<b>4.968</b>



**V. INDEBTEDNESS**

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

	Secured Loans	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at</b>				
i) Principal Amount		0	0	0
ii) Interest due but	0	0	0	0
iii) Interest accrued	0	0	0	0
<b>Total (i+ii+iii)</b>		0	0	0
<b>Change in</b>				
* Addition	0	0	0	0
* Reduction	0	0	0	0
<b>Net Change</b>		0	0	
<b>Indebtedness at</b>				
i) Principal Amount	0	0	0	0
ii) Interest due but	0	0	0	0
iii) Interest accrued	0	0	0	0
<b>Total (i+ii+iii)</b>	0	0	0	0

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

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		<b>Avantika Gupta (WTD)</b>				
		----	---			
1	Gross salary					
	(a) Salary as per provisions	1595000	-	-	1595000	
	(b) Value of perquisites u/s	-	-	-	-	
	(c) Profits in lieu of salary under	-	-	-	-	
2	Stock Option	-	-	-	-	
3	Sweat Equity	-	-	-	-	
4	Commission as % of profit	<b>NIL</b>				-
	others specify	-	-	-	-	
5	Others, please specify	-	-	-	-	
	Total (A)	-	-	-	-	
	Ceiling as per the Act	-	-	-	1261692	

**B. Remuneration to other directors:**

Sl. no.	Particulars of Remuneration	Name of Directors				
1	<b>Independent Directors</b>					
	Fee for attending board					
	Commission				0	
	Others, please specify				0	
	Total				0	
	Total (1)	<b>NIL</b>				0
2	<b>Other Non-Executive</b>					
	Fee for attending board					
	Commission					
	Others, please specify					
	Total					
	Total (2)				0	



## **Independent Auditor's Report**

**To the Members of KUSUM INDUSTRIAL GASES LIMITED**

### **Report on the Financial Statements**

1. We have audited the accompanying financial statements of KUSUM INDUSTRIAL GASES LIMITED ('the Company'), which comprise the Balance Sheet as at 31 March 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### **Management's Responsibility for the Financial Statements**

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

### **Auditor's Responsibility**

3. Our responsibility is to express an opinion on these financial statements based on our audit.
4. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether these financial statements are free from material misstatement.



6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on these financial statements.

**Opinion**

8. 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 including Ind AS specified under Section 133 of the Act, of the state of affairs (financial position) of the Company as at 31 March 2018, and its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

**Other Matter(s)**

9. The Company had prepared separate sets of statutory financial statements for the year ended 31 March 2017 and 31 March 2016 in accordance with Accounting Standards prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended) on which we issued auditor's reports to the shareholders of the Company dated 30 May, 2017 and 30 May, 2016 respectively. These financial statements have been adjusted for the differences in the accounting principles adopted by the Company on transition to Ind AS, which have also been audited by us. Our opinion is not modified in respect of this matter.

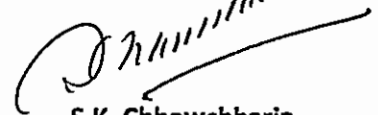
**Report on Other Legal and Regulatory Requirements**

10. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure A a statement on the matters specified in paragraphs 3 and 4 of the Order.
11. As required by Section 143(3) of the Act, we report that:
  - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) the financial statements dealt with by this report are in agreement with the books of account;



- d) in our opinion, the aforesaid financial statements comply with Ind AS specified under Section 133 of the Act;
- e) on the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2018 from being appointed as a director in terms of Section 164(2) of the Act;
- f) With respect to the adequacy of the internal financial controls over financial reporting (IFCoFR) of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure 'B';
- g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
- i. the Company does not have any pending litigation which would impact its financial position;
  - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

For B. Chhawchharia & Co.  
Chartered Accountants  
Firm's Registration No.: 3051234



S.K. Chhawchharia  
Partner  
Membership No.: 008482

Place: Kolkata  
Date: May 30, 2018



## Annexure A

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - (b) The fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the Company and the nature of its assets.
  - (c) The title deeds of all the immovable properties (which are included under the head 'Property, plant and equipment') are held in the name of the Company.
- (ii) The Company does not have any inventory. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
- (iii) The Company has not granted any loan, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clauses 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the Order are not applicable.
- (iv) In our opinion, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of loans, investments, guarantees and security.
- (v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) To the best of our knowledge and belief, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products/ services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
- (vii)(a) The Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, to the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.
  - (b) There are no dues in respect of income-tax, sales-tax, service tax, duty of customs, duty of excise and value added tax that have not been deposited with the appropriate authorities on account of any dispute.



- (viii) The Company has no loans or borrowings payable to a financial institution or a bank or government and no dues payable to debenture-holders during the year. Accordingly, the provisions of clause 3(viii) of the Order are not applicable.
- (ix) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments) and did not have any term loans outstanding during the year. Accordingly, the provisions of clause 3(ix) of the Order are not applicable.
- (x) No fraud by the Company or on the company by its officers or employees has been noticed or reported during the period covered by our audit.
- (xi) The Company has not paid or provided for any managerial remuneration. Accordingly, the provisions of Clause 3(xi) of the Order are not applicable.
- (xii) In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.
- (xiii) In our opinion all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable Ind AS.
- (xiv) During the year, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures.
- (xv) In our opinion, the company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act.
- (xvi) The company is required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and such registration has been applied for and is pending for approval.

Place: Kolkata  
Date: May 30, 2018



For B. Chhawchharia & Co.  
Chartered Accountants  
Firm's Registration No.: 305123E

A handwritten signature in black ink, appearing to read "S.K. Chhawchharia", written over a horizontal line.

S.K. Chhawchharia  
Partner  
Membership No.: 008482

## **Annexure B to the Auditor's Report**

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

In conjunction with our audit of the financial statements of KUSUM INDUSTRIAL GASES LIMITED ("the Company") as of and for the year ended 31<sup>st</sup> March 2018, we have audited the internal financial controls over financial reporting (IFCoFR) of the company as of that date.

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditors' Responsibility**

2. Our responsibility is to express an opinion on the Company's IFCoFR based on our audit. We conducted our audit in accordance with the Guidance note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and Standards on Auditing, issued by the Institute of Chartered Accountants of India (ICAI) and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of IFCoFR, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate IFCoFR was established and maintained and if such controls operated effectively in all material respects.
3. Our audit involves performing procedures to obtain audit evidence about the adequacy of the IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
4. We believe that the audit evidences we have obtained are sufficient and appropriate to provide a basis for our audit opinion on the Company's IFCoFR.



### Meaning of Internal Financial Controls over Financial Reporting

5. A company's IFCoFR is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's IFCoFR includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

### Inherent Limitations of Internal Financial Controls over Financial Reporting

6. Because of the inherent limitations of IFCoFR, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the IFCoFR to future periods are subject to the risk that IFCoFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

7. In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March 2018, based the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by ICAI.

Place: Kolkata  
Date: May 30, 2018



For B. Chhawchharia & Co.  
Chartered Accountants  
Firm's Registration No.: 305123E

A handwritten signature in black ink, appearing to read "S.K. Chhawchharia".

S.K. Chhawchharia  
Partner  
Membership No.: 008482

# KUSUM INDUSTRIAL GASES LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2018

Particulars	Note No.	(In Rs)		
		As at Mar 31, 2018	As at Mar 31, 2017	As at Apr 1, 2016
<b>ASSETS</b>				
<b>(1) Non-current assets</b>				
(a) Property, Plant and Equipment	2	1,688,173	1,999,911	2,549,232
(b) Capital work-in-progress		-	-	-
(c) Investment Property		-	-	-
(d) Other Intangible Assets		-	-	-
(e) Financial Assets:	3			
(i) Investments		5,730,571,871	6,135,391,366	4,094,926,840
(ii) Trade Receivables		-	-	-
(iii) Loans		-	-	-
(iv) Others		621,454	509,022	515,722
(f) Deferred Tax Assets (net)	4	-	-	-
(g) Other Non-Current Assets	5	57,492	57,492	57,492
<b>(2) Current assets</b>				
(a) Inventories	6	-	34,049,164	39,023,080
(b) Financial Assets:	7			
(i) Investments		-	-	-
(ii) Trade Receivables		-	-	-
(iii) Cash and cash equivalents		29,660,230	1,164,053	13,075,339
(iv) Bank Balances other than (iii) above		-	-	-
(v) Loans		-	-	-
(vi) Other Financial Assets		2,100,000	2,100,000	2,100,000
(c) Current Tax Assets (net)	8	42,923	304,973	-
(d) Other current assets	9	2,874,080	-	130,557,677
<b>TOTAL ASSETS</b>		<b>5,767,616,223</b>	<b>6,175,575,981</b>	<b>4,282,805,382</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
(a) Equity Share Capital	10	11,875,200	11,875,200	11,875,200
(b) Other Equity	11	5,747,811,184	6,149,815,021	4,259,741,862
<b>Liabilities</b>				
<b>(1) Non-current liabilities</b>				
(a) Financial Liabilities:				
(i) Borrowings		-	-	-
(ii) Trade Payables		-	-	-
(iii) Other financial liabilities		-	-	-
(b) Provisions		-	-	-
(c) Deferred tax liabilities (net)	4	5,771,339	11,674,560	8,931,778
(d) Other non-current liabilities		-	-	-
<b>(2) Current liabilities</b>				
(a) Financial Liabilities:				
(i) Borrowings		-	-	-
(ii) Trade Payables		-	-	-
(iii) Other financial liabilities		-	-	-
(b) Other current liabilities	12	58,500	111,200	58,050
(c) Provisions	13	2,100,000	2,100,000	2,100,000
(d) Current Tax Liabilities (net)	14	-	-	98,492
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>5,767,616,223</b>	<b>6,175,575,981</b>	<b>4,282,805,382</b>

Significant accounting policies and notes to financial statements 1

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For B. Chhawchharia & Co.  
Firm Registration No. 305123E  
Chartered Accountants

S. K. Chhawchharia  
Partner  
M. No. 008482

Kolkata  
May 30, 2018



For and on behalf of the Board

*Rajiv Agarwal*  
Rajiv Agarwal  
DIN 00056650

Directors

*Avantika Gupta*  
Avantika Gupta  
DIN 03149138



**KUSUM INDUSTRIAL GASES LIMITED**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018**

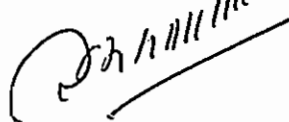
(In Rs)

Particulars	Note No.	Year ended March 31, 2018	Year ended March 31, 2017
I. Revenue from operations	15	274,097,131	562,107,164
II. Other Income	16	1,953,080	20,209,211
III. Total Income (I+II)		276,050,211	582,316,375
IV. Expenses			
Cost of materials consumed		-	-
Purchases of stock-in-trade	17	239,939,726	548,918,088
Changes in inventories of finished goods, stock-in-trade and work-in-progress	18	34,049,164	4,973,916
Employee benefits expense	19	-	1,595,000
Finance costs		-	-
Depreciation and amortisation expense	2	406,138	528,752
Other expenses	20	477,409	660,927
Total Expenses (IV)		274,872,437	556,676,683
V. Profit before exceptional items and tax (III-IV)		1,177,774	25,639,692
VI. Exceptional Items		-	-
VII. Profit/ (loss) before tax (V-VI)		1,177,774	25,639,692
VIII. Tax expense:			
(1) Current tax		262,050	224,710
MAT Credit Entitlement		(163,876)	(9,100)
(2) Deferred tax		(10,295)	(10,955)
IX. Profit/ (loss) for the period from continuing operations (VII-VIII)		1,089,895	25,435,037
X. Profit/ (loss) for the period from discontinued operations		-	-
XI. Tax expense of discontinued operations		-	-
XII. Profit/ (loss) from discontinued operations (after tax) (VIII-IX)		-	-
XIII. Profit/ (loss) for the period (IX+XII)		1,089,895	25,435,037
XIV. Other Comprehensive Income:			
A (i) Items that will not be reclassified to profit or loss		(403,076,568)	1,864,651,102
(ii) Income tax relating to items that will not be reclassified to profit or loss		(5,892,927)	2,753,737
B (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XV. Total Comprehensive Income for the period (XI+XII)		(407,879,600)	1,892,839,876
XVI. Earning per equity share (for continuing operation):			
(1) Basic	21	0.92	21.42
(2) Diluted	21	0.92	21.42
XVII. Earning per equity share (for discontinued operation):			
(1) Basic		-	-
(2) Diluted		-	-
XVIII. Earning per equity share (for discontinued and continuing operation):			
(1) Basic	21	0.92	21.42
(2) Diluted	21	0.92	21.42

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For B. Chhawchharia & Co.  
 Firm Registration No. 305178E  
 Chartered Accountants

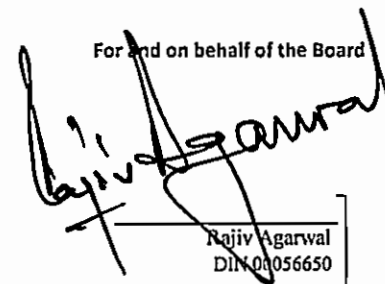


S. K. Chhawchharia  
 Partner  
 M. No. 008482

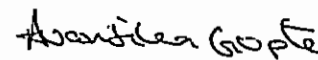
Kolkata  
 May 30, 2018



For and on behalf of the Board



Rajiv Agarwal  
 DIN 00056650



Avantika Gupta  
 DIN 03149138

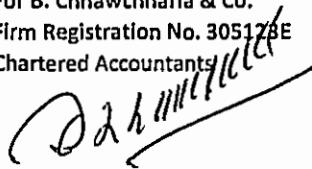
Directors

**KUSUM INDUSTRIAL GASES LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018**

	31st March, 2018 Rs.	31st March, 2017 Rs.
<b>Cash flow from operating activities</b>		
Profit before tax	1,177,774	25,639,692
Non-cash adjustment to reconcile profit before tax to net cash flows		
Depreciation/amortization on continuing operation	406,138	528,752
Net gain/(loss) on sale of Current Investments	(1,024,080)	(320,045)
Net gain/(loss) on sale of Fixed Asset	-	(32,193)
Net Unrealised gain/(loss) on Fair Valuation of Mutual Fund	-	-
Interest Income on Fixed Deposit	-	-
Operating profit before working capital changes	<u>559,832</u>	<u>25,816,206</u>
Increase/(decrease) in short-term provisions	-	-
Decrease/(Increase) in short-term loans and advances	34,280	15,800.00
Decrease/(Increase) in other current assets	(2,874,080)	130,557,677
Cash generated from / (used in) operations	<u>31,716,496</u>	<u>161,416,749</u>
Direct taxes paid (net of refunds)	-	(641,154)
Net Cash flow from / (used in) operating activities (A)	<u><u>31,716,496</u></u>	<u><u>160,775,595</u></u>
Purchase of fixed assets, Including intangible assets, CWIP	(94,400)	-
Proceeds from sale/(purchase) of Fixed Deposit (Net)	-	-
Proceeds from sale of fixed assets	-	52,761.00
Proceeds from sale/(purchase) of current investments (Net)	(3,125,920)	(172,739,642)
Decrease/(increase) in long-term loans and capital advances	-	-
Net Cash flow from / (used in) investing activities (B)	<u><u>(3,220,320)</u></u>	<u><u>(172,686,881)</u></u>
Interest paid (including funded interest on Term Loans)	-	-
Net Cash flow from / (used in) financing activities (C)	<u><u>-</u></u>	<u><u>-</u></u>
Net Increase/(decrease) In cash and cash equivalents (A+B+C)	28,496,177	(11,911,286)
Cash and cash equivalents at the beginning of the year	1,164,053	13,075,339
Cash and cash equivalents at the end of the year	<u><u>29,660,230</u></u>	<u><u>1,164,053</u></u>
<b>Components of cash and cash equivalents</b>		
Balances with Banks		
In Current Accounts	29,500,034	1,003,679
Cash on hand	160,196	160,374
Total cash and cash equivalents	<u><u>29,660,230</u></u>	<u><u>1,164,053</u></u>

As per our report of even date

For B. Chhawchharia & Co.  
 Firm Registration No. 305178E  
 Chartered Accountants

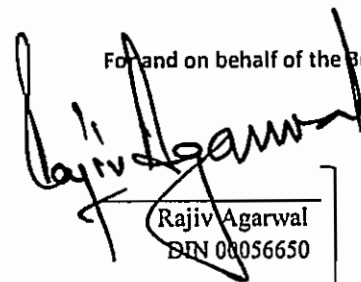


S. K. Chhawchharia  
 Partner  
 M. No. 008482

Kolkata  
 May 30, 2018

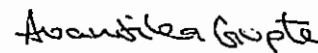


For and on behalf of the Board of Directors



Rajiv Agarwal  
 DIN 00056650

Directors



Avantika Gupta  
 DIN 03149138

# KUSUM INDUSTRIAL GASES LIMITED

## Statement of changes in Equity for the year ended March, 31, 2018

### A. Equity Share Capital

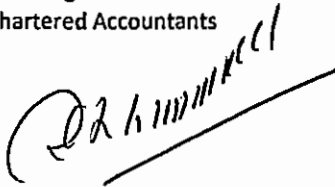
(in Rs.)	
Balance as at April 1, 2016	11,875,200
Changes during the year	-
Balance as at March 31, 2017	11,875,200
Changes during the year	-
Balance as at March 31, 2018	11,875,200

### B. Other Equity

Particulars	General Reserve on Amalgamation	Retained earnings	Other Comprehensive Income	Total
<b>As at March 31, 2018</b>				
Balance as at April 01, 2017	37,809,759	335,723,291	5,776,281,971	6,149,815,021
Profit for the year	-	1,089,895	-	1,089,895
Other comprehensive income for the year, net of income tax	-	-	(403,076,568)	(403,076,568)
Fair valuation of Fixed Assets	-	-	-	-
Income Tax For Earlier Years	-	(17,164)	-	(17,164)
<b>Balance at March 31, 2018</b>	<b>37,809,759</b>	<b>336,796,022</b>	<b>5,373,205,403</b>	<b>5,747,811,184</b>
<b>As at March 31, 2017</b>				
Balance as at April 01, 2016	37,809,759	310,301,234	3,911,630,869	4,259,741,862
Profit for the year	-	25,435,037	-	25,435,037
Other comprehensive income for the year, net of income tax	-	-	1,864,651,102	1,864,651,102
Fair valuation of Fixed Assets	-	-	-	-
Income Tax For Earlier Years	-	(12,980)	-	(12,980)
<b>Balance at March 31, 2017</b>	<b>37,809,759</b>	<b>335,723,291</b>	<b>5,776,281,971</b>	<b>6,149,815,021</b>

As per our report of even date

For B. Chhawchharia & Co.  
Firm Registration No. 305123E  
Chartered Accountants

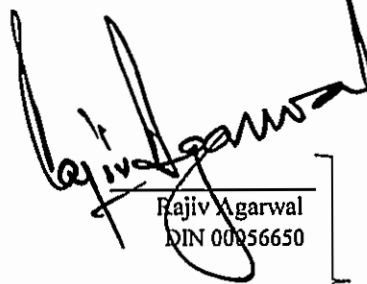


S. K. Chhawchharia  
Partner  
M. No. 008482

Kolkata  
May 30, 2018



For and on behalf of the Board



Rajiv Agarwal  
DIN 00056650

Directors



Avantika Gupta  
DIN 03149138

**KUSUM INDUSTRIAL GASES LIMITED**

Notes to the Financial Statements for the year ended 31st March 2018

**2. Property, Plant & Equipment**

Particulars	Buildings	Furniture and Fixtures	Office Equipments	Air Conditioner	Vehicle	Electrical Fittings	Total
Gross Block							
As at April 1, 2016	2,064,981	1,136,000	3,231,034	521,552	411,375	21,016	7,385,958
Add: Fair value adjustment/ reclassification	-	-	-	-	-	-	-
Adjusted figure as on April, 1, 2016	2,064,981	1,136,000	3,231,034	521,552	411,375	21,016	7,385,958
Additions	0	-	-	-	-	-	0
Disposal	-	-	-	-	411,375	-	411,375
Adjustments	-	-	-	-	-	-	-
As at March 31, 2017	2,064,981	1,136,000	3,231,034	521,552	-	21,016	6,974,583
Additions	-	-	94,400	-	-	-	94,400
Disposal	-	-	-	-	-	-	-
Adjustments	-	-	-	-	-	-	-
As at March 31, 2018	2,064,981	1,136,000	3,325,434	521,552	-	21,016	7,068,983
<u>Accumulated Depreciation</u>							
As at April 1, 2016	1,474,520	741,570	1,826,518	382,474	390,806	20,838	4,836,726
Charge for the period	28,529	107,538	355,630	37,055	-	-	528,752
Disposal	-	-	-	-	390,806	-	390,806
Adjustments	-	-	-	-	-	-	-
As at March 31, 2017	1,503,049	849,108	2,182,148	419,529	-	20,838	4,974,672
Charge for the period	27,150	77,864	276,264	24,860	-	-	406,138
Disposal	-	-	-	-	-	-	-
Adjustments	-	-	-	-	-	-	-
As at March 31, 2018	1,530,199	926,972	2,458,412	444,389	-	20,838	5,380,810
Net carrying amount							
As at April 1, 2016	2,064,981	1,136,000	3,231,034	521,552	411,375	21,016	2,549,232
As at March 31, 2017	561,932	286,892	1,048,886	102,023	-	178	1,999,911
As at March 31, 2018	534,782	209,028	867,022	77,163	-	178	1,688,173



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**2. Significant Accounting Policies**

**2.1 Statement of Compliance**

The Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) read with Section 133 of the Companies Act, 2013 ("the Act") with effect from April 1, 2017 and therefore Ind ASs Issued, notified and made effective till the financial statements are authorized have been considered for the purpose of preparation of these financial statements.

These are the Company's first Ind AS Standalone Financial Statements and the date of transition to Ind AS as required has been considered to be April 1, 2016.

The financial statements upto the year ended March 31, 2017, were prepared under the historical cost convention on accrual basis in accordance with the Generally Accepted Accounting Principles and Accounting Standards as prescribed under the provisions of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 then applicable (Previous GAAP) to the Company.

Previous period figures in the Financial Statements have been recasted/re-stated to make it comparable with current year's figure. In accordance with Ind AS 101-"First Time adoption of Indian Accounting Standards" (Ind AS 101), the Company has presented a reconciliation of Shareholders' equity as given earlier under Previous GAAP and those considered in these accounts as per Ind AS as at March 31, 2017, and April 1, 2016 and also the Net Profit as per Previous GAAP and that arrived including Other Comprehensive Income under Ind AS for the year ended March 31, 2017 in Note no. 28.

The effect of amendments to the Ind AS 7 'Statement of Cash flows' and Ind AS 102, 'Share - Based Payment' as notified by Companies (Indian Accounting Standards) Amendments) Rules, 2017 are applicable w.e.f. 1st April, 2017; wherever applicable have been given effect to, there being no effect of amendments to IND AS 102.

**2.2 Basis of Preparation**

The Financial Statements have been prepared under the historical cost convention on accrual basis excepting certain financial instruments which are measured in terms of relevant Ind AS at fair value/ amortized costs at the end of each reporting period and Property, Plant and Equipment and Investment in Associates which as on the date of transition have been fair valued to be considered as deemed cost. Historical cost convention is generally based on the fair value of the consideration given in exchange for goods and services.

As the operating cycle cannot be identified in normal course due to the special nature of industry, the same has been assumed to have duration of 12 months. Accordingly, all assets and liabilities have been classified as current or non-current as per the operating cycle and other criteria set out in IND AS-1 'Presentation of Financial Statements' and Schedule III to the Companies Act, 2013.

Fair value measurement is to be followed on transition to IND AS. Fair Value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The Standalone Financial Statements are presented in Indian Rupees in lakhs and all values are rounded off to the nearest two decimal except otherwise stated. The presentation and grouping of individual items in the balance sheet, the income statement and the cash flow statement, as well as the changes in equity, are based on the principle of materiality.

**2.3 Critical Accounting Judgments, Assumptions and Key Sources of Estimation Uncertainty**

The preparation of the financial statements in conformity with IND AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Differences between the actual results and estimates are recognised in the year in which the results are known / materialized and, if material, their effects are disclosed in the notes to the financial statements.

**2.4 Property, Plant and Equipment**

Property, Plant and Equipment are stated at historical cost less accumulated depreciation and impairment losses, if any. Historical cost includes expenditure directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is de-recognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

On transition to IND AS, the Company has elected to continue with the carrying value of all of its Property, Plant and Equipment recognised as at April 1, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Depreciation is recognised on straight line basis over the estimated useful lives (or lease term, if shorter) in accordance with Schedule II of the Companies Act, 2013. Based on the above, useful lives of the assets are as follows:

Category	Useful life
<b>Buildings</b>	
- Non-Factory Building (RCC Frame Structure)	60 Years
- Factory Building	30 Years
<b>Computer equipment</b>	
- Servers and networks	6 Years
- Others	3 Years
<b>Furniture and fixtures, Electrical Installation and Laboratory Equipments</b>	10 Years
<b>Office equipment</b>	5 Years
<b>Vehicles</b>	
- Motor cycles, scooters and other mopeds	10 Years
- Others	8 Years

**2.5 Impairment of Assets**

At each balance sheet date, the Company reviews the carrying value of assets for any possible impairment. An impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is determined as higher of the asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the levels for which there are separately identifiable cash flows (cash generating unit). Assessment is done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting period may no longer exist or may have decreased. An impairment loss is reversed to the extent that the assets carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

**2.6 Financial Assets and Financial Liabilities**

Financial Assets and Financial Liabilities (financial instruments) are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial Assets and Financial Liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss. The Financial Assets and Financial Liabilities are classified as current if they are expected to be realised or settled within operating cycle of the company or otherwise these are classified as non-current.

**2.7 Inventories**

(i) Finished Goods are valued at lower of the cost or net realizable value. Cost of Inventories is ascertained on 'weighted average' basis. Materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

(ii) Cost in respect of raw materials and stores and spares includes expenses incidental to procurement of the same. Cost in respect of finished goods represents prime cost, and includes appropriate portion of overheads and excise duty.

(iii) Cost in respect of process stock represents, cost incurred upto the stage of completion.

**2.8 Revenue Recognition**

All expenses and income to the extent considered probable and receivable respectively unless specifically stated to be otherwise are accounted for on mercantile basis.



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### 1.9 Provisions, Contingent Liabilities and Contingent Assets

(i) Provisions involving substantial degree of estimation in measurement are recognized at discounted amount (other than current) when there is a legal or constructive obligation as a result of past events, it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

(ii) Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements

(iii) Contingent Assets are also not recognized in the financial statement and if material, are disclosed by way of notes.

### 1.10 Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as Current Investments. All other investments are classified as Long-term Investments. Under IND AS, Investments are measured at fair value and accordingly, difference between the fair value and carrying value is recognised in the Statement of Profit and Loss.

### 1.11 Employee Retirement Benefits

(i) Short term Employee benefits are accrued in the year services are rendered by the employees.

(ii) Contribution to defined contribution plans such as Provident Fund etc. is being made in accordance with the statute and are recognized as and when incurred. Contribution to defined benefit plans consisting of contribution to gratuity are determined at close of the year at present value of the amount payable using actuarial valuation techniques. Actuarial gain and losses arising from experience adjustments and changes in actuarial assumptions are recognized in other comprehensive income. Other costs recognised in the Statement of Profit or Loss.

(iii) Other long term employee benefits consisting of Leave encashment are determined at close of the year at present value of the amount payable using actuarial valuation techniques. The changes in the amount payable including actuarial gain or loss are recognised in the Statement of Profit or Loss.

### 1.12 Taxes on Income

(i) Provision for Tax is made for current and deferred taxes. Income tax expense is recognised in the income statement except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

(ii) Current income tax for current period is provided on the taxable income and recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Taxable income differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. Current tax assets and liabilities are set off and presented as net.

(iii) Deferred tax is recognised using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is measured at the tax rates that have been enacted or substantively enacted. Since availability of future taxable income is not certain, no provision for deferred tax assets has been made under IND AS 12 'Income Taxes'.

3 Non-Current Financial Assets	As at 31 March, 2018		As at 31 March, 2017		As at 01 April, 2016	
	Holding	Value	Holding	Value	Holding	Value
<b>(i) Investments</b>						
<b>a. Equity Shares (Quoted)</b>						
Ballarpur Industries Ltd. (F.V. Rs. 2)	6,000	74,400	6,000	117,300	6,000	81,600
Checons Ltd.	6,500	143,000	6,500	143,000	6,500	143,000
Golden Tobacco Ltd	129,321	7,125,587	129,321	9,686,143	-	-
GTL Infrastructure Ltd.	20,611	53,589	20,611	118,513	20,611	43,283
Motorol Speciality Oils Ltd.	503,905	226,757	503,905	226,757	503,905	226,757
National Steel & Agro Industries Ltd.	10,000	286,000	10,000	255,000	10,000	125,000
Nextgen Animation Media Ltd.	600	1,068	600	1,068	600	1,068
Octal Credit Capital Ltd.	100,000	1,240,000	100,000	1,250,000	100,000	2,360,000
Roofit Industries Ltd.	100	460	100	460	100	460
Silverline Technologies Ltd.	3,500	7,665	3,500	7,665	3,500	7,665
Sun Earth Ceramics Ltd.	100	130	100	130	100	130
Techno Electric & Engg. Co. Ltd. (F.V. Rs. 2)	14,591,000	5,449,008,950	14,591,000	5,844,425,050	7,083,000	3,857,047,650
		5,458,167,606		5,856,231,086		3,860,036,613
<b>b. Equity Shares (Unquoted)</b>						
<b>Associates</b>						
Bargarh Green Power Generating Co. Ltd.	-	-	-	-	10,000	100,000
Majestic Comtrade Pvt Ltd	-	-	822,500	8,225,000	822,500	8,225,000
Saffron Enclave Pvt. Ltd.	-	-	245,000	22,000,000	245,000	22,000,000
<b>Others</b>						
Ankit Credits Pvt. Ltd.	200,000	2,488,000	200,000	2,488,000	200,000	2,474,000
Bargarh Green Power Generating Co. Ltd.	9,900	61,875	9,900	61,875	-	-
Binarl Zinc Ltd.	1,811	-	1,811	-	1,811	-
Deserve Vincom Pvt. Ltd.	1,100,000	11,011,000	1,100,000	11,011,000	1,100,000	10,922,006
Direction Barter Pvt. Ltd.	1,100,000	11,022,000	1,100,000	11,022,000	1,100,000	10,921,616
Enertech Engineers (I) Pvt. Ltd.	58,000	1,864,120	58,000	1,864,120	58,000	1,946,480
Gagan Realdev Pvt. Ltd.	1,100,000	11,011,000	1,100,000	11,011,000	1,100,000	10,921,950
Green Teak Agro Processors Pvt. Ltd.	18,500	194,620	18,500	194,620	18,500	227,735
Horizon Vintrade Pvt Ltd	2,422,500	24,031,200	2,422,500	24,031,200	2,422,500	24,055,425
Majestic Comtrade Pvt Ltd	722,500	7,238,625	-	-	-	-
Navyug Infracon Pvt. Ltd.	51,000	428,910	51,000	428,910	51,000	424,320
North Dinaipur Power Ltd	300,000	3,000,000	-	-	-	-
Pinnacle Commoddeal Pvt Ltd	2,272,500	22,543,200	2,272,500	22,543,200	2,272,500	22,611,375
Raj Projects Pvt. Ltd.	72,000	1,471,680	72,000	1,471,680	72,000	1,518,480
Saffron Enclave Pvt. Ltd.	228,000	10,230,360	-	-	-	-
Techno Birbhum Green Power Generating Co. Ltd	300,000	3,000,000	-	-	-	-
Techno International Ltd	960,000	26,006,400	960,000	26,006,400	400,000	8,912,000
Techno Leasing & Finance Co. Pvt. Ltd	209,500	19,927,640	209,500	19,927,640	209,500	16,512,790
Techno Power Projects Ltd	48,500	8,990,930	48,500	8,990,930	48,500	6,804,065
Techno Power Grid Company Ltd	500,000	4,955,000	500,000	4,955,000	500,000	500,000
Varanasi Commercial Ltd	330,400	100,831,472	330,400	100,831,472	330,400	83,716,752
Varun Resources Ltd (#)	170,732	1,676,986	170,732	1,676,986	170,732	1,676,986
Varun Global Ltd (#)	42,683	419,247	42,683	419,247	42,683	419,247
		272,404,265		279,160,260		234,890,227
<b>Total (i)</b>		<b>5,730,571,871</b>		<b>6,135,391,366</b>		<b>4,094,926,840</b>

(#) Pursuant to the Composite Scheme of Arrangement and Amalgamation as approved by the Hon'ble High Court of Judicature at Bombay, shares of Varun Resources Limited & Varun Global Limited has been issued and allotted for the erstwhile Varun Shipping Company Limited. The shares of the company are yet to be listed.

### (ii) Others

Other Advances recoverable in cash or kind- considered as per  
MAT Credit Entitlement

	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
	234,010	268,290	284,090
	387,444	240,732	231,632
	<b>621,454</b>	<b>509,022</b>	<b>515,722</b>



<b>4</b>	<b>Deferred Tax Assets/Liabilities (net)</b> The balance comprises temporary differences attributable to: <b>Deferred Tax Liabilities</b> Difference between book value of depreciable assets as per books of account and written down value for tax purposes	(312,281)	(301,987)	(291,032)			
	Tax Impact on Fair Value of Investments	6,083,620	11,976,547	9,222,810			
	Net Deferred Tax Liabilities	5,771,339	11,674,560	8,931,778			
<b>5</b>	<b>Other Non-Current Assets</b> Security Deposit	57,492	57,492	57,492			
		57,492	57,492	57,492			
<b>6</b>	<b>Inventories</b> Mutual Funds Bonds	-	34,049,164	-			
		-	-	39,023,080			
		-	34,049,164	39,023,080			
<b>7</b>	<b>Current Financial Assets</b> <b>(i) Cash and Cash Equivalents</b> Balances with banks in Current Accounts Cash on hand	29,500,034	1,003,679	13,050,729			
		160,196	160,374	24,610			
		29,660,230	1,164,053	13,075,339			
	<b>(ii) Others</b> Other Advances recoverable in cash or kind- considered doubtful	2,100,000	2,100,000	2,100,000			
		2,100,000	2,100,000	2,100,000			
<b>8</b>	<b>Current Tax Assets (net)</b> Income Taxes	42,923	304,973	-			
		42,923	304,973	-			
<b>9</b>	<b>Other Current Assets</b> Prepaid Expenses Rent Receivable Other Receivables	-	-	803			
		-	-	40,000			
		2,874,080	-	130,516,874			
		2,874,080	-	130,557,677			
		As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016			
<b>10</b>	<b>Equity Share Capital</b>						
a)	Capital Structure						
	Authorised 13,00,000 Equity Shares of Rs. 10/- each (FY 17 & 16 - 13,00,000 Equity Shares of Rs. 10/- each)	13,000,000	13,000,000	13,000,000			
		13,000,000	13,000,000	13,000,000			
	Issued, Subscribed and Fully Paid Up 11,87,520 Equity Shares of Rs. 10/- each (FY 17 & 16 - 11,87,520 Equity Shares of Rs. 10/- each)	11,875,200	11,875,200	11,875,200			
		11,875,200	11,875,200	11,875,200			
b)	Share Capital Reconciliation						
	Equity Shares	31 March 2018		31 March 2017		01 April 2016	
		Nos.	Amount	Nos.	Amount	Nos.	Amount
	Opening balance	1,187,520	11,875,200	1,187,520	11,875,200	1,187,520	11,875,200
	Issued during the period	-	-	-	-	-	-
	Closing Balance	1,187,520	11,875,200	1,187,520	11,875,200	1,187,520	11,875,200
c)	Particulars of Equity Shareholders holding more than 5% Shares at Balance Sheet date	31 March 2018		31 March 2017		01 April 2016	
		Nos.	% holding	Nos.	% holding	Nos.	% holding
	Ankit Credits Pvt. Ltd.	117,380	9.88	117,380	9.88	117,380	9.88
	Raj Projects Pvt. Ltd.	114,980	9.68	114,980	9.68	114,980	9.68
	Techno Leasing & Finance Co. Pvt. Ltd.	91,220	7.68	91,220	7.68	91,220	7.68
d)	Terms of issue of equity shares The Company has only one class of shares referred to as equity shares having a par value of Rs 10. Each holder of equity share is entitled to one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amount, in proportion to their shareholding.						
e)	No shares have been reserved for issue under options and contracts / commitments for the sale of shares/disinvestment as at the Balance Sheet date.						
f)	The Company has not allotted any shares as fully paid up pursuant to contract(s) without payment being received in cash or by way of fully paid bonus shares nor has bought back any shares during the period of five years immediately preceding the date at which the Balance Sheet is prepared.						
g)	No convertible securities have been issued by the Company during the year.						
h)	No calls are unpaid by any Director and Officer of the Company during the year.						
i)	The Company has not forfeited any shares.						



	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
<b>11 Other Equity</b>			
(i) General Reserve on Amalgamation Balance b/f	37,809,759	37,809,759	37,809,759
(ii) Retained Earnings			
Balance at the beginning of the reporting period	335,723,291	310,301,234	177,220,503
Add: Income Tax Adjustments	(17,164)	(12,980)	(74,765)
Add: Total Income in accordance with IND AS	1,089,895	25,435,037	133,155,496
Net Surplus/(Deficit) at the end of the year	<u>336,796,022</u>	<u>335,723,291</u>	<u>310,301,234</u>
(iii) Other Comprehensive Income			
Equity Instrument through other comprehensive Income	5,373,205,403	5,776,281,971	3,911,630,869
	<u>5,373,205,403</u>	<u>5,776,281,971</u>	<u>3,911,630,869</u>
<b>Total</b>	<u><u>5,747,811,184</u></u>	<u><u>6,149,815,021</u></u>	<u><u>4,259,741,862</u></u>
<b>12 Other Current Liabilities</b>			
<u>Other payables</u>			
Statutory Dues Payables	3,950	68,200	15,250
Others Payables (Year end accruals for expenses)	54,550	43,000	42,800
	<u>58,500</u>	<u>111,200</u>	<u>58,050</u>
<b>13 Current Provisions</b>			
Provision for doubtful advances	2,100,000	2,100,000	2,100,000
	<u>2,100,000</u>	<u>2,100,000</u>	<u>2,100,000</u>
<b>14 Current Tax Liabilities (net)</b>			
Provision for Income Tax (net)	-	-	98,492
	<u>-</u>	<u>-</u>	<u>98,492</u>
<b>15 Revenue From Operations</b>		<b>31 March, 2018</b>	<b>31 March, 2017</b>
		Rs	Rs
<u>Sale of Products</u>			
Mutual Funds		66,157,405	510,905,369
Bonds		207,939,726	39,003,900
		<u>274,097,131</u>	<u>549,909,269</u>
<u>Other Operating Income</u>			
Interest Income on bonds		-	134,262
Dividend Income		-	12,063,633
		<u>-</u>	<u>12,197,895</u>
<b>Total</b>		<u><u>274,097,131</u></u>	<u><u>562,107,164</u></u>
<b>16 Other Income</b>			
Net gain/(loss) on sale of Non-current Investments		1,024,080	320,045
Rental Income		924,000	804,000
Gain on sale of Property, Plant & Equipment		-	32,193
Dividend Income from Non-current Investments		5,000	14,166,000
Derivative Trading (F & O)		-	167,521
Interest Income		-	4,719,452
		<u>1,953,080</u>	<u>20,209,211</u>
<b>17 Purchases of Stock-in-trade</b>			
Mutual Funds		30,000,000	548,918,068
Bonds		209,939,726	-
		<u>239,939,726</u>	<u>548,918,068</u>
<b>18 Changes In Inventories of Stock-in-trade</b>		<b>31 March, 2018</b>	<b>31 March, 2017</b>
		Rs	Rs
<u>Inventories at the beginning of the year</u>			
Mutual Funds		34,049,164	-
Bonds		-	39,023,080
		<u>34,049,164</u>	<u>39,023,080</u>
<u>Inventories at the end of the year</u>			
Mutual Funds		-	34,049,164
Bonds		-	-
		<u>-</u>	<u>-</u>
		<u><u>34,049,164</u></u>	<u><u>4,973,916</u></u>
<b>19 Employee Benefits Expenses</b>			
Salaries, Bonus & Allowances		-	1,595,000
		<u>-</u>	<u>1,595,000</u>
<b>20 Other Expenses</b>			
Advertisement expenses		19,431	15,100
<u>Auditors' Remuneration</u>			
-Audit Fees		29,500	28,750
-Tax Audit Fees		5,900	5,750
-Certification Fees		-	16,250
Electricity expenses		45,850	54,160
Corporation Taxes		35,800	35,800
Listing Fees		25,000	28,625
STT on Investments		-	164,003
Maintenance Charges of Building		76,343	73,710
Motor Car Expenses		-	47,270
Miscellaneous expenses		11,978	21,359
Professional charges		222,307	164,850
Rates & Taxes		5,300	5,300
		<u>477,409</u>	<u>660,927</u>



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**21 Earning Per Share(EPS)**

The following reflects the profit and share data used in the basic and diluted EPS computations:

	31 March, 2018	31 March, 2017
Net Profit / (Loss) attributable to equity shareholders	1,089,895	25,435,037
Weighted average number of equity shares in calculating EPS	1,187,520	1,187,520
Nominal value of Equity Shares	10	10
Basic & Diluted EPS	0.92	21.42

**22 ACCOUNTING FOR TAXES ON INCOME**

Provision for Tax is made for current and deferred taxes.

Income tax expense is recognised in the Income statement except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current income tax for current period is provided on the taxable income and recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Taxable income differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. Current tax assets and liabilities are set off and presented as net.

Deferred tax is recognised using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is measured at the tax rates that have been enacted or substantively enacted.

Significant judgment is required in determination of taxability of certain income and deductibility of certain expenses during the estimation of the provision for income taxes.

The Company has significant amount of unused tax credits, since availability of future taxable income is not certain, no provision for deferred tax assets has been made under IND AS 12 'Income Taxes'.

**23 DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES AS PER MSMED ACT 2006**

The Company has circulated confirmation for the identification of suppliers registered under the Micro, Small and Medium Enterprises Development Act, 2006. On the basis of information available with the Company under the aforesaid Act, there are no Enterprises to whom the Company owes dues which are outstanding at year end. This has been relied upon by the Auditors.

24 The Company's activities during the year were limited to Investment Activities and accordingly no separate disclosure is required in terms of Indian Accounting Standard 108, 'Operating Segments'.

**25 Related Party Disclosures**

As per Indian Accounting Standard (Ind AS) 24 'Related Party Disclosures', the disclosure of transactions with related parties are given below:

**i) Names of the related parties and description of relationship****1. Key Management Personnel (KMP) and their relatives**

Ms. Avantika Gupta	Director
Mr. Ankit Saraiya	Relative of Director
Mr. P. P. Gupta	Relative of Director

**2. Associates**

Saffron Enclave Pvt. Ltd. (ceased w.e.f. 05.03.2018)

Majestic Comtrade Pvt Ltd (ceased w.e.f. 05.03.2018)

**ii) Details of Related Party Transactions during the year ended 31st March 2018 and balance outstanding as at 31st March 2018:**

Transactions:	KMP & Relatives of KMP		Associates	
	2017-18	2016-17	2017-18	2016-17
Remuneration Paid	-	1,595,000	-	-
Rent received	924,000	804,000	-	-
<b>Balances outstanding at the end of the year:</b>				
Year end Investments	-	-	-	30,225,000
Rent receivable	-	-	-	-

26 On the basis of physical verification of assets and cash generation capacity of those assets, in the management perception, there is no impairment of assets as on 31st March, 2018.

**27 Details of Purchases, Turnover and Stock:**

	Mutual Funds		Bonds	
	Units	Amount (Rs)	Nos	Amount (Rs)
Opening Stock	480,260,070	33,847,957	-	-
Purchases	7,092,872	30,000,000	200	209,939,726
Sales	487,352,942	66,157,405	200	207,939,726
Closing Stock	-	-	-	-

**28 FIRST-TIME ADOPTION OF IND AS****Transition to Ind AS**

These are the Company's first financial statements prepared in accordance with Ind AS.

**A. Exemptions and exceptions availed**

In preparing these Ind AS financial statements, the Company has availed certain optional exemptions and mandatory exceptions in accordance with Ind AS 101 from IGAAP to Ind AS, as explained below. The resulting difference between the carrying values of the assets and liabilities in the financial statements as at the transition date under Ind AS and IGAAP have been recognised directly in equity (retained earnings or another appropriate category of equity). This note explains the adjustments made by the Company in restating its IGAAP financial statements, including the Balance Sheet as at April 1, 2016 and the financial statements as at and for the year ended March 31, 2017.



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A1. Ind AS optional exemptions

(a) Deemed cost for property, plant and equipment and intangible assets

(b) Business Combinations

A2. Ind AS mandatory exceptions

(a) Estimates

An entity's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with IGAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error. Ind AS estimates as at April 1, 2016 are consistent with the estimates as at the same date made in conformity with IGAAP. The Company made estimates for impairment of financial assets based on expected credit loss model and fair value of the investment property in accordance with Ind AS at the date of transition as these were not required under IGAAP.

(b) Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets (debt instruments) on the basis of the facts and circumstances that exist at the date of transition to Ind AS. Consequently, the Company has applied the above assessment based on facts and circumstances exist at the transition date.

(c) Derecognition of Financial Assets and Financial Liabilities

Ind AS 101 requires a first-time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first-time adopter to apply the de-recognition requirement provided that the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognised as a result of past transactions was obtained at the time of initially accounting for those transactions. The Company has elected to apply the derecognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

B. Reconciliations between IGAAP and Ind AS

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from IGAAP to Ind AS. The presentation requirements under IGAAP differs from Ind AS and hence the IGAAP information has been reclassified for ease of reconciliation with Ind AS. The reclassified IGAAP information is derived based on the audited financial statements of the Company for the year ended March 31, 2016 and March 31, 2017.

Reconciliation of Equity as at date of transition (April 1, 2016)

Particulars	Notes to first time adoption	IGAAP	Effects of transition to Ind AS	Rs. In lakhs
				Ind AS
<b>ASSETS</b>				
<b>Non-current assets</b>				
(a) Property, Plant and Equipment		25.49	0.00	25.49
(b) Capital work-in-progress		-	-	-
(c) Investment Property		-	-	-
(d) Other Intangible assets		-	-	-
<b>(e) Financial Assets</b>				
(i) Investments		1,735.57	39,213.70	40,949.27
(ii) Trade receivables		-	-	-
(iii) Loans		-	-	-
(iv) Others		5.16	(0.00)	5.16
(f) Deferred tax assets (net)		-	-	-
(g) Other non-current assets		0.57	0.00	0.57
<b>Total Non-current assets</b>		<b>1,766.79</b>	<b>39,213.70</b>	<b>40,980.49</b>
<b>Current assets</b>				
(a) Inventories		390.23	0.00	390.23
<b>(b) Financial Assets</b>				
(i) Investments		-	-	-
(ii) Trade receivables		-	-	-
(iii) Cash and cash equivalents		130.75	0.00	130.75
(iv) Bank balances other than (iii) above		-	-	-
(v) Loans		-	-	-
(vi) Others		21.00	-	21.00
<b>(c) Current Tax Assets (Net)</b>				
(d) Other current assets		1,305.58	(0.00)	1,305.58
<b>Total Current assets</b>		<b>1,847.56</b>	<b>0.00</b>	<b>1,847.56</b>
<b>Total Assets</b>		<b>3,614.35</b>	<b>39,213.70</b>	<b>42,828.05</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
(a) Equity Share capital		118.75	0.00	118.75
(b) Other Equity		3,475.95	39,121.47	42,597.42
<b>Total Equity</b>		<b>3,594.70</b>	<b>39,121.47</b>	<b>42,716.17</b>
<b>LIABILITIES</b>				
<b>Non-current liabilities</b>				
<b>(a) Financial Liabilities</b>				
(i) Borrowings		-	-	-
(ii) Trade payables		-	-	-
(iii) Others		-	-	-
<b>(b) Provisions</b>				
(c) Deferred tax liabilities (Net)		(2.91)	92.23	89.32
(d) Other non-current liabilities		-	-	-
<b>Total Non-current liabilities</b>		<b>(2.91)</b>	<b>92.23</b>	<b>89.32</b>
<b>Current liabilities</b>				
<b>(a) Financial Liabilities</b>				
(i) Borrowings		-	-	-
(ii) Trade payables		-	-	-
(iii) Others		-	-	-
<b>(b) Other current liabilities</b>				
(c) Provisions		0.58	0.00	0.58
(d) Current Tax Liabilities (Net)		21.00	-	21.00
(e) Other current liabilities		0.98	0.00	0.98
<b>Total Current liabilities</b>		<b>22.56</b>	<b>0.01</b>	<b>22.56</b>
<b>Total Equity and Liabilities</b>		<b>3,614.35</b>	<b>39,213.70</b>	<b>42,828.05</b>

\*As required under Paragraph (10C) of Ind AS 101, the Company has reclassified items that it recognised in accordance with previous GAAP as on type of asset, liability or component of equity, but are a different type of asset, liability or component of equity in accordance with Ind ASs.



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Reconciliation of Equity as at March 31, 2017

Particulars	Notes to first time adoption	IGAAP	Rs. in lakhs	
			Effects of transition to Ind AS	Ind AS
<b>ASSETS</b>				
Non-current assets				
(a) Property, Plant and Equipment		20.00	(0.00)	20.00
(b) Capital work-in-progress		-	-	-
(c) Investment Property		-	-	-
(d) Other Intangible assets		-	-	-
Financial Assets				
(i) Investments		3,466.17	57,887.74	61,353.91
(ii) Trade receivables		-	-	-
(iii) Loans		-	-	-
(iv) Others		5.09	0.00	5.09
(f) Deferred tax assets (net)		-	-	-
(g) Other non-current assets		0.57	0.00	0.57
<b>Total Non-current assets</b>		<b>3,491.83</b>	<b>57,887.75</b>	<b>61,379.58</b>
Current assets				
(a) Inventories		338.48	2.01	340.49
(b) Financial Assets		-	-	-
(i) Investments		-	-	-
(ii) Trade receivables		-	-	-
(iii) Cash and cash equivalents		11.64	0.00	11.64
(iv) Bank balances other than (iii) above		-	-	-
(v) Loans		-	-	-
(vi) Others		21.00	-	21.00
(c) Current Tax Assets (Net)		3.05	(0.00)	3.05
(d) Other current assets		-	-	-
<b>Total Current assets</b>		<b>374.17</b>	<b>2.01</b>	<b>376.18</b>
<b>Total Assets</b>		<b>3,866.00</b>	<b>57,889.76</b>	<b>61,755.76</b>
<b>EQUITY AND LIABILITIES</b>				
Equity				
(a) Equity Share capital		118.75	0.00	118.75
(b) Other Equity		3,728.16	57,769.99	61,498.15
<b>Total Equity</b>		<b>3,846.91</b>	<b>57,769.99</b>	<b>61,616.90</b>
LIABILITIES				
Non-current liabilities				
(a) Financial Liabilities		-	-	-
(i) Borrowings		-	-	-
(ii) Trade payables		-	-	-
(iii) Others		-	-	-
(b) Provisions		-	-	-
(c) Deferred tax liabilities (Net)		(3.02)	119.77	116.75
(d) Other non-current liabilities		-	-	-
<b>Total Non-current liabilities</b>		<b>(3.02)</b>	<b>119.77</b>	<b>116.75</b>
Current liabilities				
(a) Financial Liabilities		-	-	-
(i) Borrowings		-	-	-
(ii) Trade payables		-	-	-
(iii) Others		-	-	-
(b) Other current liabilities		1.11	0.00	1.11
(c) Provisions		21.00	-	21.00
(d) Current Tax Liabilities (Net)		-	-	-
<b>Total Current liabilities</b>		<b>22.11</b>	<b>0.00</b>	<b>22.10</b>
<b>Total Equity and Liabilities</b>		<b>3,866.00</b>	<b>57,889.76</b>	<b>61,755.76</b>

\*As required under Paragraph (10C) of Ind AS 101, the Company has reclassified Items that it recognised in accordance with previous GAAP as on type of asset, liability or component of equity, but are a different type of asset, liability or component of equity in accordance with Ind AS.

Reconciliation of Total Comprehensive Income for the year ended March 31, 2017

Particulars	IGAAP	Rs. in lakhs	
		Effects of transition to Ind AS	Ind AS
Revenue from operations	5,668.27	(47.20)	5,621.07
Other Income	154.90	47.19	202.09
<b>Total Income</b>	<b>5,823.17</b>	<b>(0.01)</b>	<b>5,823.16</b>
<b>Expenses :</b>			
Cost of materials consumed	-	-	-
Purchases of Stock-in-Trade	5,489.18	0.00	5,489.18
Changes in inventories of finished goods, Stock-in-Trade and work-in-progress	51.75	(2.01)	49.74
Employee benefits expense	15.95	-	15.95
Finance Costs	-	-	-
Depreciation and amortization expenses	5.29	(0.00)	5.29
Other expenses	6.61	(0.00)	6.61
<b>Total expenses</b>	<b>5,568.78</b>	<b>[2.01]</b>	<b>5,566.77</b>
<b>Profit/(Loss) before exceptional Items and tax</b>	<b>254.39</b>	<b>2.01</b>	<b>256.40</b>
Exceptional Items	-	-	-
<b>Profit / (Loss) before tax</b>	<b>2.05</b>	<b>-</b>	<b>2.05</b>
Tax Expenses	-	-	-
<b>Profit / (Loss) for the period</b>	<b>252.34</b>	<b>2.01</b>	<b>254.35</b>
<b>Other Comprehensive Income</b>			
A) i. Items that will not be reclassified to profit or loss	-	18,646.51	18,646.51
ii. Income tax relating to items that will not be reclassified to profit or loss	-	27.54	27.54
B) i. Items that will be reclassified to profit or loss	-	-	-
ii. Income tax relating to items that will be reclassified to profit or loss	-	-	-
<b>Total Other Comprehensive Income, net of Income tax</b>	<b>-</b>	<b>18,674.05</b>	<b>18,674.05</b>
<b>Total Comprehensive Income for the period</b>	<b>252.34</b>	<b>18,676.06</b>	<b>18,928.40</b>

\*As required under Paragraph (10C) of Ind AS 101, the Company has reclassified Items that it recognised in accordance with previous GAAP as on type of asset, liability or component of equity, but are a different type of asset, liability or component of equity in accordance with Ind AS.



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Reconciliation of Total Equity as at March 31, 2017 and April 1, 2016

	Rs. In lakhs	
	March 31, 2017	April 1, 2016
Total Equity (Shareholder's Funds) as per IGAAP	3,846.91	3,594.70
Adjustments:		
Net Impact on Fair valuation of investments and Inventories	57,769.99	39,121.47
Total Adjustments	57,769.99	39,121.47
Total Equity as per IND AS	61,616.90	42,716.17

Impact of IND AS adoption on the statement of Cash Flows for the year ended March 31, 2017

Particulars	Rs. In lakhs		
	IGAAP	Effects of transition to Ind AS	Ind AS
Net cash generated from Operating Activities	1,458.06	149.70	1607.76
Net cash generated from Investing Activities	(1,577.17)	(149.70)	(1,726.87)
Net cash generated from Financing Activities	-	-	-
Net Increase in cash and cash equivalents	(119.11)	(0.00)	(119.11)
Cash and Cash Equivalents as at April 1, 2016	130.75	0.00	130.75
Cash and Cash Equivalents as at March 31, 2017	11.64	0.00	11.64

\*As required under Paragraph (10C) of Ind AS 101, the Company has reclassified items that it recognised in accordance with previous GAAP as on type of asset,

As per our report of even date

For B. Chhawchharia & Co.  
Firm Registration No. 3051235  
Chartered Accountants

S. K. Chhawchharia  
Partner  
M. No. 008482

Kolkata  
May 30, 2018



For and on behalf of the Board

*Ranjiv Agarwal*

Ranjiv Agarwal  
DIN 00036650

Directors

*Avantika Gupta*

Avantika Gupta  
DIN 03149138

# KUSUM INDUSTRIAL GASES LTD

CIN : L23201WB1983PLC035668

Registered Office: P-46A, Radha Bazar Lane, 4th Floor, Kolkata - 700001  
Tel: (033) 4051 3000 Fax: (033) 4051 3326; E-mail:kusumindustrial@gmail.com

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 36<sup>th</sup> Annual General Meeting of the Members of the Company will be held at the P-46A, Radha Bazar Lane, 4<sup>th</sup> Floor, Kolkata -700001 on **Wednesday, the 26<sup>th</sup> day of September, 2018 at 2.00 p.m.** to transact the following business:-

### ORDINARY BUSINESS:

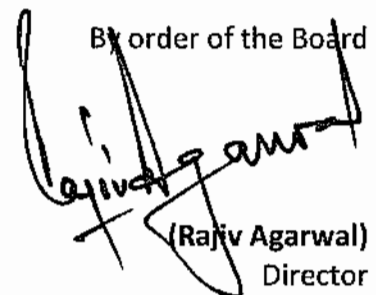
1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2018 and the Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To ratify the appointment of M/s. B. Chhawchharia & Co. Chartered Accountants, (Firm Registration No. 305123E) as Statutory Auditors and fix their remuneration and 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 139 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, the appointment of, M/s. B. Chhawchharia & Co. Chartered Accountants, (Firm Registration No. 305123E) as Auditors of the Company be and is hereby ratified to hold office till the conclusion of the 37<sup>th</sup> Annual General Meeting of the Company as approved by the Members at the 32<sup>nd</sup> Annual General meeting, on such remuneration as may be determined by the Board of Directors in consultation with them for the financial year ending March 31, 2019".

### Regd. Office :

P-46A, Radha Bazar Lane, 4<sup>th</sup> Floor  
Kolkata – 700 001

Dated: 30.05.2018

By order of the Board  
  
(Rajiv Agarwal)  
Director

### NOTES.

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Businesses to be transacted at the Meeting is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than 50 (fifty) Members and holding in aggregate not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other Member.

***Proxy in order to be effective should be duly stamped, completed, signed and deposited at the registered office of the company not less than 48 hours before the time for holding the meeting.***

3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. For the convenience of members and for proper conduct of the meeting, ***entry to the place of meeting will be regulated by attendance slip, which is a part of the Notice. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance to the venue.***

***Members / proxies should bring the duly filled Attendance Slip attached herewith to attend the meeting. Duplicate Attendance Slip and / or copies of the Annual Report shall not be issued/ available at the venue of the Meeting.***

Members, who hold shares in dematerialized form, are requested to bring their Client ID and DP ID Nos. for easier identification of attendance at the meeting

5. The Register of Directors and Key Managerial Personnel and their shareholding will be available for inspection by the members at the AGM.
6. A member desirous of getting any information on the accounts of the Company is requested to send the queries to the Company at least 10 days in advance of the meeting.
7. The Register of Members and Share Transfer Books of the Company shall remain closed from **Thursday, September 20, 2018 to Wednesday, September 26, 2018** (both days inclusive).
8. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Director seeking appointment / re-appointment at the AGM, is furnished as annexure to the Notice. The Director has furnished consent / declaration for their appointment / re-appointment as required under the Companies Act, 2013 and the Rules thereunder.
9. Members holding shares in physical form are requested to intimate change in their registered address mentioning full address in block letters with Pin code of the Post Office and bank particulars to the Company's Registrar and Share Transfer Agent and in case of members holding their shares in electronic form, this information should be given to their Depository Participants immediately.

Members whose shareholding is in the electronic mode are requested to inform change of address and updates of savings bank account details to their respective depository participants. Members are encouraged to utilize the Electronic Clearing System (ECS) for receiving dividends.

10. The Notice of the AGM along with the Annual Report for 2017-18 are being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the said documents. For Members who have not registered their e-mail addresses, physical copies of the above mentioned documents are being sent.

11. As mandated by The Securities and Exchange Board of India (SEBI), every participant in the securities market has to submit Permanent Account Number (PAN). Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / RTA.
12. The Company's shares are listed with Calcutta Stock Exchange and the Annual Listing Fees for the Financial Year 2018-2019 has been paid.

### 13. Voting through electronic means

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by National Securities Depository Limited. The facility for voting through ballot paper will also be made available at the AGM and members attending the AGM, who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. The instructions for e-voting are annexed to the Notice.
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on **23<sup>rd</sup> September, 2018 (9:00 am)** and ends on **25<sup>th</sup> September, 2018 (5:00 pm)**. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of 19<sup>th</sup> September, 2018**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

### V. How do I vote electronically using NSDL e-Voting system?

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

**Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2 : Cast your vote electronically on NSDL e-Voting system.**

**Details on Step 1 is mentioned below:**

#### **How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?
  - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL



account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

**Details on Step 2 is given below:**

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [legalird1@gmail.com](mailto:legalird1@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **19<sup>th</sup> September, 2018**.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **24<sup>th</sup> August, 2018**, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com).

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.

- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

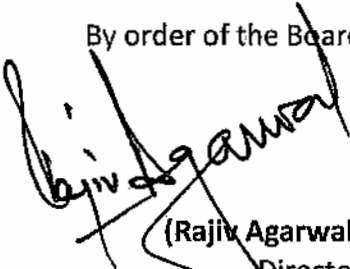
- XIII.** Mr. Jnana Ranjan Dhal, Advocate (Reg. No. WB/2321/10), 80A, Banerjee para Road, 1st floor, Room No. D, Kolkata – 700041 has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV.** The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV.** The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI.** The Results declared alongwith the report of the Scrutinizer shall be placed on the website of NSDL i.e. <https://www.evoting.nsdl.com/> immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Calcutta Stock Exchange Limited.
- 14.** Since e-voting facility (including Ballot Forms) is provided to the Members pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, voting by show of hands are not allowed.

**Regd. Office :**

P-46A, Radha Bazar Lane,  
4<sup>th</sup> Floor  
Kolkata – 700 001

Dated: 30.05.2018

By order of the Board



(Rajiv Agarwal)  
Director

# KUSUM INDUSTRIAL GASES LTD

CIN : L23201WB1983PLC035668

Registered Office: P-46A, Radha Bazar Lane, 4th Floor, Kolkata - 700001  
Tel: (033) 4051 3000 Fax: (033) 4051 3326; E-mail:kusumindustrial@gmail.com

## **ATTENDANCE SLIP**

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

Folio No.: \_\_\_\_\_ DP ID No.: \_\_\_\_\_ Client ID No. \_\_\_\_\_

Name of  
Member(s): \_\_\_\_\_

Name of the  
Proxyholder: \_\_\_\_\_

Registered  
Address: \_\_\_\_\_

Number of Shares  
Held: \_\_\_\_\_

*I hereby record my presence of the 36<sup>th</sup> Annual General Meeting of the Members of Kusum Industrial Gases Limited will be held at the Registered Office of the Company at P-46A, Radha Bazar Lane, 4<sup>th</sup> floor, Kolkata - 700 001 on **Wednesday, the 26<sup>th</sup> day of September, 2018 at 2.00 p.m.***

\_\_\_\_\_  
*Signature of the Member/Representative/Proxyholder\**

*\* Strike out whichever is not applicable*

# KUSUM INDUSTRIAL GASES LTD

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(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014 – Form No. MGT-11)

## FORM OF PROXY

Folio No.: \_\_\_\_\_ DPID No.: \_\_\_\_\_ Client ID No.: \_\_\_\_\_

Name of the Member(s): \_\_\_\_\_ Email Id: \_\_\_\_\_

Registered

Address: \_\_\_\_\_

I/We, being a member / members of Kusum Industrial Gases Limited hereby appoint:

1. Name: \_\_\_\_\_ E-mail Id \_\_\_\_\_

Address: \_\_\_\_\_ or failing him/her

2. Name: \_\_\_\_\_ E-mail Id \_\_\_\_\_

Address: \_\_\_\_\_ or failing him/her

3. Name: \_\_\_\_\_ E-mail Id \_\_\_\_\_

Address: \_\_\_\_\_

as my / our Proxy to vote for me / us, on my / our behalf at the 36<sup>th</sup> Annual General Meeting of the Members of the Kusum Industrial Gases Limited will be held at the Registered Office of the Company and at any adjournment thereof in respect of the following resolutions:

1. Adoption of Balance Sheet, Statement of Profit & Loss, Report of Auditors and Board of Directors for the year ended 31<sup>st</sup> March, 2018.
2. Ratification of appointment of Auditors.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2018.

Signature of Member \_\_\_\_\_

Revenue  
Stamp

Signature of Proxyholder(s): 1. \_\_\_\_\_ 2. \_\_\_\_\_ 3. \_\_\_\_\_

**NOTE:** The Form of Proxy duly completed must be deposited at the Registered Office/Corporate Office of the Company, not later than 48 hours before the time for holding the meeting.

# KUSUM INDUSTRIAL GASES LTD

CIN : L23201WB1983PLC035668

Registered Office: P-46A, Radha Bazar Lane, 4th Floor, Kolkata - 700001  
Tel: (033) 4051 3000 Fax: (033) 4051 3326; E-mail:kusumindustrial@gmail.com

## BALLOT FORM

(For voting for the resolutions to be passed at the 36<sup>th</sup> Annual General Meeting of the Members of the Kusum Industrial Gases Limited will be held at the Registered Office of the Company at P-46A, Radha Bazar Lane, 4<sup>th</sup> floor, Kolkata - 700 001 **Wednesday, the 26<sup>th</sup> day of September, 2018 at 2.00 p.m.**)

Name of the Member : \_\_\_\_\_

Folio No. / DP-ID & Client-ID : \_\_\_\_\_

No. of Equity Shares Held : \_\_\_\_\_

I/We hereby exercise my/our vote in respect of the Resolution to be passed through postal ballot for the business stated in the Notice of the Company dated **May 30, 2018** by conveying my/our assent or dissent to the said Resolution by placing the tick (✓) mark at the appropriate box below:

Resolu tion Sr. No.	Description	I/we assent to the resolution (FOR)	I/we dissent to the resolution (AGAINST)
1.	<b>Ordinary Business</b> Consider and adopt financial statements together with Director and Auditors report for the year ended March 31, 2018.		
2.	Ordinary Resolution seeking approval for ratification of appointment of M/s B. Chhawchharia & Co. Chartered Accountants, (Firm Registration No. 305123E) as Statutory Auditors of the Company.		

Signature of Member / Proxy Voting.

### Notes:

This Ballot Form shall be used by the Shareholders who do not have access to the e-voting system.