

Jindal Stainless (Hisar) Private Limited
Formerly Known as: K S Infra Tower and Landmark Private Limited
CIN No: U27205HR2013PTC049963
Regd. Office: O.P. Jindal Marg, Hisar-125005

NOTICE

Notice is hereby given that the 1st Annual General Meeting of the shareholders of Jindal Stainless (Hisar) Private Limited will be held on Tuesday, the 30th day of September, 2014 at 11.00 a.m. at Registered Office of the Company at O.P. Jindal Marg, Hisar, Haryana-125005 to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the balance sheet as at 31st March, 2014 and the profit and loss account for the year ended on that date and the reports of the auditors and the board of directors thereon.
2. To appoint M/s Sandeep Khurana & Associates Chartered Accountants (Firm Regn. No. 024837N) as statutory auditors of the Company to hold office from the conclusion of this annual general meeting to the conclusion of the next annual general meeting and to fix their remuneration.

SPECIAL BUSINESS:

TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATIONS, THE FOLLOWING RESOLUTIONS:

3. **AS A SPECIAL RESOLUTION:**

“RESOLVED that pursuant to the provisions of Section 152 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, as may be amended from time to time, Mr. Mahender Kumar Goel (DIN: 00041866), who was appointed as an Additional Director and whose term expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”



4. **AS A SPECIAL RESOLUTION:**

"RESOLVED that pursuant to the provisions of Section 152 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, as may be amended from time to time, Mr. Shailesh Goyal (DIN: 03547239), who was appointed as an Additional Director and whose term expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

By the Order of the Board
For Jindal Stainless (Hisar) Private Limited



Registered office
O.P. Jindal Marg
Hisar, Haryana-125005
Date: 05.09.2014

Name: Mahender Kumar Goel
Designation: Director
Address: House No. 1653, Sunita House,
Near DAV School, Sector -- 14,
Hisar -- 125005

DIN: 00041866

NOTES:

- A A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND , ON A POLL, TO VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.
- B The instruments appointing a Proxy, to be effective, must be duly filled, stamped and signed and must reach the Company's registered office not later than 48 hours before the commencement of the meeting.
- C A blank proxy form is sent herewith.
- D Members are requested to bring along their copy of Annual Report and Accounts to the Meeting.
- E An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to special business to be transacted at the meeting is annexed hereto.



Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 3 and 4

Mr. Mahender Kumar Goel and Mr. Shailesh Goyal were appointed as an Additional Director of the Company with effect from 23rd June, 2014. Subject to approval of the Shareholders of the Company, they are appointed as Director of the Company.

A notice pursuant to Section 160 of the Companies Act, 2013 has been received from a member signifying his intention to propose him as a candidate for the office of Director. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director.

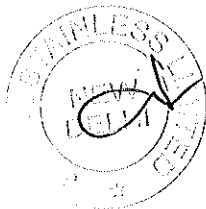
By the Order of the Board
For Jindal Stainless (Hisar) Private Limited



Registered office
O.P. Jindal Marg
Hisar, Haryana-125005
Date: 05.09.2014

Name: Mahender Kumar Goel
Designation: Director
Address: House No. 1653, Sunita House,
Near DAV School, Sector – 14,
Hisar – 125005

DIN: 00041866



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Attendance Slip

Registered Folio / DP ID & Client ID	
Name	
Address of Shareholder	

I/We hereby record my/our presence at the 1st Annual General Meeting of the Company at its Registered Office at O.P. Jindal Marg, Hisar, Haryana-125005 on Tuesday, the 30th day of September, 2014 at 11.00 a.m.

Signature of Shareholder / Proxy Present:

Note:

1. You are requested to sign and hand this over at the entrance.
2. If you are attending the meeting in person or by proxy please bring copy of notice and annual report for reference at the meeting.



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Form No. MGT-11

Proxy Form

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

CIN: U27205HR2013PTC049963

Name of the Company: Jindal Stainless (Hisar) Private Limited

Registered office: O.P. Jindal Marg, Hisar-125005

Name of the member(s):	
Registered address:	
Email Id.:	
Folio No. / Client Id:	
DP Id.:	

I / We, being the member(s) of shares of the above name company, hereby appoint

1. Name:, Address:

Email Id.: Signature:, or failing him

2. Name:, Address:

Email Id.: Signature:, or failing him

3. Name:, Address:

Email Id.: Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 1st Annual General Meeting of the Company, to be held on the 30th day of September, 2014 at 11:00 a.m. at Registered Office of the Company at O.P. Jindal Marg, Hisar-125005 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution	For	Against
1	To adopt Balance Sheet and Profit & Loss Account for the Financial Year 2013-14.		
2	To appoint M/s. Sandeep Khurana & Associates Chartered		



	Accountants as Statutory Auditors.		
3	To regularize Mr. Mahender Kumar Goel as Director of the Company.		
4	To regularize Mr. Shailesh Goyal as Director of the Company.		

Signed this day of 2014

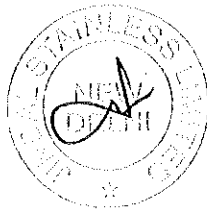
.....
Signature of shareholder

.....
Signature of Proxy holder(s)

Affix
Revenue
Stamp

Notes

1. This form should be signed across the stamp as per specimen signature registered with the Company.



Jindal Stainless (Hisar) Private Limited
Formerly Known as: K S Infra Tower and Landmark Private Limited
CIN No: U27205HR2013PTC049963
Regd. Office: O.P. Jindal Marg, Hisar-125005

DIRECTORS' REPORT

To
The Members

Your Directors have pleasure in presenting first annual report on the business and operations of the Company together with audited statement of accounts for the period ended 31st March, 2014.

FINANCIAL RESULTS & OPERATIONAL REVIEW

Your company was incorporated on 30th July, 2013 and has not started any Commercial operations.

DIVIDEND

No dividend has been recommended by the Board of Directors for the period ended 31st March, 2014.

SHARE CAPITAL

The paid up capital of your Company is Rs.1,00,000/- divided into 10,000 equity shares of Rs.10/- each.

FIXED DEPOSITS

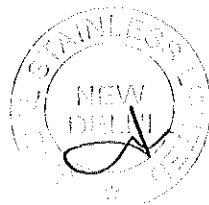
The Company has not accepted any deposits from public as per Section 58A of the Companies Act, 1956, and as such, there are no outstanding deposits in terms of Companies (Acceptance of Deposits) Rules, 1975.

DIRECTORS

Mr. Mukesh Kumar and Mr. Ramesh Kumar were the first directors of the Company as mentioned in the Articles of Association. During the year Mr. Subham Singla, Mr. Jatin Kumar, Mr. Mahender Kumar Goel and Mr. Shailesh Goyal were appointed as Additional Director of the Company. During the period under report, Mr. Mukesh Kumar, Mr. Ramesh Kumar Mr. Subham Singla and Mr. Jatin Kumar resigned from the Board.

Mr. Mahender Kumar Goel and Mr. Shailesh Goyal hold office of director upto ensuing Annual General Meeting. In terms of Section 160 of the Companies Act, 2013, the Company has received notice in writing from a member signifying its intention to proposing their candidature as directors of the Company.

Your directors place the proposal for appointment of Mr. Mahender Kumar Goel and Mr. Shailesh Goyal as directors liable to retire by rotation, for your approval in ensuing annual general meeting.



AUDITORS AND AUDITORS' REPORT

M/s Sandeep Khurana & Associates Chartered Accountants Auditors of the Company hold office unto the conclusion of the ensuing Annual General Meeting. The company has received communication from them to the effect that their appointment, if made, would be within the limits prescribed under the Companies Act, 2013 and also that they are not otherwise disqualified as per the provisions of the Companies Act, 2013.

Your Directors recommend the appointment of M/s Sandeep Khurana & Associates Chartered Accountants as the statutory auditors of the Company for the financial year 2014-2015 and fixation of their remuneration.

The notes to the accounts referred to in the Auditors' Report are self-explanatory and therefore, do not call for any further comments.

PARTICULARS OF EMPLOYEES

Information Pursuant to the Section 217 (2A) of the Companies Act , 1956 , read with Company (Particular of Employees) Rules 1975, and forming part of directors Report for the year ending 31st March , 2013

A. Employee throughout the Financial year and were in receipt of remuneration in aggregate of not less than Rs 60, 00,000 per annum.

Sr. No.	Name	Age	Designation	Qualification	Exp	Commencement of Employment	Remuneration	Previous Employment
	NIL							

B. Employee throughout the Financial year and were in receipt of monthly remuneration not less than Rs 500,000

Sr. No.	Name	Age	Designation	Qualification	Exp	Commencement of Employment	Remuneration	Previous Employment
	NIL							

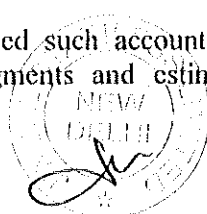
PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The operation of your company is in service sector. Hence, no information is to be appended to this report in relation to particulars with respect of conservation of energy etc. pursuant to section 217(1) (e) of the Companies Act, 1956.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to the requirement under sub section (2AA) of section 217 of the Companies Act, 1956 with respect to the Directors' Responsibility Statement, it is hereby confirmed:

- I. that in the preparation of the annual accounts for the financial period ended 31st March 2014, the applicable accounting standards had been followed along with proper explanations 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 financial period and of the profit of the Company for the period under review;

III. that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

IV. that the directors had prepared the accounts for the financial period ended 31st March, 2014 on a 'going concern' basis.

ACKNOWLEDGEMENT

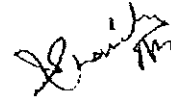
Your Directors express their appreciation for the continued assistance, guidance provided and co-operation by the Central and State Government, Financial Institutions, Banks, Dealers and especially by holding company Jindal Stainless Limited during the period under review.

Your Directors also wish to place on record their deep sense of appreciation for the services rendered by the executives, staff and workers of the Company.

For and on behalf of the Board of Directors

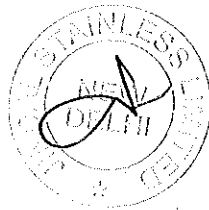


Mahendra Kumar Goel
Director
DIN: 00041866



Shailesh Goyal
Director
DIN: 03547239

Place: New Delhi
Date: 05.09.2014



Sandeep Khurana & Associates's

Independent Auditor's Report

To the Members of

JINDAL STAINLESS (HISAR) PRIVATE LIMITED

(Formerly Known as KS INFRA TOWER AND LANDMARK PRIVATE LIMITED)

Report On the Financial Statement

We have audited the accompanying financial statements of **JINDAL STAINLESS (HISAR) PRIVATE LIMITED** Formerly known as **KS INFRA TOWER AND LANDMARK PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

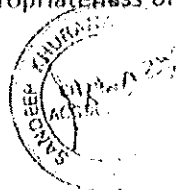
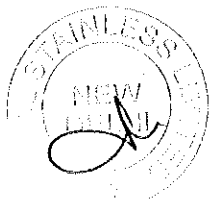
Management's Responsibility for the Financial Statements:

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility:

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

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



used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

Opinion

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

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

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
 - b) in the case of the Profit and Loss Account, of the profit/ loss for the year ended on that date; and
- in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements:

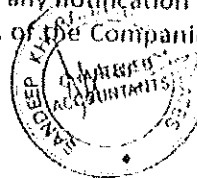
1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books

the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.

in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;

on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it



issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

Forming an Opinion and Reporting on Financial Statements

for SANDEEP KHURANA & ASSOCIATES
Chartered Accountants

SANDEEP KHURANA
HOUSE NO 16 ADVOCATE COLONY,
HISAR-126001 HARYANA

Place: Hisar
Date: 05/09/14



JINDAL STAINLESS (HISAR) PRIVATE LIMITED

(Formerly Known as KS InfraTower and Landmark Private limited)

Balance Sheet as on 31st March, 2014

Particulars	Note No	As at 31st March 2014	As at 31st March 2013
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	1,00,000.00	-
(b) Reserves and Surplus	2	(23,000.00)	-
(c) Money received as advances		-	-
(2) Current Liabilities			
(c) Other Current Liabilities	3	15,000.00	-
(d) Short-Term Provisions		-	-
Total		92,000.00	-
II. Assets			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible Assets		-	-
(ii) Intangible Assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(d) Long Term Loans and Advances		-	-
(e) Other Non-current Assets	4	12,000.00	-
(2) Current assets			
(a) Current Investments		-	-
(b) Inventories		-	-
(c) Trade Receivables		-	-
(d) Cash and cash equivalents	5	80,000.00	-
Total		92,000.00	-
Significant Accounting Policies			
Notes on Financial Statements	1 to 7		

As per our Report of even date.

FOR SANDEEP KHURANA & ASSOCIATES
(Chartered Accountants)

Sandeep Khurana
CA Sandeep Khurana
(Proprietor)



For and on behalf of the Board

M Goel
Mahender Kumar Goel
Director

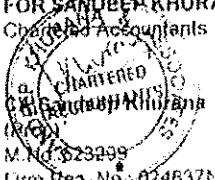
Shalish Goyal
Shalish Goyal
Director



JINDAL STAINLESS (HISAR) PRIVATE LIMITED
 (Formerly Known as KS InfraTower and Landmark Private limited)
Profit and Loss statement for the year ended 31st March, 2014

Particulars		2013-14	2012-13
I. Sales/Receipts		-	-
II. Other Income		-	-
III. Total Revenue (I + II)		-	-
<u>IV. Expenses</u>			
Employee benefit Expenses		-	-
Financial costs		-	-
Depreciation and Amortization		-	-
Other expenses	6	20,000.00	-
Selling Cost		-	-
Preliminary Expenses w/off		3,000.00	-
Total Expenses		23,000.00	-
V. Profit before exceptional and extraordinary items and tax (III - IV)		(23,000.00)	-
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		(23,000.00)	-
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		(23,000.00)	-
X. Tax Expenses/Provision			
(1) Current tax		-	-
(2) Deferred tax		-	-
(3) Provision for Standard Assets		-	-
XI. Profit(Loss) from the period from continuing operations (IX-X)		(23,000.00)	-
XII. Profit(Loss) from discontinuing operations		-	-
XIII. Tax expense of discounting operations		-	-
XIV. Profit(Loss) from Discontinuing operations (XII - XIII)		-	-
XV. Profit(Loss) for the period (XI + XIV)		(23,000.00)	-
XVI. Earning per equity share of face value of 10 each			
(1) Basic		(2.30)	-
(2) Diluted		(2.30)	-
Significant Accounting Policies	1 to		
Notes on Financial Statements	7		

As per our Report of even date.

FOR SANDEEP KHURANA & ASSOCIATES
 Chartered Accountants

 M.N. 323299
 Firm Reg. No. 02483711

For and on behalf of the Board


 Mahender Kumar Goel Director

 Shailesh Goyal Director

Place: Hisar
 Date: 27/03/14



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

1	1.0 Share Capital	31-Mar-14	31-Mar-13
	Equity Shares		
	Authorised		
	10000 Equity Shares of Rs. 10/ each	1,00,000.00	-
	Issued, Subscribed & Paid up		
	10000 Equity Shares of Rs. 10/ each	1,00,000.00	-
	each fully paid up	1,00,000.00	-
	Total	<u>1,00,000.00</u>	<u>-</u>
	1.1 Name of the Shareholders holding more than 5% shares		
	Name of Shareholders	%	No. of Shares held
	Ramesh Kumar	50%	5000.00
	Mukesh Kumar	50%	5000.00
	The Reconciliation of the number of shares outstanding is set out below:		
	Particulars		
	Equity Shares at the beginning of the year	0	-
	Add: Shares issued	100000	0
	Add: Shares issued on exercise of Employee Stock options	0	0
	Less: Shares cancelled on buy back of Equity Shares	0	0
	Equity Shares at the end of the year	<u>100000</u>	<u>0</u>
	2 Reserve & Surplus		
	General Reserve		
	As per last Balance Sheet	-	-
	Add: Transferred from Profit and Loss Account	-	-
	Profit and Loss Account		
	As per last Balance Sheet	-	-
	Addition during the year	(23,000.00)	-
	Less: Appropriations		
	Transferred to General Reserve	(23,000.00)	-
	Total	<u>(23,000.00)</u>	<u>-</u>
	3 Expenses Payable		
	Statutory Audit Fees Payable	15,000.00	-
	Expenses Payable	-	-
	Total	<u>15,000.00</u>	<u>-</u>
	4 Other Non Current Assets		
	Pre-Exp	12,000.00	-
	Total	<u>12,000.00</u>	<u>-</u>
	5 Cash and Cash equivalents		
	Balance with Banks	80000.00	-
	Cash in hand	80,000.00	-
	Total	<u>80,000.00</u>	<u>-</u>
	6 Other expenses		
	Other Expenses	5,000.00	-
	Audit Fee	15,000.00	-
	Total	<u>20,000.00</u>	<u>-</u>



1			
a	Director Remuneration		
b	Auditor's Remuneration Audit fees	15,000.00	
	Other Services	Nil	Nil
c	Foreign Exchange Favouring	Nil	Nil
	Foreign Exchange Outgo	Nil	Nil
d	Contingent Liabilities not provided for		
e	Claims against the Company not acknowledged as debts	Nil	Nil
f	Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil	Nil

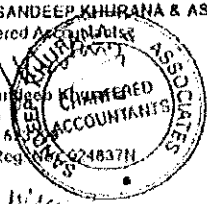
2 **ADDITIONAL INFORMATION**

There is no other additional information required to be disclosed pursuant to provisions of Schedule VI to the Companies Act, 2013

As per our Report of even date.

FOR SANDEEP KHURANA & ASSOCIATES
Chartered Accountants

CA Sandeep Khurana
(Prop)
M No. 624837H
Firm Reg. No. 624837H
Place: New Delhi
Date: 05/04/19



For and on behalf of the Board

M. Goyal
Mahender Kumar Goyal
Director

(Signature)
Shailesh Goyal
Director

