Raasi Refractories Limited

RRL/SEC/2016-17/ 22.12.2016

TO
Corporate Relations Department
Bombay Stock Exchange Ltd
1st Floor, New Trading Ring,
Routunda Building, P.J. Towers,
Dalal Street, Mumbai 400 001

Dear Sir,

Sub: Soft Copy of Annual Report for the year 2015-2016

This is to inform you that the 34th Annual General Meeting of the Company is scheduled to be held on Friday the 30th December, 2016. In compliance with the clause 31(a) of the listing agreement,

Kindly acknowledge .

Thanking you,

Yours faithfully,
For Raasi Refractories Limited

S. Subrahmanya Sastry
Compliance Officer

RAASI REFRACTORIES LIMITED
H.No.15-145/9, Kodandaram Nagar,
Saroor Nagar, Hyderabad-500 060. Telangana.

Registered & Corporate Office :
H.No. ~~15-~~145/9, Gaddi Annaram, Hyderabad - 500036, Tel : ~~040 -~~ 2405 4462
E-mail : mktg@raasi.in
CIN NO. L26920TG1981PLC003339
Works : Lakshmipuram, P.O. Narketpally, Dist. Nalgonda - 508 254, Tel : 08682 - 272455, Telefax : 08682 - 272444
E-mail : rassi_works@yahoo.co.in

34th

ANNUAL REPORT

2015-16

RAASI

REFRACTORIES

Raasi Refractories Limited

(CIN:L26920TG1981PLC003339)

BOARD OF DIRECTORS

Sri. Konda Laxmaiah	-	Director
Smt. Konda Padma	-	Woman Director
Sri. Srishailam Vaddepally	-	Independent Director
Sri Mohan Vijaya Krishna Tallapalli	-	Independent Director
Sri Hemanth Tummala	-	Independent Director
Sri. Rajendra Prasad Kandikattu	-	Nominee Director

STATUTORY COMMITTEES

AUDIT COMMITTEE

Sri Mohan Vijaya Krishna Tallapalli	-	Chairman
Sri. Srishailam Vaddepally	-	Member
Sri. Konda Laxmaiah	-	Member

NOMINATION & REMUNERATION COMMITTEE:

Sri Mohan Vijaya Krishna Tallapalli	-	Chairman
Sri. Srishailam Vaddepally	-	Member
Sri. Konda Laxmaiah	-	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE:

Sri Mohan Vijaya Krishna Tallapalli	-	Chairman
Sri. Srishailam Vaddepally	-	Member
Sri. Konda Laxmaiah	-	Member

STATUTORY AUDITORS

M/s.GMK Associates,
Chartered Accountants
ICAI Regn.No. 006945S
Hyderabad

REGISTRAR & TRANSFER AGENT:

M/s. Aarthi Consultants Pvt.Ltd
Regd.Office:1-2-285
Domalguda, Hyderabad - 500 029.
Phone Nos : 040-27638111, 27634445, 27642217, 66611921
Fax: 040-27632184,
Email: info@aarthiconsultants.com
Website: www.aarthiconsultants.com

REGISTERED OFFICE

RAASI REFRACTORIES LIMITED
15-145/9, Kodandaram Nagar,
Saroornagar, Near Sarada Talkies
Hyderabad - 500060

FACTORY

Lakshmipuram, Narketpally,
Nalgonda District,
Telangana State - 508254.

NOTICE

Notice is hereby given that the 34th Annual General Meeting of the members of the RAASI REFRACTORIES LIMITED (CIN:L26920TG1981PLC003339) will be held on Friday, 30th December, 2016 at 11.00 a.m. at Kummara Samkshema Sangham, H No. 10-1-105, Trimurthy Colony, Lingoji Guda, Saroor Nagar, Hyderabad 500 035, to transact the following business:

Ordinary Business

1. To receive, consider and adopt the audited financial statements of the company for the financial year ended 31st March 2016 together with the reports of the Board of Directors and the Auditors thereon.

2. To appoint a Director in place of Sri. Srishailam Vadddepally (DIN07186971), who retires by rotation and offers himself for re-appointment.

3. To consider and if thought fit to pass with or without modifications(s), the following resolution as anordinary resolution

   "**RESOLVED THAT** pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, consent of the members be and is hereby accorded to ratify the appointment of M/s.GMK Associates, Chartered Accountants, Hyderabad (Firm Registration No.006945S), as statutory auditors of the company for the financial year 2016-2017 (who has been appointed in the 33rd Annual General Meeting till conclusion of 38th AGM subject to ratification in the AGM) at such remuneration plus service tax, out-of pocket expenses as may be approved by the Board of Directors of the Company."

By order of the Board

Sd/-
KONDA LAXMAIAH
Director
(DIN : 00573281)

Place : Hyderabad
Date : 14th November, 2016

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT A MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL ON HIS BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY FORM IS ENCLOSED. PROXY FORM IN ORDER TO BE EFFECTIVE, DULY COMPLETED, MUST BE RECEIVED BY THE COMPANY AT THE REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.

2. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of persons seeking appointment/ re-appointment as Directors at the Annual General Meeting is annexed hereto.

3. Members / proxies are requested to bring with them the Attendance slip sent with the Annual Report duly completed and signed and hand it over at the entrance.

4. Pursuant to Sec.91 of the Companies Act, 2013 and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed for 7 days i.e. from 24th December, 2016 to 30th December, 2016 (both days inclusive).

5. Non-resident Indian Shareholders are requested to inform us immediately the change in Residential status on return to India for permanent settlement the particulars of Bank NRE Account, if not furnished earlier.

6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Aarthi Consultants Pvt Ltd.

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

8. Members desiring any information on the financial statements at the Annual General Meeting are requested to write to the Company at least seven days in advance so as to enable the Company to keep the information ready.

9. Members are requested to quote Folio Number/ Client ID No in all correspondence. Members are requested to update their Email ID with their respective depository participant and with the company's Registrar and Transfer Agents.

10. As the Company's Equity shares are compulsorily traded in demat mode, shareholders holding shares in physical form are requested to dematerialize the same.

11. In accordance with the MCA's "Green Initiative in Corporate Governance" allowing companies to share documents with its shareholders in the electronic mode and related amendments to the Listing Agreement with the Stock Exchanges, the company is sharing all documents with shareholders in the electronic mode, wherever the same has been agreed to by the shareholders. Shareholders are requested to support this green initiative by registering/updating their e-mail addresses for receiving electronic communications.

12. **E-VOTING**

    Pursuant to Section 108 of the Companies Act, 2013 read with relevant Rules of the Act and Regulations 44 of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility the members to exercise their right to vote by electronic means.

    The e-voting period will commence at 9:00 a.m. on 27thDecember, 2016 and will end at 5:00 p.m. on 29thDecember, 2016.The Company has appointed Mr.Naga Kishore

Mittapalli(FCS No-7684, CP No-13597), Practicing Company Secretary to act as the Scrutinizer to scrutinize the voting and remote e-voting process (including the ballot form received from the members who do not have access to the e-voting process) in a fair and transparent manner. The members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

The e-voting facility is available at the link:

EVSN (e-voting Sequence Number)	Commencement of e-voting	End of e-voting
161216004	27-12-2016	29-12-2016

Members have an option to vote either through e-voting or through physical ballot form. If a member has opted for e-voting, then he/she should not vote by physical ballot also and vice versa. However, in case members cast their vote both via physical ballot and e-voting then e voting shall prevail and voting done through physical ballot shall be treated as in valid. The Company has signed an agreement with CDSL for facilitating e-voting.

The Scrutinizer shall, immediately after the conclusion of voting at the Annual General meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make not later than three (3) days of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman and/or Managing Director or a person authorized by him in writing who shall counter sign the same.

The Results declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL and communicated to Stock Exchange where the shares are listed.

13. The instructions for members for voting electronically are as under:

The voting period begins on Tuesday, the 27th December, 2016 at 9:00 a.m and ends on Thursday the 29thDecember, 2016 at 5:00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd December, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Shareholders who have already voted through e-voting prior to the meeting date would not be entitled to vote at the meeting venue.

(i) The shareholders should log on to the e-voting website www.evotingindia.com.

(ii) Click on Shareholders.

(iii) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(iv) Next enter the Image Verification as displayed and Click on Login.

(v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vi) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)· ● Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. ● In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(vii) After entering these details appropriately, click on “SUBMIT” tab.

(viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for the relevant RAASI REFRACTORIES Limited on which you choose to vote.

(xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xiii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvii) Shareholders can also cast their vote using CDSL's mobile app m-voting available for android based mobiles. The m-voting app can be downloaded from google play store. iphone and windows phone users can download the app from app store and the windows phone store respectively on or after 30th June, 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xviii) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodianare required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

BRIEF PROFILES OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT

Name of the Director	**SRISHAILAM VADDEPALLY**
Date of Birth	04-04-1974
Date of appointment / re-appointment	16th May, 2015
Qualification	B.COM
Expertise in specific functional area	He is an enterpreneur engaged in the business of real estate and construction
List of public ltd. companies in which outside directorships held	NIL
Membership/Chairman-ships of committees of other public companies (includes only audit committee and stakeholders relationship committee)	NIL

DIRECTORS' REPORT

To

Dear Members,

Your directors have pleasure in presenting the 34th Directors' Report on the business and operations of your company for the financial year ended 31st March 2016.

FINANCIAL HIGHLIGHTS :

Particulars	Amount in lacs Year ended	
	31.03.2016	31.03.2015
Gross Income	9,72,65,844	13,20,78,810
Profit before interest and depreciation	(1,47,80,904)	(15,83,41,082)
Finance Charges	2,81,64,585	5,00,089
Depreciation	1,06,61,568	1,03,92,000
Net Profit before tax	(2,40,45,249)	(16,92,33,170)

PERFORMANCE:

The income from operations is Rs.9,72,65,844/- as against Rs.13,20,78,810/- for the corresponding previous year. The profit before tax stood at Rs.(2,40,45,249)/- as against Rs.(16,92,33,170) for the previous year.

DIVIDEND:

Your Directors did not recommend dividend for the financial year 2015-16.

DEPOSITS

The Company has not accepted or invited any Deposits and consequently no deposit has matured / become due for re-payment as on 31st March 2016.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FIANNCIAL POSITION OF THE COMPANY:

There are no material changes and commitments affecting the financial position of the Company which occurred between the end on the financial year to which the financial statements relate and the date of this report.

PARTICULARS OF DIRECTORS AND KEY MANEGERIAL PERSONNEL:

Appointments:

In accordance with the provisions of Section 152(6) of the Companies Act, 2013 and the Articles of Association of the Company, Sri.Srishailam Vaddepally, Director of the Company retire by rotation at this Annual General Meeting and being eligible offer themselves for reappointment.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, there has been no change in the circumstances which may affect their status as independent director during the year.

The brief particulars of the Directors seeking appointment / re-appointment at this Annual General Meeting are being annexed to the Corporate Governance Report as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forming part of this Annual Report.

Except as stated above, there is no change in the key managerial personnel during the year.

Board evaluation and assessment

Evaluation of all Board members is done on an annual basis. The evaluation is done by the Board, Nomination and Remuneration committee and Independent Directors with specific focus on the performance and effective functioning of the Board and individual Directors.

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out performance evaluation taking into consideration of various aspects of the Board's functioning, composition of Board, and its Committees, execution, and performance of specific duties, obligations and governance.

The Performance of evaluation of Independent Directors was completed. The Performance evaluation of Chairman and the Non-Independent Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with evaluation process.

Policy on directors' appointment and remuneration and other details

The Board has, on the recommendation of the Nomination and Remuneration Committee framed a policy which lays down a framework in relation to selection, appointment and remuneration to directors, key managerial personnel and senior management of the Company. The Company's policy on directors and KMP appointment and remuneration and other matters provided in section 178(3) of the Act have been disclosed in the corporate governance report, which forms part of the directors' report.

Number of board meetings during the year

During the year, 5 meetings of the Board and 4 meetings of Audit Committee were convened and held, the details of which form part of the report on corporate governance.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The particulars of loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 have been disclosed as notes in the financial statements.

RELATED PARTY TRANSACTIONS

All transactions entered with Related Parties for the year under review were on arm's length basis and in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. All Related Party Transactions are placed before the Audit Committee as also the Board for approval, where ever required. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of a foreseeable and repetitive nature. A statement giving details of all related party transactions entered into pursuant to the omnibus approval so granted are placed before the Audit Committee and the Board of Directors on a quarterly basis. The Company has developed a Policy on Related Party Transactions for the purpose of identification and monitoring of such transactions. The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURT:

There are no significant and material orders passed by the Regulators/ Courts that would impact the going concern status of the Company and its future operations.

AUDITORS & OBSERVATIONS

Statutory Auditors

At the Annual General Meeting held on 30th December, 2015, M/s.GMK Associates, Chartered Accountants, Hyderabad, were appointed as statutory Auditors of the Company to hold office till the conclusion of the Annual General Meeting to be held in the calendar year 2020. In terms of the first provison to Section 139 of the Companies Act, 2013, the appointment of the Auditors shall be placed for ratification at every Annual General Meeting. Accordingly, the appointment of M/s GMK Associates, Chartered Accountants, Hyderabad, as Statutory Auditors for the Financial Year 2016-17 of the Company, is placed for ratification of shareholders. In this regard, the Company has received a certificate from the Auditors to the effect that if they are appointed, it would be in accordance with the provision of the Section 141 of the Companies Act, 2013.

Accordingly, requisite resolution forms part of the notice convening the AGM.

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification / explanation.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. Naga Kishore Mittapalli, Company Secretaries in Practice to undertake the Secretarial Audit of the Company for the Financial Year 2015-16. The Report of the Secretarial Auditor for Financial Year 2015-16is annexed herewith as "**Annexure-I**".

The secretarial auditors' report contain qualifications, reservations or adverse remarks and the explanation for the same is due to lack of manpower and professional advice, the Company was not able to comply. We are taking all the necessary steps and measures for complying with the same.

CORPORATE SOCIAL RESPONSIBILITY

The Company is not covered under the criteria mentioned in the provisions of Companies Act, 2013.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Pursuant to the provisions of Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a report on Management Discussion & Analysis is presented in a separate section and forms part of the Annual Report.

CORPORATE GOVERNANCE

The Company has implemented the procedures and adopted practices in conformity with the Code of Corporate Governance enunciated in provisions of SEBI (LODR) Regulations, 2015.

A report on Corporate Governance pursuant to the provisions of Corporate Governance Code stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the Annual Report. Full details of the various board committees are also provided therein along with Auditors' Certificate regarding compliance of conditions of corporate governance and forms integral part of this Report.

EXTRACT OF ANNUAL RETURN (MGT 9)

The extract of the annual return in Form MGT 9 as required under the provisions of section 92 of the Act is enclosed as Annexure - II.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENT:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company and its subsidiaries. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company (with its inherent weakness) work performed by the internal, statutory and secretarial auditors including the audit of internal financial controls over financial reporting by the Statutory Auditors, and the reviews performed by management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the period ended on 31st March, 2016.

RISK MANAGEMENT

The Board of the Company has formed a Risk Management Committee to frame, implement and monitor the risk management policy/plan for the Company and ensuring its effectiveness. The Risk Management Committee oversees the Risk Management process including risk identification, impact assessment, effective implementation of the mitigation plans and risk reporting. The Audit Committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behaviour the company has adopted a vigil mechanism policy.

The Vigil Mechanism comprises three policies viz., the Whistle Blower Policy for Directors & Employees, Whistle Blower Policy for Vendors and Whistle Blower Reward & Recognition Policy for Employees. The Whistle Blower Policy for Directors and Employees is an extension of the RCOC that requires every Director or employee to promptly report to the Management any actual or possible violation of the Code or any event wherein he or she becomes aware of that which could affect the business or reputation of the Company. The Whistle Blower Policy for Vendors provides protection to vendors from any victimisation or unfair trade practice by the Company. The Whistle Blower Reward & Recognition Policy for Employees has been implemented in order to encourage employees to genuinely blow the whistle on any misconduct or unethical activity taking place in the Company. The disclosures reported are addressed in the manner and within the time frames prescribed in the Whistle Blower Policy. Under the Policy, every Director, employee or vendor of the Company has an assured access to the Chairman of the Audit Committee.

HUMAN RESOURCES:

Many initiatives have been taken to support business through organizational efficiency, process change support and various employee engagement programmes which has helped the Organization achieve higher productivity levels. A significant effort has also been undertaken to develop leadership as well as technical/functional capabilities in order to meet future talent requirement.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

i. in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;

ii. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the company for that period;

iii. they have taken proper and sufficient care for the maintenance of adequate accounting records inaccordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

iv. they have prepared the annual accounts on a going concern basis;

v. they have laid down internal financial controls to be followed by the company and such internal financial controls are adequate and operating effectively;

vi. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

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

The information on Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo required to be disclosed under Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014 are provided in the Annexure III forming part of this Report.

PARTICULARS RELATING TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company has always believed in providing a safe and harassment free workplace for every individual working in its premises through various policies and practices. Company always endeavours to create and provide an environment that is free from discrimination and harassment including sexual harassment.

Your Company has adopted a policy on Prevention of Sexual Harassment at Workplace which aims at prevention of harassment of employees and lays down the guidelines for identification, reporting and prevention of undesired behaviour. During the financial year 2015-16, the Company has not received any complaints on sexual harassment.

PARTICULARS OF EMPLOYEES

The Company has not employed any individual whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

PARTICULARS OF REMUNERATION

During the year, the Company has not paid any remuneration to the directors of the Company. Hence, Disclosures with respect to the remuneration of directors and employees as required under Section 197(12) of Companies Act, 2013 and Rule 5 (1) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable.

APPRECIATION:

Your Directors wish to place on record their appreciation to employees at all levels for their hard work, dedication and commitment. The enthusiasm and unstinting efforts of the employees have enabled the Company to remain at the forefront of the industry, despite increased competition from several existing and new players.

ACKNOWLEDGEMENTS:

The Board desires to place on record its sincere appreciation for the support and co-operation that the Company received from the suppliers, customers, strategic partners, Bankers, Auditors, Registrar and Transfer Agents and all others associated with the Company. The Company has always looked upon them as partners in its progress and has happily shared with them rewards of growth. It will be the Company's endeavour to build and nurture strong links with trade based on mutuality, respect and co-operation with each other.

By order of the Board
Sd/-
KONDA LAXMAIAH
Director
(DIN : 00573281)

Place : Hyderabad
Date : 14th November, 2016

Annexure – I

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2016
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Raasi Refractories Limited

Corporate Identity Number (CIN) : L26920TG1981PLC003339
Authorised Capital : Rs.15.00 Crores
Paid up capital : Rs.4,71,31,360/-

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. RAASI REFRACTORIES 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 M/s.Raasi Refractories Limited 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 31st March, 2016 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 M/s. RAASI REFRACTORIES LIMITED ("the Company") a **listed Public Company** for the financial year ended on 31st March, 2016 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(vi) Other laws applicable to the company as provided by the management as mentioned below:

- Employees State Insurance Act,1948 and Employees' State Insurance (General) Regulations, 1950;
- Employees Provident Funds and Miscellaneous Provisions Act, 1952 and the Employees' Provident Funds Scheme, 1952;
- Payment of Bonus Act,1965 and the Payment of Bonus Rules, 1965;
- Employment Exchanges(Compulsory Notification of Vacancies)Act,1959
- Contract Labour (Regulation and Abolition) Act,1970 and the Contract Labour (Regulation and Abolition) Central Rules,1971;
- Factories Act, 1948 and the rules made thereunder;
- A.P.Shops and Establishment Act, 1988;
- Water (Prevention and Control of Pollution) Act, 1974
- Air (Prevention and Control of Pollution) Act, 1981
- Environment Protection Act, 1986
- Public Liability Insurance Act,1991
- Indian Boilers Act,1923
- Explosives Act,1884

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) Listing Agreement entered into by the company with Stock Exchange(s), if any / SEBI (LODR) Regulations, 2015

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. **The Company has not appointed Chief Executive Officer and Company Secretary.**

2. **The Company does not have any website as required under the provisions of SEBI (LODR) Regulations, 2015.**

3. **The Company has not appointed internal auditors for the financial year 2015-2016.**

4. **The Company is defaulted in filing of various forms with Ministry of Corporate Affairs.**

5. **The Company has not updated statutory registers during the audit period.**

6. **The Company is due and payable in respect of Income Tax, Sales Tax, wealth tax, Service Tax, duty of customs and excise value added tax, EPF, ESI or cess which are arrears as at 31st March, 2016.**

7. **Other laws:**

Management has submitted representation about the Compliances of various labour laws, however the required documents were not produced for audit purpose relating to Boilers Act, 1923; Air (Prevention & Control of Pollution) Act, 1981; Water (Prevention & Control of Pollution) Act, 1974; Water (Prevention and Control of Pollution) Cess Act, 1977; Andhra Pradesh Factories and Establishments (National, Festival and other Holidays) Act, 1974; The Public Liability Insurance Act, 1991; Equal Remuneration Act, 1976; Environment Protection Act, 1986; Minimum Wages Act,1948;Payment of Wages Act,1936;Payment of Bonus Act,1965; The Employees' Provident Fund &Misc Provisions Act1952 and EFP Scheme 1952;The Payment of GratuityAct,1972 and The A.P. Payment of Gratuity Rules 1972; Andhra Pradesh Contracts Labour (regulations and abolition) Act rules 1971; Apprentice Act 1961; Andhra Pradesh Labour welfare Fund Act,1987; Maternity Benefits Act,1961; Employees Compensation Act,1923; Industrial Disputes Act,1947; The Factories Act, 1948; A.P Shops and Establishment Act, 1988 and also for other industry specific acts as applicable to the company.

Hence I am unable to comment on the Compliance of the above said Acts.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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 has not entered into / carried out any activity that has major bearing on the company's affairs.

(**M.NAGA KISHORE**)
Company Secretary in Practice
M.No.: F7684
CP No.: 13597

Place : Hyderabad
Date : 14th November, 2016

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

"ANNEXURE A"

To,
The Members,
RAASI REFRACTORIES LIMITED

Corporate Identity Number (CIN)	: L26920TG1981PLC003339
Authorised Capital	: Rs.15.00 Crores
Paid up capital	: Rs.4,71,31,360/-

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of 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.

(**M.NAGA KISHORE**)
Company Secretary in Practice
M.No.: F7684
CP No.: 13597

Place : Hyderabad
Date : 14th November, 2016

ANNEXURE – II

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31-03-2016

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

I. REGISTRATION & OTHER DETAILS :

CIN	L26920TG1981PLC003339
Registration Date	12/24/1981
Name of the Company	RAASI REFRACTORIES LIMITED
Category / Sub-Category of the Company	Company Limited by shares/Indian Non Government Company
Address of the Registered Office and contact details	15-145/9, Kodandaram Nagar saroor nagar, Near sarada Talkies, Hyderabad - 500060.
Whether listed company Yes / No	Yes
Name, address and contact details of Registrar and Transfer Agent, if any	M/s. Aarthi Consultants Pvt.Ltd Regd.Office : 1-2-285, Domalguda, Hyderabad – 500 029

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

Name & Description of main products/services	NIC Code of. products/services	% of total turnover of the company
Manufacture of Refractory Products	2391	100%

III. PARTICULARS OF HOLDINGS, SUBSIDIARY AND ASSOCIATE COMPANIES:

[No. of Companies for which information is being filled]

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable section
1	Nil	NA	NA	NA	NA

IV. 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 in share holding during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	2387220	0	2387220	50.65	1293250	0	1293250	27.44	-23.21
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt (s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any other—-	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (1):-	2387220	0	2387220	50.65	1293250	0	1293250	27.44	-23.21
(2) Foreign									
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other – Individuals	0		0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	1098320	0	1,098,320	23.30	23.30
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (2):-	0	0	0	0.00	1098320	0	1,098,320	23.30	23.30
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**2387220**	**0**	**2387220**	**50.65**	**2391570**	**0**	**2391570**	**50.74**	**0.09**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change in share holding during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	750	2200	2950	0.06	750	2200	2,950	0.06	0.00
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	95825	0	95825	2.03	95825	0	95,825	2.03	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):-	96575	2200	98775	2.10	96575	2200	98775	2.10	0.00
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	1015574	6400	1021974	21.68	23187	6300	29,487	0.63	-21.06
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	533105	397939	931044	19.75	525094	405399	930,493	19.74	-0.01
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	252806	13010	265816	5.64	1253201	0	1,253,201	26.59	20.95
c) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
* Non resident indians	8283	0	8283	0.18	9110	50	9,160	0.19	0.02
* Trust	0	0	0	0.00	100	0	100	0.00	0.00
* Clearing members	24	0	24	0.00	350	0	350	0.01	0.01
Sub-total (B)(2):-	1809792	417349	2227141	47.25	1810942	411749	2,222,791	47.16	-0.09
Total Public Shareholding (B)=(B)(1)+(B)(2)	**1906367**	**419549**	**2325916**	**49.35**	**1907517**	**413949**	**2321566**	**49.26**	**-0.0944**
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	**4293587**	**419549**	**4713136**	**100.00**	**4299087**	**413949**	**4713136**	**100.00**	**0.00**

ii) Shareholding of Promoters

Sl. No.	Shareholders Name	Shareholding at the begginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Ashok Kumar Agarwal	1,288,900	27.35%	0.00	0	0.00%	0.00	-27.35%
2	Sanjay Agarwal	1098320	23.30%	0.00	0	0.00%	0.00	-23.30%
3	Konda Lxmaiah	0	0.00%	0.00	1293250	27.44%	0.00	27.44%
4	Ramlaxman Paraboiled Rice Private Limited	0	0.00%	0.00	1098320	23.30%	0.00	23.30%
	Total	**2,387,220**	**50.65%**	**0.00**	**2,391,570**	**50.74%**	**0.00**	**0.00**

(iii) Change in Promoters' Shareholding (Please Specify, if there is no change)

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of company	No. of shares	% of total shares of company
	At the beginning of the year				
1	Ashok Kumar Agarwal	1,288,900	27.35	0	0.00
2	Sanjay Agarwal	1098320	23.30	0	0.00
	TOTAL	2,387,220	50.65	0	0.00
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0	0	0
	At the End of the year				
1	Ashok Kumar Agarwal	0	0.00	0	0.00
2	Sanjay Agarwal	0	0.00	0	0.00
4	Konda Lxmaiah	1293250	27.44	1,293,250	27.44
5	Ramlaxman Paraboiled Rice Private Limited	1098320	23.30	1,098,320	23.30
	TOTAL	2,391,570	50.74	2,391,570	50.74

(iv) Shareholding Pattern of top ten Shareholders
(Others than Directors, Promoters & Holders of GDRs and ADRs):

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the Year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of company	No. of shares	% of total shares of company
1	ASHOK KUMAR AGARWAL	1288900	27.35	1288900	27.35
2	SANJAY AGARWAL	1098320	23.30	1098320	23.30
3	MINERAL AND METALLURGICAL				
	DEVELOPMENTS PVT LTD	339580	7.20	339580	7.20
4	BARBIL TRANSPORT CO. PVT LTD.	332985	7.07	332985	7.07
5	P AND U MERCANTILES PVT LTD	319358	6.78	319358	6.78
6	ANDHRA PRADESH INDUSTRIAL				
	DEVELOPMENT CORPORATION LIMITED	95825	2.03	95825	2.03
7	PRITTY DEVI SARAWAGI	47100	1.00	47100	1.00
8	SANDEEP AGARWAL	47034	1.00	47034	1.00
9	POOJA AGARWAL	38004	0.81	38004	0.81
10	SANDEEP AGARWAL	29950	0.64	29950	0.64
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0	0	0
	At the End of the year				
1	VASA VENKATESHWARLU	179580	3.81	179580	3.81
2	GUTTU SOUJANYA	172985	3.67	172985	3.67
3	GATTU SWARAJYAM	160000	3.39	160000	3.39
4	VIJAYA VASA	160000	3.39	160000	3.39
5	KAMALAMMA CHARUGONDLA	160000	3.39	160000	3.39
6	POLA SAROJANA	159358	3.38	159358	3.38
7	ANDHRA PRADESH INDUSTRIAL DEVELOPMENT CORPORATION LTD.	95825	2.03	95825	2.03
8	SRIMANI VALLABHANENI	50000	1.06	50000	1.06
9	PRITTY DEVI SARAWAGI	47100	1.00	47100	1.00
10	SANDEEP AGARWAL	47034	1.00	47034	1.00

v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of company	No. of shares	% of total shares of company
	At the beginning of the year				
1	Ashok Kumar Agarwal	1,288,900	27.35	0	0.00
2	Sanjay Agarwal	1098320	23.30	0	0.00
	TOTAL	2,387,220	50.65	0	0.00
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0	0	0
	At the End of the year				
1	Ashok Kumar Agarwal	0	0.00	0	0.00
2	Sanjay Agarwal	0	0.00	0	0.00
4	Konda Laxmaiah	1293250	27.44	1,293,250	27.44
5	Ramlaxman Paraboiled Rice Private Limited	1098320	23.30	1,098,320	23.30
	TOTAL	2,391,570	50.74	2,391,570	50.74
	At the beginning of the year				
1	Ashok Kumar Agarwal	1,288,900	27.35	1,288,900	27.35
	TOTAL	1,288,900	27.35	1,288,900	27.35
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus / sweat equity etc.)		0	0	0
	Ashok Kumar Agarwal	0	0	0	0
	At the End of the year				
1	Ashok Kumar Agarwal	0	0.00	0	0.00
2	Konda Laxmaiah	1,293,250	27.44	1,293,250	27.44
	TOTAL	1,293,250	27.44	1,293,250	27.44

IV. INDEBTEDNESS:

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

(Rs. in Lacs)

Indebtedness at the beginning of the financial year	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
i) Principal Amount	87316206	154398183	0	241714389
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	87316206	154398183	0	241714389
Change in Indebtedness during the financial year	0	0	0	0
- Addition	97183794	22125118	0	119308912
- Reduction	0	0	0	0
Net Change	97183794	22125118	0	119308912
Indebtedness at the end of the financial year				0
i) Principal Amount	184500000	176523301	0	361023301
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	184500000	176523301	0	361023301

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rs In Lakhs)

Sl.No.	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount
1	Gross salary	0	0	0	0	0
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	0	0	0	0
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0	0
2	Stock Option	0	0	0	0	0
3	Sweat Equity	0	0	0	0	0
4	Commission	0	0	0	0	
	- as % of profit	0	0	0	0	0
	- others, specify…	0	0	0	0	0
5	Others, please specify	0	0	0	0	0
	Total (A)	0	0	0	0	0
	Ceiling as per the Act	0	0	0	0	0

A. Remuneration to other directors:

(Rs In Lakhs)

Sl.No.	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount
		K. Rajendra Prasad	---	---	---	
1	Independent Directors	0	0	0	0	0
	Fee for attending board / committee meetings	0	0	0	0	0
	Commission	0	0	0	0	0
	Others, please specify	0	0	0	0	0
	Total (1)	0	0	0	0	0
2	Other Non-Executive Directors	0	0	0	0	0
	Fee for attending board /Committee Meetings	2000	0	0	0	0
	Commission	0	0	0	0	0
	Others, please specify	0	0	0	0	0
	Total (2)	2000	0	0	0	0
	Total (B)=(1+2)	2000	0	0	0	0
	Total Managerial Remuneration	0	0	0	0	0
	Overall Ceiling as per the Act	0	0	0	0	0

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/ MANAGER/ WTD:

(Rs.In Lakhs)

Sl.No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	CS	CFO	
1	Gross salary	0	0	0	0
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 19610	0	0	0	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission - as % of profit - others, specify…	0 0 0	0 0 0	0 0 0	0 0 0
5	Others, please specify	0	0	0	0
	Total (A)	0	0	0	0

VI. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give details)
A. COMPANY Penalty Punishment Compounding			None		
B. DIRECTORS Penalty Punishment Compounding			None		
C. OTHER OFFICERS IN DEFAULT Penalty Punishment Compounding			None		

Annexure – III

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

Information under Section 134(3)(m) of the Companies Act, 2013 read with Rules 8(3) of the Companies (Accounts), Rules, 2014 and forming part of Board's Report for the year ended 31st March, 2016

A. Conservation of Energy

The company has been putting regular efforts to improve Energy efficiency through energy conservative measures.

i. Energy conversation measures taken:
- The Company has carried out various measures to optimize energy consumption.
- The Company has replaced conventional electrical cables, MCBs etc. With latest Electrical items.

ii. Impact of measures taken:
- Reduction in annual diesel oil consumption
- Continuous alertness of power saving

iii. Steps taken for utilizing alternate sources of energy:
- Company is evaluating the economic viability for installation of solar street lights and solar panels for plant lighting.

iv. Capital investment on energy conservation equipments:
- Capital expenditure has not been accounted for separately.

B. Technology absorption

Research and Development (R & D)

i. Effects in brief made towards Technology Absorption
- The Company has adopted indigenous Technology for manufacture of formulations and not imported technology is involved.
- The Company has an in house R & D Division for improving the quality, productivity and for developing the new viable products.

ii. Benefits derived as a result of the above efforts:
- Improving in product quality and productivity
- Enhanced products range to address emerging market opportunities

iii. Imported technology (imported during the last three years reckoned from the beginning of the financial year):
- Not applicable as no technology was imported during the last three years.

iv. Expenditure incurred on Research and Development
- R & D Expenditure has not been accounted for separately.

C. Foreign Exchange Earnings and Outgo

The Foreign Exchange used and earned during the year:

Particulars	**Year ended March 31, 2016**	**Year ended March 31, 2015**
Foreign Exchange Earning	NIL	NIL
Foreign Exchange Outgo	NIL	NIL

By order of the Board

Sd/-
KONDA LAXMAIAH
Director
(DIN : 00573281)

Place : Hyderabad
Date : 14th November, 2016

MANAGEMENT DISCUSSION AND ANALYSIS

Company overview:

Management presents herein the industry overview, opportunities and threats, initiatives by the Company and its overall strategy for the future. This outlook is based on the assessment of current business environment, which may vary due to the future economic and other developments both in India and abroad.

(A) Industry Structure and Development:

Refractories are made of naturally occurring minerals, such as bauxite, kyanite, magnesite, fireclay, chrome ore, etc. Refractories are used either where high temperature or high rate of abrasion/ corrosion/ erosion is involved. Lately, however, the industry has been using manmade raw materials, such as brown-fused alumina, tabular alumina, fused magnesia, silicon carbide, magnesia alumina, etc. It has a wide product range and comprehensive to suit the requirement of different industry segments. These are produced in Special Shapes and are Custom made to suit the requirements of the various industries.

Refractory plays a dynamic role not only for metallurgical but also for shaping up chemical and petrochemical, glass, ceramic, cement and limestone industries. Refractory Industry in India is now getting consolidated. Major manufacturers in terms of volume are foreign owned companies.

The turnover of such companies was 60% of total turnover of the Industry. This has brought or is likely to bring several new products and technology in the country for refractories used in steel making. The refractory industry is moving along with a mixed bag of project and maintenance requirement. The raw material pricing and supply continues to worry. However, the positive trend in projects is taking concrete shape, refractory installation activity is picking up and new facility is nearing completion in some upcoming steel projects.

(B) Opportunities and threats

Opportunities in the refractories industry:

The refractories industry largely follows trends set by its main driver, the steel industry. Iron and steel production is responsible for up to 70 % of the total demand for Refractories, therefore the profitability of the refractories industry as a whole is strongly influenced by steel production levels and steel plant investments. There is a steep fall in the demand for steel due to a decline in the infrastructure sector, while the short term outlook remains problematic because of the global economic situation; there could be realistic and sustainable growth in steel production and in other key end user industries till 2017. Indeed, there may even be a short- term surge in demand for refractories once confidence recovers because of new capital investment and refurbishment of idled equipment.

Threats in the Refractories industry:

Absence of clear cut policy on iron ore mining has led to closure of steel plants, especially those based on sponge iron as feed material. If this situation continues, the expected growth in steel may not materialize at desired pace. Another major issue for refractory business is from the small scale industries. These industries are expanding their operations at a rapid pace and are presently ready to compete with large scale industries. Also these industries are coping up with the technological changes taking place in the industry and given the amount of support received from the government for their upliftment, these SSIs definitely seem to be a threat in the near future. Your Company is taking steps to take on the challenges and strengthen its brand image in neighboring states as well as in Telangana where the company is already a brand leader. Power remains another major threat to the industry. Severe power shortage and high cost of power in the State has rendered most of the factories very non remunerative.

(C) Segment or Product wise Performance:

Your company operates in only one business segment and one product viz., refractories.

(D) Outlook:

Market outlook in future for refractory seems good. Per capita consumption of steel in India is being far below in comparison to the international standards. It is expected that the demand for increase of domestic steel production will be robust and this will have positive impact in refractory consumption. Growth in real estate and consumer durable sector will lead to increase in cement, glass and special alloys production. This will also necessitate use of better quality refractories. Your Company's effort to keep pace with changing technology which offer superior product will ensure not only retention of existing business but also increase the business volume wherever such products are used.

(E) Risks and Concerns:

India's refractory industry has witnessed a dramatic squeeze in margins amidst poor demand from end users and rising raw material prices. Sudden rise in the price of the raw material is due to dependence of the refractory industry on the raw materials imported from China. It is a matter of great concern as the use of synthetic raw materials is driving the prices of the raw materials higher. Further, the raw material prices have increased from 80% to 85% but the prices of finished products have increased from 18% to 30% resulting in erosion of bottom lines of the refractory companies.

The refractory industry is going through an exciting and complex phase. On one hand, refractory makers are adding capacities with the hope that demand from the steel sector will rise at a fast pace. On the other hand, usage of the new technology processes is leading to reduction in refractories consumption.

A major area of concern is availability of adequately qualified and competent workforce. The Industry is facing countless difficulties both in terms of increasing raw material and other input costs as well as the availability, further the negotiating power of the refractory makers is poor mainly due to their size as it caters to the industries which are far bigger in sizes like aluminum, steel, cement etc.

(F) Discussion on financial performance with respect to operational performance:

Your Company has achieved the gross turnover of Rs. 1080.06 lakhs as against a turnover of Rs.1607.50 lakhs achieved during the previous financial year. The Company has incurred a Net loss of Rs240.45 lakhs as against loss of Rs1,692.33 lakhs during previous year.

(G) Material developments in Human Resources/Industrial Relations front including number of people employed

It is your Company's belief that the competence and commitment of its people are key drivers of competitive advantage enabling the Company to compete successfully in the market place. Your Company endeavors to strengthen organizational culture in order to attract and retain the best talent and bring out the best in people.

CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis describing the Company's objective, projections, estimates, expectations may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include, among others, economic conditions affecting demand / supply and price conditions in the domestic and overseas markets in which the Company operates changes in the Government regulations, tax laws and other statutes and incidental factors.

By order of the Board

Sd/-
KONDA LAXMAIAH
Director
(DIN : 00573281)

Place : Hyderabad
Date : 14th November, 2016

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

The Company's Philosophy of Corporate Governance is in assisting the management for operating the industry in efficient way and meeting the obligations of shareholders and stakeholders. The Company believes in hard and sincere work for achieving goals and enhancing the long term values of the Company.

Raasi Refractories Limited, believes strongly that Corporate Governance is a comprehensive code of best practices being designed to achieve the high standards of the corporate behaviour and the Company is committed for the policy. The Company has practiced for good Corporate Governance

Raasi Refractories Limited has created an environment for upholding the values like transparency, Integrity, accountability and responsibility while trying to enhance the long term values of the Company for its shareholders and stake holders

2. BOARD OF DIRECTORS:

Composition and Category of Directors:

As on 31st March 2016, the Company's board consists of six members. The Chairman of the board is an Executive Director. The Company has an optimum combination of Executive and Non-Executive Directors in accordance with Regulation17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The board has two Executive Directors and three Non-Executive Independent Directors. None of the Directors is related to any other Director. The details of the composition is as follows:

Name	Category	No.of Directorships		No.of Committees	
		Public	Private	Member (including chairmanships)	Chairman
Sri. Konda Laxmaiah	Director	-	2	2	-
Sri. Rajendra Prasad K	Nominee Director	4	-	-	-
Smt. Konda Padma	Woman Director	-	1	-	-
Sri. Srishailam Vaddepally	Independent	-	-	3	-
Sri. Mohan Vijaya Krishna Tallapalli	Independent	-	-	3	3
Sri. Hemanth Tummala	Independent	-	-	-	-
Sri. Ashok Kumar Aggarwal*	Executive	12	-	-	-
Sri. Muralidhar Agarwal*	Independent	12	-	3	3
Sri. Rabindra Chandra Biswas*	Director	2	-	3	-

*resigned as directors during the year.

Except Sri. Konda Laxmiah who holds 12,93,250 equity shares, none of the Directors holds equity shares in the Company.

Board Meetings

The board met 5 times during the year on 2015-16. The board meets at least four times a year with a maximum gap of one hundred and twenty days between any two meetings. Additional meetings are held, whenever necessary. The particulars of attendance of Directors at the Board Meetings and Annual General Meetings by Directors for the financial year ended 31st March, 2016 has been set out here below:

Sl. No.	Name of Director	Meetings attended	Attendance at last AGM on 30.12.2015
1.	Sri. Konda Laxmaiah	4	Yes
2.	Sri. Rajendra Prasad K	1	No
3.	Smt. Konda Padma	4	No
4.	Sri. Srishailam Vaddepally	5	Yes
5.	Sri. Mohan Vijaya Krishna Tallapalli	4	No
6.	Sri. Hemanth Tummala	3	No
7.	Sri. Ashok Kumar Aggarwal*	1	No
8.	Sri. Muralidhar Agarwal*	1	No
9.	Sri. Rabindra Chandra Biswas*	1	No

*resigned as directors during the year.

3. BOARD COMMITTEES:

Details of the Board Committees and other related information are provided hereunder:

3.1. AUDIT COMMITTEE:

(i) Brief description of terms of reference:

The terms of reference stipulated by the Board to the Audit Committee includes review of the following:

- Management Discussion and Analysis of financial position and results of operations;
- Statement of significant related party transactions submitted by Management;
- Management letters / letters of internal control weaknesses issued by the Statutory Auditors;
- Internal Audit Reports relating to internal control weaknesses; and the appointment, removal and terms of remuneration of the Chief Internal Auditor. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the Statutory Auditor and the fixation of Audit fees.
- Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors.
- The annual financial statements before submission to the Board for approval, with particular reference to following with the Management:

  i. Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of Clause (3C) of Section 134 of the Companies Act, 2013

  ii. Changes, if any, in accounting policies and practices and reasons for the same.

  iii. Major accounting entries involving estimates based on the exercise of judgement by Management

iv. Significant adjustments made in the financial statements arising out of Audit findings

v. Compliance with listing and other legal requirements relating to financial statements

vi. Disclosure of any related party transactions

vii. Qualifications in the draft Audit Report.

- Reviewing, with the Management, the quarterly financial statements before submission to the Board for approval.
- Reviewing, with the Management, performance of Statutory and Internal Auditors, adequacy of the internal control systems.
- Reviewing the adequacy of internal audit function, if any, including the structure of the Internal Audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Discussion with Internal Auditors any significant findings and follow up there on.
- Reviewing the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- To review the functioning of the Whistle Blower Mechanism.

(ii) Composition and meetings:

The audit committee met four times during the year on 30.05.2015, 14.08.2015, 14.11.2015 and 13.02.2016. All the members of the audit committee are financially literate. The Chairman attended the last annual general meeting to answer shareholders' queries. The Particulars of composition of the audit committee and the details of attendance is as follows.

Name	Category	Designation	No.of meetings attended in 2015-2016
Sri.Mohan Vijaya Krishna Tallapalli	Independent	Chairman	2
Sri. Srishailam Vaddepally	Independent	Member	2
Sri.Konda Laxmaiah	Director	Member	2
Sri.Muralidhar Agarwal*	Independent	Chairman	1
Sri.Rabindra Chandra Biswas*	Independent	Member	1
Sri.Umesh Kumar Mittal*	Independent	Member	1

* Due to resignation of the directors Committee has been re constituted on 14th November, 2015.

The Statutory Auditors and Internal Auditors of the Company have also attended the above meetings on invitation. The recommendations made by the Audit Committee from time to time have been followed by the Company.

The Company continued to derive immense benefit from the deliberation of the Audit Committee comprising of three Non-Executive Independent Directors and one Non-Executive Director. As Sri. Mohan Vijaya Krishna Tallapalli who is heading the Audit Committee as Chairman having rich experience and professional knowledge in Finance, Accounts and Company Law, the members always added the value for the Company. Minutes of each Audit Committee are placed before the Board and discussed in the meeting.

3.2. NOMINATION & REMUNERATION COMMITTEE:

(i) Brief description of terms of reference:

During the year at a meeting of the Board of Directors of the Company held on 3rd November, 2015 in compliance with the provisions of the Companies Act, 2013 and the Listing Agreement, the Board has renamed its “Remuneration Committee” as the “Nomination and Remuneration Committee”. The brief terms of reference of the Nomination and Remuneration Committee, inter alia, include the following:

a. Identifying and selection of persons for appointment as directors and senior management in accordance with the criteria laid down and to recommend to the Board their appointment.

b. Formulate the criteria for determining qualifications, positive attributes and independence of a Director.

c. Recommend/review remuneration of the Managing Director and Whole time Director(s) based on performance and defined assessment criteria.

d. Recommend to the Board a policy for selection and appointment of Directors, Key Managerial Personnel and other senior management positions.

e. Formulate and review criteria for evaluation of performance of the Board of Directors

f. Devise a policy on Board diversity.

g. Succession planning for the Board level and key management positions.

h. Carry out any other function as mandated by the Board from time to time and/ or enforced by any statutory notification/amendment.

(ii) Composition and meetings:

The committee met one time during the year on 3rd November, 2015. The Chairman attended the last annual general meeting to answer shareholders’ queries. The Particulars of composition of the nomination and remuneration committee and the details of attendance is as follows.

Name	Category	Designation	No.of meetings attended in 2015-16
Sri.Mohan Vijaya Krishna Tallapalli	Independent	Chairman	1
Sri. Srishailam Vaddepally	Independent	Member	1
Sri.Konda Laxmaiah	Director	Member	1
Sri.Muralidhar Agarwal*	Independent	Chairman	-
Sri.Rabindra Chandra Biswas*	Independent	Member	-
Sri.Umesh Kumar Mittal*	Independent	Member	-

* Due to resignation of the directors.

(iii) REMUNERATION POLICY:

The nomination and remuneration committee has adopted a Nomination and Remuneration Policy which, inter-alia, deals with the manner of selection of Board of Directors, KMP & other senior management and their remuneration. The extract of the same is as follows:

a) Remuneration to Executive Director and KMP:

Executive Directors and KMP are eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The Executive Director and KMP remuneration is determined based on levels of responsibility and scales prevailing in the industry. The executive directors are not paid sitting fee for any Board/Committee meetings attended by them.

b) Remuneration to Non-Executive Directors:

The Non- Executive / Independent Director may receive remuneration by way of sitting fees for attending meetings of Board or Committees thereof.

(i) Details of Remuneration of Non - Executive Directors:

The Company has paid sitting fees to Mr. K. Rajendra Prasad, Nominee Director.

(ii) Pecuniary relationship or transactions of Non-Executive Director:

Apart from attending the Board and Audit Committee Meetings, the Non-Executive Independent Directors do not have any other material pecuniary relationship or transactions with the Company, its promoters or its Management, which in the opinion of the Board may affect independence of judgment of such Directors.

(iii) Details of Remuneration to Executive Directors: NIL

c) FAMILIARISATION PROGRAMMES FOR BOARD MEMBERS:

Your Company follows a structured orientation and familiarisation programme through various reports/codes/internal policies for all the Directors with a view to update them on the Company's policies and procedures on a regular basis. Periodic presentations are made at the Board Meetings on business and performance, long term strategy, initiatives and risks involved. The framework on familiarisation programme have been posted in the website of the Company.

d) INDEPENDENT DIRECTORS' MEETING:

During the year, meeting of Independent Directors was held to review the performance of the Board as a whole on parameters of effectiveness and to assess the quality, quantity and timeliness of flow of information between the management and the Board.

e) PERFORMANCE EVALUATION:

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Board Committees. A structured questionnaire was prepared after circulating the draft forms, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

The Performance evaluation of the Chairman and Managing Director and the Non-Independent Directors was carried out by the Independent Directors. The Directors express their satisfaction with the evaluation process.

3.3. STAKEHOLDERS RELATIONSHIP COMMITTEE:

(i) Brief description of terms of reference:

During the year at a meeting of the Board of Directors of the Company held on 28th May, 2014 in compliance with the provisions of the Companies Act, 2013 and the listing agreement, the Board has renamed its "Shareholders Grievance Committee" as the “Stakeholders Relationship Committee”. The Stakeholders Relationship Committee constituted by the Board of Directors interalia approves transfer of shares and redresses shareholders.

(ii) Composition:

S. No.	Name of Director	Sitting Fees paid (Rs.)
1.	Sri.Mohan Vijaya Krishna Tallapalli	Chairman
2.	Sri.Srishailam Vaddepally	Member
3.	Sri.Konda Laxmaiah	Member
4.	Sri.Muralidhar Agarwal*	Chairman
5.	Sri.Rabindra Chandra Biswas*	Member
6.	Sri.Umesh Kumar Mittal*	Member

*During the year, resigned as director.

(iii) The Stakeholder Committee met 7 times during the financial year under review on 22-04-2015, 22-07-2015, 06-08-2015,18-08-2015, 03-09-2015, 27-11-2015 & 20-01-2016. The attendance of the meeting by the members of the committee is recorded as under.

S. No.	Name of Director	No.of meetings attended
1	Sri.Mohan Vijaya Krishna Tallapalli	2
2	Sri. Srishailam Vaddepally	4
3	Sri.Konda Laxmaiah	2
4	Sri.Muralidhar Agarwal*	1
5.	Sri.Rabindra Chandra Biswas*	1
6.	Sri.Umesh Kumar Mittal*	1

*During the year, resigned as director.

The total number of complaints received and replied to the satisfaction of shareholders during the year was 0. There are no outstanding complaints as on 31.03.2016.

3.4. RISK MANAGEMENT COMMITTEE:

The Company has constituted a Risk Management Committee which has laid down procedures to inform the Board of Directors about the Risk Management and its minimization procedures. The Board of Directors review these procedures periodically.

4. GENERAL BODY MEETINGS:

i) Details of the location and time of the last three Annual General Meetings of the company are as follows:

Year	Locations	Date	Time
2014-15	B.M.Birla Science Centre, Adarsh Nagar, Hyderabad -63	30.12.2015	11.00 AM
2013-14	B.M.Birla Science Centre, Adarsh Nagar, Hyderabad -63	30.09.2014	11.00 AM
2012-13	B.M.Birla Science Centre, Adarsh Nagar, Hyderabad -63	30.09.2013	11.00 AM

ii) Whether any special resolutions passed in the previous 3 AGMs

2012-13 : Nil

2013-14 : In the AGM held on 30th September, 2014 the company has passed Special Resolutions as follows:

i) To authorize the Board to borrow money in Excess of Paid-up Capital and Free Reserves under section 180 (1)(c) of Companies Act, 2013.

ii) To authorize the Board to sell, Lease or dispose the undertaking under section 180(1)(a) of Companies Act, 2013

2014-15 : Nil

There were no occasions to pass Special Resolutions through postal ballot on any of the matters specified under clause 49 of the Listing Agreement and provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

Further, no such resolution is proposed to be placed for the approval of the shareholders at the forthcoming Annual General Meeting.

5. DISCLOSURES:

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

Besides the transactions mentioned elsewhere in the Annual Report, there were no materially significant related party transactions during the year conflicting with the interest of the Company.

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

(iii) Whistle Blower Policy:

Pursuant to Section 177(9) and (10) of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Company has formulated Whistle Blower Policy for vigil mechanism for Directors and employees to report to the management about the unethical behaviour, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairperson of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee.The policy is available on the Company website,

(iv) Non Mandatory Requirements:

Adoption of non-mandatory requirements of Clause 49 of the Listing Agreement is being reviewed by the Board from time to time.

6. MEANS OF COMMUNICATION:

i) Financial / Quarterly Results:

The Company intimates un-audited as well as audited financial results to the Stock Exchanges, immediately after the Board Meetings at which they are approved. The results of the Company are also published in at least one prominent national and one regional newspaper having wide circulation. Normally the results are published in Business Standard (English) and Nava Telangana(Telugu).

ii) Newspapers wherein results normally published

The official news releases are published in Business Standard and Nava Telangana(Telugu) Newspapers, Detailed presentations made to institutional investors, financial analyst.

iii) Website:

The Company does not have website.

CEO/ CFO Certification

In line with the requirements of Regulation 17 of the Listing Regulations, Sri.Konda Laxmaiah, Chairman, Sri.S. Subrahmanya Sastry, CFO have submitted a certificate to the Board, certifying inter-alia, that the Financial Statements and the Cash Flow Statement for the year ended March 31, 2016 were reviewed to the best of their knowledge and belief, that they do not contain any material untrue statement, do not omit any material facts, are not misleading statements, together present a true and fair view and are in compliance with the applicable laws and regulations. The certificate further confirms that the transactions entered into by the Company for establishing internal control, financial reporting, evaluation of the internal control systems and making of necessary disclosures to the Auditors and the Audit Committee have been complied with.

7. The Management Discussion and Analysis Report:

A Report of the Management Discussion and Analysis is attached as part of the Annual Report.

i) GENERAL SHAREHOLDER INFORMATION:

Annual General Meeting	Date : 30th December, 2016 Time : 11.00 A.M. (Friday) Venue: Kummara Samkshema Sangham HNo. 10-1- 105, Trimurthy Colony, Lingoji Guda, Saroor Nagar, Hyderabad 500 035
Financial Calendar	1st April 2015 to 31st March 2016.
Date of Book Closure	24.12.2016 to 30.12.2016(both days inclusive)
Listing on Stock Exchanges	BSE Ltd& Hyderabad Stock Exchange Ltd
Stock Code	502271
ISIN Number for NSDL & CDSL	INE858D01017

iii) Registrar and Transfer Agents

Share Transfers & Communication regarding Share Certificates, Dividends &Change of Address may be sent to

M/s.Aarthi Consultants Pvt Ltd.,
Regd. Office: 1-2-285, Domalguda, Hyderabad-500029.
Phone No's : 040-27638111, 27634445, 27642217, 66611921
Fax: 040-27632184,
Email: info@aarthiconsultants.com, Website: www.aarthiconsultants.com

iv) Share Transfer System

The Shares lodged for transfer at the Registrar's address are normally processed within 15 days from the date of lodgement, if the documents are clear in all respects. All requests for dematerialization of shares are processed and the confirmation is given to the depositories within 15 days. With a view to expedite the process of share transfers, the Board has appropriately delegated the powers of approval of share transfers. The work of Registrars and Share Transfer Agents is being monitored and reviewed. The dematerializations of shares are directly transferred to the beneficiaries by the Depositories.

v) Reconciliation of share Capital Audit:

As stipulated by the SEBI, a qualified Practicing Company Secretary carries out the Share Capital Audit to reconcile the total admitted Capital with NSDL and CDSL and the total issued and listed capital. The Audit is carried out every quarter and the Report thereon is submitted to the Stock Exchanges and is also placed before the Board of Directors. The Report inter-alia confirms the total listed and paid up share capital of the Company is in agreement with the aggregate of the total dematerialised shares and those in the physical mode.

vi) Distribution of shareholding Pattern as on 31st March, 2016.

Category	No. of Shares	% of Shares
NSDL	19,87,955	42.17903
CDSL	23,11,232	49.03809
Physical	4,13,949	8.78288

vii) Shareholding Pattern as on 31st March, 2016:

Category	No. of Shares	% Holding
Promoters	23,91,570	50.74
Institutional Investors	2,950	0.06
Bodies Corporate	29,487	0.63
State Government	95,825	2.03
Individuals	21,83,694	46.33
NRI	9,160	0.20
Clearing members	350	0.01
Trust	100	0.00
Total	**47,13,136**	**100.00**

viii) Dematerialisation of Shares & Liquidity

The trading in Company's shares is permitted only on dematerialized form. In order to enable the shareholders to hold their shares in electronic form and to facilitate scrip-less trading, the Company has enlisted its shares with NSDL and CDSL.

ix) Outstanding ADRs / GDRs / Warrants or any : Nil

x) Listing on Stock Exchanges

The equity shares of the Company are listed on BSE. The annual listing fee for the year 2016-17 has been paid to the stock exchange. The Company's stock exchange codes are as mentioned below. The Company will pay the annual custodial fee for the year 2016-17 to both the depositories namely, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) on receipt of the invoices.

xi) Stock Market Data

The below mentioned Table gives the monthly high and low prices of the Company's equity shares on BSE for the year 2015-16.

Month	BSE Limited	
	High (in Rs.)	Low (in Rs.)
April, 2015	9.90	6.31
May, 2015	7.69	5.60
June, 2015	9.85	6.36
July, 2015	14.22	9.85
August, 2015	13.31	12.55
September, 2015	13.41	12.18
October, 2015	12.75	12.12
November, 2015	12.09	10.39
December, 2015	10.69	8.49
January, 2016	13.89	11.20
February, 2016	17.65	14.50
March, 2016	16.80	16.80

xii) Distribution Schedule

The below mentioned table gives the distribution schedule of equity shares of the Company for the year ending 31st March, 2016.

Sl. No.	Category	No.of shareholders	%	No.of shares	%
1.	Upto 1 – 5000	5496	95.58	505196	10.72
2	5001 – 10000	113	1.97	89614	1.90
3	10001 – 20000	70	1.22	104472	2.22
4	20001 – 30000	17	0.30	44525	0.94
5	30001 – 40000	10	0.17	35419	0.75
6	40001 – 50000	10	0.17	47800	1.01
7	50001 – 100000	16	0.28	110306	2.34
8	100001 & above	18	0.31	3775804	80.11
	TOTAL	**5750**	**100.00**		**100.00**

8. A code of conduct is duly approved by the Board on 29.04.2009 is communicated to all Directors and Senior Management of the company and affirmed by them as to its compliance on an annual base. Code of conduct is posted on website of the Company. A declaration to this effect signed by Chairman & Managing Director of the Company forms part of this report as **Annexure- A.**

9. Address for Correspondence

Sl. No.	Shareholders Correspondence for	Address
1.	Transfer/Dematerialization/ Consolidation / Split of shares, Issue of Duplicate Share Certificates, Non-receipt of dividend/ Bonus.	**M/s. Aarthi Consultants Pvt.Ltd** Regd.Office:1-2-285, Domalguda, Hyderabad - 500 029. Phone No's : 040-27638111, 27634445, 27642217, 66611921 Fax: 040-27632184, Email: info@aarthiconsultants.com, Website: www.aarthiconsultants.com
2.	Shareholders general correspondence/ Queries on Annual Report.	RAASI REFRACTORIES LIMITED 15-145/9, Kodandaram Nagar Saroornagar, Near Sarada Talkies Hyderabad - 500060. Tel: +91 040-24054462 E-mail: marketing@raasi.in

10. Depository Services:

For guidance on Depository Services, Shareholders may write to the Company or to the respective Depositories:

National Securities Depository Ltd Trade World, 4th Floor, Kamala Mills Compound, Lower Parel,Mumbai – 400 013 Tel : 091-022-24972964-70 Fax : 091-022-24972993 / 24976351 Email :info@nsdl.co.in	Central Depository Services (India) Ltd PhirozeJeejeebhoy Towers, 17th Floor, Dalal Street, Mumbai – 400 023 Tel : 091-022-22723333/22723224 Fax: 091-022-22723199 Email : investors@cdslindia.com

11. Company's Policy on prevention of insider trading:

Pursuant to the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015, and in continuation with your Company's efforts to enhance the standards of corporate governance in the Company, and to strictly monitor and prevent insider trading within the company, your company has in place a Code of Conduct which is approved by the Board.

The code is applicable to all such employees, officers, Directors and Promoters of the Company who are expected to have access to the unpublished price sensitive information relating to the Company and the same is being implemented as a self-regulatory mechanism. The code has been circulated to all the members of the Board and Senior Management and others concerned the compliance of the same has been affirmed by them.

12. Plant Location : The Company's Plant is Located at :
RAASI REFRACTORIES LIMITED
Lakshmipuram, Narketpally, Nalgonda District,
Telangana – 508254.

13. **Address for Correspondence** : **RAASI REFRACTORIES LIMITED**
15-145/9, Kodandaram Nagar,
Saroornagar, Near Sarada Talkies,
Hyderabad- 500060.

Declaration of compliance with Code of Conduct

This is to certify that the Company had laid down code of conduct for all the Board members and Senior Management Personnel of the Company.

Further, I hereby confirm that the Company has obtained from all the members of the Board of Directors and Senior Management Personnel affirmation that they have complied with the code of conduct applicable to them during the year ended 31st March 2016.

By order of the Board

Sd/-
KONDA LAXMAIAH
Director
(DIN : 00573281)

Place : Hyderabad
Date : 14th November, 2016

Chairman and Chief Financial Officer Certification

This is to certify that

a. We have reviewed financial statements and the cash flow statement for the year 2015-16 and that to the best of our knowledge and belief:

i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violate the company's code of conduct.

c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

d. We have indicated to the auditors and the Audit committee

i) significant changes in internal control over financial reporting during the year;

ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place : Hyderabad
Date : 14th November, 2016

(Konda Laxmaiah)
Director
(DIN-00573281)

(Sistla Subrahmanya Sastry)
Chief Financial Officer

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of RAASI REFRACTORIES LIMITED

We have examined the compliance of conditions of Corporate Governance by RAASI REFRACTORIES LIMITED, for the year ended 31st March, 2016 as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI Listing Regulations, 2015").

The compliance of these conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of the Corporate Governance as stipulated in the said Clause. It is neither an Audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

For **GMK Associates**
Chartered Accountants
FRN-006945S

(M S PRAKASA RAO)
Partner
(M.No.027278)

Place : Hyderabad
Date : 14.11.2016

INDEPENDENT AUDITOR'S REPORT

To

The Members of Raasi Refractories Limited

1. Report on the Financial Statements

We have audited the accompanying financial statements of **RAASI REFRACTORIES LIMITED, ("The Company")**, which comprise the Balance Sheet as at March 31, 2016, 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.

2. Management's Responsibility for the Financial Statements

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 standalone financial statements that give a true and fair view of the financial position, financial performance and in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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.

3. Auditor's Responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and 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 control 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.

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

4. 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, of the state of affairs of the Company as at 31st March, 2016 and its loss and its cash flows for the year ended on that date.

5. Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.

2. As required by section 227(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 purposes of our audit;

   (b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss and the cash flow statement dealt with by this Report are in agreement with the books of account.

   (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

   (e) On the basis of written representations received from the directors as on 31st March,2016 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed to act 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 of the company and the operating effectiveness of such controls, refer to our separate report in the "Annexure B" and

   (g) With respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules,2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. the company has disclosed the impact of pending litigations on its financial position in its financial statements- Refer Note No. 21.1 to the financial statements;

      ii. the company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any on long-term contracts including derivative contracts- Refer Note 21.1 to the financial statements;

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **GMK Associates**
Chartered Accountants
FRN-006945S

(M S PRAKASA RAO)
Partner
(M.No.027278)

Place : Hyderabad
Date : 30.05.2016

ANNEXURE-A TO THE AUDIT REPORT

1. a) The Company has maintained requisite records showing required particulars including quantitative details and situation of its fixed assets.

   b) According to the information and explanation given to us by the management, most of the fixed assets of the company have been physically verified by the management during the year and the intervals of such verification had also been reasonable.

   c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the company.

2. As explained to us by the management and as observed by us, the inventory of raw material, finished goods stores and spares etc. has been physically verified during the year and specifically at the year-end by the management and no material discrepancies were observed in the inventories.

3. Based on our scrutiny and as per information and explanations provided to us by the management, the company has not granted any loans during the period under review covered in the registers maintained under section 189 of the Companies Act, 2013. Since there are no loans granted sub-clauses b, c and d are not applicable.

4. Based on our scrutiny and as per the information provided by the management, the company does not have any transactions in respect of loans, investments, guarantees and securities granted to be complied with the provisions of Sections 185 and 186 of the Companies Act, 2013.

5. Based on our scrutiny and as per the information provided by the management, the company has not accepted any deposits during the year under review.

6. According to the information and explanations given, the maintenance of cost records as specified under sub-section (1) of section 148 of the Companies Act, 2013 is not applicable.

7. a) According to the books and records as produced and examined by us in accordance with Generally Accepted Auditing Practices in India and also based on management representations, undisputed statutory dues in respect of provident fund, employee state insurance, income tax, service tax, sales tax, value added tax, excise duty, cess and other material statutory dues have not been regularly deposited by the company during the year with the appropriate authorities and the outstanding statutory dues as at the end of the financial year outstanding for more than 6 months are as follows:

Nature of Statutory Dues	Amount (Rs. in Lakhs)
Provident Fund	79.95
Employees State Insurance	4.28
Income Tax	23.11
Sales Tax	59.62
Tax Deducted at Source	0.76

   b) According to information and explanations given to us, disputed amounts payable in respect of Income Tax and Provident Fund were outstanding as on 31st March, 2016 are as follows:

Nature of dues	Dispute Pending Before	Amount (Rs. in Lakhs)
Income Tax	Commissioner of Income Tax (Appeals)	14.48

8. As observed by us and as per the information and explanations given by the management, we are of the opinion that the company has not defaulted in repayment of dues to its financial institution or bank during the year under audit.

9. As observed by us, the company has not availed any Term Loans from Banks during the year. The clause regarding the moneys raised by way of IPO or FPO are not applicable to the company.

10. Based upon the audit procedures performed and information and explanations given by the management, we report that no material fraud on or by the company by its officers or employees has been noticed or reported during the course of our audit.

11. According to the information and explanations given to us and based on our examination of the records of the company, the company has not paid/provided for any managerial remuneration during the year.

12. In our opinion and according to the information and explanations given to us, the company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

13. According to the information and explanations given to us and based on our examination of the records of the company, transactions with related parties are in compliance with section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

14. According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

15. As observed by us and as per the information and explanations given by the management, the company has not entered into any non-cash transactions with the directors or persons connected with him, during the period under review.

16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For **GMK Associates**
Chartered Accountants
FRN-006945S

(M S PRAKASA RAO)
Partner
(M.No.027278)

Place : Hyderabad
Date : 30.05.2016

ANNEXURE-B TO THE AUDITORS REPORT

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

We have audited the internal financial controls over financial reporting of Raasi Refractories Limited ("the company'') as of 31 March 2016 in conjunction with our audit of the standalone financial statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The company's management is responsible for establishing and maintaining internal financial controls based on the internal controls 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 Control over Financial Reporting issued by the Institute of Chartered Accountants of India ('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 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

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting 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 the standards on Auditing, issued by ICAI and deemed to be prescribed under section143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the company's internal financial controls system over financial reporting.

Meaning of Internal Financial controls over Financial Reporting

A company's internal financial control over financial reporting 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 internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transaction 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 principle, 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 financial statements.

Inherent Limitations of Internal financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2016, 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 the institute of Chartered Accountants of India.

For **GMK Associates**
Chartered Accountants
FRN-006945S

(M S PRAKASA RAO)
Partner
(M.No.027278)

Place : Hyderabad
Date : 30.05.2016

BALANCE SHEET AS AT 31ST MARCH, 2016

	Particulars	Note No.	31st March 2016 Rs.	31st March 2015 Rs.
A	**EQUITY AND LIABILITIES**			
	1. Shareholders' funds			
	(a) Share capital	2	**47,131,360**	47,131,360
	(b) Reserves and surplus	3	**(233,647,122)**	(209,601,873)
	2. Non-current liabilities			
	(a) Long-term borrowings	4	**361,023,301**	241,714,389
	(b) Deferred tax liabilities (net)		**10,454,535**	10,454,535
	(c) Long term Provisions	5	**1,208,026**	8,980,718
	3. Current liabilities			
	(a) Trade payables	6	**89,231,977**	58,903,462
	(b) Other current liabilities	7	**58,471,971**	139,045,809
	TOTAL		**333,874,047**	296,628,400
B	**ASSETS**			
	1. Non-current assets			
	(a) Fixed assets	8		
	(i) Tangible assets		**86,880,629**	54,894,585
	(ii) Capital work-in-progress		**26,049,782**	25,375,336
	(b) Non-current Investments	9	-	-
	2. Current assets			
	(a) Inventories	10	**63,066,674**	52,584,947
	(b) Trade receivables	11	**119,949,622**	127,917,501
	(c) Cash and cash equivalents	12	**17,813,557**	3,766,726
	(d) Short-term loans and advances	13	**20,113,784**	32,089,305
		TOTAL	**333,874,047**	296,628,400

"See accompanying notes forming part of the financial statements

AS PER OUR REPORT OF EVEN DATE

for **GMK Associates**
Chartered Accountants
Firm Regn No. 006945S

M.S. Prakasa Rao
Partner
M.No. 027278

Place: Hyderabad
Date : 30-05-2016

for and on behalf of the Board

for Raasi Refractories Limited

K. LAXMAIAH
Director

K. PADMA
Director

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016 **(Amount in Rs.)**

	Particulars	Note No.	31.03.2016	31.03.2015
1	**Revenue from operations (gross)**		**108,006,328**	160,750,488
	Less: Excise duty		**11,334,435**	28,671,678
	Revenue from operations (net)	14	**96,671,893**	132,078,810
2	Other income	15	**593,951**	—
3	**Total revenue (1+2)**		**97,265,844**	132,078,810
4	**Expenses**			
	(a) Cost of materials consumed (including store & spares)	16	**69,749,757**	224,986,999
	(b) Changes in inventories of finished goods, work-inprogress and stock-in-trade	17	**(11,452,849)**	21,082,020
	(c) Employee benefits expense	18	**15,527,851**	20,983,830
	(d) Finance costs	19	**28,164,585**	500,089
	(e) Depreciation and amortisation expenses		**10,661,568**	10,392,000
	(f) Other expenses	20	**45,462,891**	23,640,586
	Total		**158,113,803**	301,585,524
5	**Profit / (Loss) before exceptional and extraordinary items and tax**		**(60,847,959)**	(169,506,714)
6	Prior Period Adjustments		**(473,550)**	-
7	Extraordinary items		**(36,329,160)**	-
8	**Profit / (Loss) before extraordinary items and tax**		**(24,045,249)**	(169,506,714)
9	**Profit / (Loss) before tax**		**(24,045,249)**	(169,506,714)
10	**Tax expense:**			
	(a) Current tax expense for current year			
	(b) (Less): MAT credit (where applicable)		-	-
	(c) Current tax expense relating to prior years		-	-
	(d) Net current tax expense (a-b+c)		-	-
	(e) Deferred tax		-	-
11	**Profit / (Loss) for the year**		**(24,045,249)**	(169,506,714)
12	**Earnings per share (of Rs. 10/- each)**:			
	(a) Basic		**(5.10)**	(35.87)
	(b) Diluted		**(5.10)**	(35.87)

See accompanying notes forming part of the financial statements

AS PER OUR REPORT OF EVEN DATE

for **GMK Associates**
Chartered Accountants
Firm Regn No. 006945S

M.S. Prakasa Rao
Partner
M.No. 027278

Place: Hyderabad
Date : 30-05-2016

for and on behalf of the Board

for Raasi Refractories Limited

K. LAXMAIAH
Director

K. PADMA
Director

Notes forming part of the financial statement for the year ended 31 March-2016

1. Significant Accounting Policies

1.1 Basis of Accounting and preparation of financial statement

The financial statements are prepared in accordance with Generally accepted accounting Principles(GAAP) under the Historical cost convention on the accrual basis and on a going concern basis. GAAP comprises mandatory accounting standards as prescribed by the Companies(Accounting Standards) Rules, 2014, the provision of Companies Act, 2013 and Guidelines issued by the Securities and Exchange Board of India(SEBI).

1.2 Use of Estimates

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

1.3 Inventories

Inventories are valued at the lower of cost (on FIFO / weighted average basis) and the net realisable value. Cost includes all charges in bringing the goods to the point of sale, Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, excise duty.

1.4 Fixed Assets

All fixed assets are stated at cost less accumulated depreciation. Cost is inclusive of freight, duties, levies and any Cost directly attributable to bringing the assets to their present location and working conditions for intended use.

1.5 Depreciation/Amortization“Depreciation has been provided on the straight-line method as per the rates prescribed in Schedule II to the Companies Act, 2013 .

1.6 Revenue Recognition

Revenues/Incomes and cost/expenditure are generally accounted on accrual basis as they are earned or incurred except in case of significant uncertainties. Income from sale of goods is recognised at the point of dispatch from the Factory godown. Sale value includes Excise duty and Frieght wherever applicable.

1.7 Taxes on income

Deferred Tax is not considered as in Earlier years due to insignificant effect on the Profit/Loss for the Year“

1.8 Provision, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

Contingent liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statement.

1.9 Employee Benefits

(a) Short term employee benefit obligations are estimated and provided for.

Defined Contribution plans :

Company’s contribution to provident fund and other funds are determined under the relevant schemes and/or statute and charged to revenue. Company’s liability towards gratuity is determined at each balance sheet date and provided for.

1.10 Borrowing Cost

Borrowing costs relating to acquisition or construction of fixed assets which takes substantial period of time to get ready for its intended use are included in the cost of fixed assets to the extent they relate to the period till such assets are ready to be put to use. Other Borrowing costs are recognized as an expense in the year in which they are incurred.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016.

Note No.	PARTICULARS	As at 31st March 2016 (Rs.)	As at 31st March 2015 (Rs.)
2	**Share Capital**		
	Authorised		
	2,50,00,000 (PY 2,50,00,000) Equity Shares of Rs. 10/- each with voting rights	**250,000,000**	250,000,000
	Issued, Subscribed and Fully Paid Up		
	(PY 47,13,136) Equity Shares of	**47,131,360**	47,131,360
	Rs. 10/- each with voting rights	**47,131,360**	47,131,360
	Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:	No of Shares	No of Shares
	Equity Share of Rs. 10/- each with voting rights		
	Opening Balance	**47,13,136**	4,713,136
	Fresh Issue	-	-
	Closing Balance	**47,13,136**	4,713,136
	Details of Shares held by each shareholders holding more than 5% shares	No of Shares held	% holding in that class of shares
	As at 31st March 2015		
	Mr. Ashok Kumar Agarwal	**1,288,900**	27
	Mr. Sanjay Agarwal	**1,098,320**	23
	Vedvyas Marketing Services Pvt Limited	**339,580**	7
	Barbil Transport Co. Pvt Limited	**332,985**	7
	P & U Merchantiles Pvt Limited	**319,358**	7
	As at 31st March 2016		
	Mr. Konda Laxmaiah	**1,293,250**	27
	M/s. Ramlaxman Paraboiled Rice Mill P Ltd	**1,098,320**	23

3. RESERVES AND SURPLUS

		2016	2015
a.	**Capital Reserves**		
	Central Subsidy Account		
	Opening Balance	**1,500,000**	1,500,000
	Add : Amount received (utilised) during the year	—	—
	Closing Balance	**1,500,000**	1,500,000
b.	**Forfeiture of shares**		
	Opening Balance	**30,443**	30,443
	Add : Shares forefeited (utilised) during the year	—	—
	Closing Balance	**30,443**	30,443
c.	**Securities Premium Account**		
	Opening Balance	**16,900,000**	16,900,000
	Add: Premium on Shares Issues during the year	—	—
	Closing Balance	**16,900,000**	16,900,000
d.	**Suplus / (Deficit) in Statement of Profit and Loss**		
	Opening Balance	**(228,032,316)**	(58,799,146)
	Add: Profit / (Loss) for the year	**(24,045,249)**	(169,233,170)
	Closing Balance	**(252,077,565)**	(228,032,316)
	Closing Balance	**(233,647,122)**	(209,601,873)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016.

Note No.	PARTICULARS	As at 31st March 2016 (Rs.)	As at 31st March 2015 (Rs.)
4.	**LONG TERM BORROWINGS**		
	a. Secured		
	Other Loans & Advances		
	Term Loan from SREI Equip. Finance Pvt Ltd	**184,500,000**	87,316,206
	Loan from Director	**-**	3,700,000
	Long term Creditors	**-**	-
	From body corporates (Unsecured) from Prometers Group	**176,523,301**	150,698,183
		361,023,301	241,714,389
	Term loan from M/S Srei Equipment Finance Pvt Ltd is secured by mortgage on the fixed assets of the Compnay		
5.	**LONG TERM PROVISIONS**		
	Provision for Employees Benefits		
	Provision for Gratuity (net)	**1,208,026**	8,980,718
	Total	**1,208,026**	8,980,718
6.	**TRADE PAYABLES**		
	Sundry Creditors	**89,231,976**	58,903,462
	Total	**89,231,976**	58,903,462
7.	**OTHER CURRENT LIABILITIES**		
	Current maturity of long term debt		
	Term Loan from banks	**-**	-
	Loan from financial institution & NBFC	**27,700,000**	90,602,398
	Other Payables		
	Statutory Liabilties	**30,771,971**	48,443,411
		58,471,971	139,045,809

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016.

Note No. 8

FIXED ASSETS - TANGIBLE

Sl. No.	Description	GROSS BLOCK				ACCUMULATED DEPRECIATION & IMPAIRMENT				NET BLOCK	
		Balance As at 1st April 2015 Rs.	Additions Rs.	Disposals Rs.	**Balance As at 31st, March 2016 Rs.**	Balance As at 1st April 2015 Rs.	Depreciation expenses for the year Rs.	Eliminated on disposal of assests during the year Rs.	**Balance As at 31st, March 2016 Rs.**	**Balance As at 31st, March 2016 Rs.**	Balance As at 1st April 2015 Rs.
1	Land & Site Development	18,83,953	-	-	18,83,953	-	-	-	-	18,83,953	18,83,953
2	Buildings	3,88,72,650	31,095,752	-	6,99,68,402	1,10,44,870	1,103,222	-	1,21,48,092	5,78,20,310	2,78,27,780
3	Plant & Machinery	16,83,16,483	11,513,379	-	17,98,29,862	14,43,81,961	8,957,969	-	15,33,39,930	2,64,89,932	2,39,34,522
4	Furniture & Fixtures	22,48,887	-	-	22,48,887	21,06,539	142,355-	-	22,48,887	-	1,42,348
5	Office Equipment	21,33,170	38,475	-	21,71,645	17,12,229	139,587	-	18,51,816	3,19,829	4,20,941
6	Vehicles	33,51,957	-	-	33,51,957	26,66,917	318,436	-	29,85,353	3,66,604	6,85,040
	Total	21,68,07,100	4,26,47,606	-	25,94,54,706	16,19,12,515	1,06,61,568	-	172,574,078	8,68,80,628	5,48,94,583
	Capital Work in Progress	2,53,75,336	674,446	-	2,60,49,782	-	-	-	-	2,60,49,782	2,53,75,336
	Previous Year	21,67,48,600	-	-	21,67,48,600	14,11,25,621	1,03,94,896	-	15,15,20,517	6,52,28,084	75,622,980

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016.

Note No.	PARTICULARS	As at 31st March 2016 (Rs.)	As at 31st March 2015 (Rs.)
9.	**NON CURRENT INVESTMENTS**	-	-
10.	**INVENTORIES**		
	(At lower of cost and net realisable value)		
	Raw Materials	**5,288,322**	8,968,596
	Work-in-progress	**22,451,910**	1,568,063
	Finished Goods	**26,325,361**	35,756,359
	Stores & Spares	**8,118,946**	5,299,594
	Others		
	Coal	**835,820**	946,020
	Furnace Oil	**46,315**	46,315
		63,066,674	52,584,947
11.	**TRADE RECEIVABLES**		
	Undescured, Considered Good		
	Trade Receivables outstanding for a period exceeding six months from the date they were due for payment	**49,883,534**	92,258,238
	Other Trade Receivable	**70,066,088**	35,659,263
		119,949,622	127,917,501
12.	**CASH AND CASH EQUIVALENTS**		
	Cash in hand	**23,428**	43,234
	Balances with Banks		
	in Current account	**3,793,592**	318,928
	in earmarked accounts		
	balances held as margin money or securities against borrowings, guarantees and other commitments having maturity of less then 12 months	**13,996,537**	3,404,564
		17,813,557	3,766,726
13.	**SHORT TERM LOANS AND ADVANCES**		
	(Unsecured, considered good)		
	Trade advances	**5,908,499**	10,938,610
	Interest receivable	**1,132,121**	317,979
	Security Deposits	**8,251,698**	8,202,172
	Loans and Advances to Emplopyees	—	3,640,554
	Adv for Income Tax	**497,325**	402,038
	Balance with Government Authorities		
	Deposits with Central Excise	**4,324,141**	8,587,953
	VAT Credit Receivable	—	—
		20,113,784	32,089,305

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note No.	PARTICULARS	As at 31st March 2016 (Rs.)	As at 31st March 2015 (Rs.)
14.	**REVENUE FROM OPERATIONS**		
	Sale of Products		
	Export Sales	**-**	-
	Domestic Sales	**107,766,328**	132,078,810
	Self consumption	**240,000**	28,671,678
		108,006,328	160,750,488
	Less: Excise Duty	**11,334,435**	28,671,678
		96,671,893	132,078,810
	Refractories and Allied Products	**108,006,328**	160,750,488
15.	**OTHER INCOME**		
	Interest from bank on deposits	**475,945**	-
	Miscellaneous Income	**118,006**	-
		593,951	-
16.	**COST OF MATERIALS CONSUMED (INCLUDING STORES & SPARES)**		
	Opening Stock	**8,968,596**	90,284,921
	Add: Purchases	**66,069,483**	143,670,674
	Less: Closing Stock	**5,288,322**	8,968,596
	Cost of Materials Consumed	**69,749,757**	224,986,999
17.	**CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE**		
	Finished Goods		
	Opening Stock	**35,756,359**	36,445,249
	Closing Stock	**26,325,361**	35,756,359
		9,430,998	688,890
	Work-in-progress		
	Opening Stock	**1,568,063**	21,961,193
	Closing Stock	**22,451,910**	1,568,063
		(20,883,847)	20,393,130
	Net (increase) / decrease	**(11,452,849)**	21,082,020
18	**EMPLOYEE BENEFIT EXPENSES**		
	Salaries & Wages	**11,766,092**	16,352,217
	Contribution to Provident Fund	**643,120**	1,140,555
	Contribution to ESIC	**321,851**	580,408
	Gratuity	**551,292**	663,883
	Other Benefits	**2,245,496**	2,246,767
		15,527,851	20,983,830

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016.

Note No.	PARTICULARS	As at 31st March 2016 (Rs.)	As at 31st March 2015 (Rs.)
19.	**FINANCE COSTS**		
	Interest Expenses on		
	Term Loans from NBFC	**27,700,000**	—
	OCC & Others	**464,585**	500,089
		28,164,585	500,089
20.	**OTHER EXPENSES**		
	Water Supply and Other Misc Items	**5,314,085**	-
	Consumption of Stores and Spares	**5,421,448**	-
	Administrative Expenses	**1,245,763**	1,550,103
	Legal & Professional Charges	**334,920**	659,744
	Other Manufacturing Expenses	**4,713,691**	2,037,363
	Payment to Auditors- Statutory Audit Fee	**150,000**	150,000
	Power & Fuel	**6,243,010**	6,303,288
	Repairs & Maintenance		
	Plant & Machinery	**17,469,634**	332,575
	Vehicles	**79,091**	567,434
	Insurance	**60,726**	7,027
	Rent,Rates & Taxes	**608,550**	495,017
	Travelling & Conveyance	**527,158**	454,636
	Printing & Stationery	**207,352**	82,660
	Postage, Telegrams & Telephones	**186,154**	152,660
	Selling & Marketing Expenses	**2,901,309**	10,837,079
	Pooja Expenses	**-**	11,000
		45,462,891	23,640,586

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016.

Note	Particulars	As at 31st March 2016 (Rs)	As at 31st March 2015 (Rs)
21	**Additional Information to the financial statement**		
21.1	**Contingent Liabilities and commitments (to the extent not provide for)**		
	Contingent Liabilities		
	Outstanding Bank guarantee	37,50,000	28,77,785
	Appeal pending before The CIT(Appeals)	14,48,450	14,48,450
	Appeal pending before AP High Court against PF Demand	90,47,169	90,47,169
	Case filed by Labour before Jnt. Cimmissioner of labour	-	47,80,207
		1,42,45,619	1,81,53,611
21.2	**Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006** Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. The Company has not received information from the vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interest paid/payable under this Act has not been given. This has been relied upon by the Auditors .		
21.3	**Value of imports calculated on CIF basis Raw materials.**	-	-
	Capital goods (Machinery)	-	-
		-	-
21.4	**Expenditure in Foreign Currency**		
	Bank Charges	-	-
	Commission on sales	-	-
		-	-
21.5	**Details of Consumption of imported and indigenous items**		
	Raw Materials including stores materials		
	imported Rs.	**-**	**-**
	indigenous - Rs.	**69,749,757**	22,47,13,455
	imported - %	**-**	-
	indigenous - %	**100.00**	100.00
	Total - Rs.	**6,97,49,757**	22,47,13,455
22	**Discolsure under Accounting Standards**		
22.1	**Related Party Transaction**		

Disclosures as required by Accounting Standard-18 "Related Party Disclosure" issued by the Institute of Chartered Accountants of Relationship

Companies under the same management upto 23.06.2015:-

1. Sarvesh Refractories Limited
2. Sree Metaliks Limited
3. Rourkela Minerals Co. Pvt. Limited
4. Icebergs Aqua Pvt. Limited

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2016.

Companies Under the Same Management From 23.06.2015
M/s Ramlaxman Paraboiled Rice Mill Pvt Ltd

Key Management Personnel
1. Mr. Ashok Kumar Agarwal, Executive chairman upto 23.06.2015
2. Mr. R.C. Biswas,Director upto 23.06.2015
3. Mr. Konda Laxmaiah, Director from 23.06.2015
4. Smt. Konda Padma, Director from 23.06.2015

The following transactions were carried out with related parties in the ordinary course of business : (Companies under the same management)

Nature of transaction	**Referred to in A (a)**	
	31.03.2016	31.03.2015
Loan received	**-**	-
M/s Ramlaxman Paraboiled Rice Pvt Ltd	**69,044,134**	
Balance outstanding:	**-**	-
M/s Ramlaxman Paraboiled Rice Pvt Ltd	**141,183,070**	72,138,936

Note : Related party relationship is as identified by the company and relied upon by the auditors

22.2 Employee Benefits:

The Company has paid/provided the employee benefits as under:

	Period Ended 31.03.2016	Period Ended 31.03.2015
(a) Employer's Contribution to Provident Fund	**668,157**	1,184,764
(b) Gratuity	**551,292**	663,883
Gratuity is calculated on the basis of number of completed years of services as on balance sheet date		
(c) Other benefits like Leave encashment, LTC, Medical Expenses etc	**2,542,310**	2,922,168

The other benefits are recognised on payment basis
The company has made without obtaining acturial valuation.
Insurance Policy will be taken for Gratutity liability

23. Segment reporting : Since the company has only one segment i.e Refractories ,the segment reporting as per AS 17 issued by ICAI is not applicable

24. Trade Payables and Trade Receivables are subject to Reconciliation and Confirmation.

25. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure. Disclosures are made in respect of items that are applicable to the company.

AS PER OUR REPORT OF EVEN DATE

for **GMK Associates**
Chartered Accountants
Firm Regn No. 006945S

M.S. Prakasa Rao
Partner
M.No. 027278

Place : Hyderabad
Date : 30-05-2016

for and on behalf of the Board

for Raasi Refractories Limited

K. LAXMAIAH
Director

K. PADMA
Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

	Particulars	As at March 31st, 2016		As at March 31st, 2015	
A.	**Cash Flow from Operating Activities**				
	Net Profit/(Loss) before Extraordinary Items & Tax		(24,045,249)		(169,233,170)
	Adjustments for:				
	Depreciation and Amortisation	10,661,568		10,392,000	
	Preliminary Expenses Written Off	-			
	(Profit) / Loss on Sale / Write off of Assets	-		-	
	Finance Costs	28,164,585		500,089	
	Interest Income	(475,945)	-		
			38,350,208		10,892,089
	Operating Profit/(Loss) before Working Capital changes		**14,304,959**		**(158,341,081)**
	Changes in Working Capital:				
	Adjustments for (increase) / decrease in operating assets:				
	Inventories	(10,481,727)		102,124,775	
	Trade Receivables	7,967,879		(42,861,888)	
	Short Term Loans and Advances	11,975,521		(2,196,483)	
	Long Term Loans and Advances	-		-	
	Other Non - Current Assets	-		-	
	Adjustments for increase / (decrease) in operating liabilities:				
	Trade Payables	30,328,515		(1,403,855)	
	Other Current Liabilities	(80,573,838)		39,225,039	
	Short Term Provisions	-		(1,421,553)	
	Long Term Provisions	(7,772,692)		(278,342)	
			(48,556,342)		**93,187,693**
	Cash Generated from Operations		(34,251,383)		(65,153,388)
	Net Cash Flow from / (used in) operating activities (A)		**(34,251,383)**		**(65,153,388)**
B.	**Cash Flow from Investing Activities**				
	Capital expenditure on fixed assets including capitaladvances	(43,322,052)		(2,521,854)	
	Proceeds from sale of fixed assets	-		-	
	Inter-corporate deposits	-		-	
	(Purchase)/Sale of Investments	-		9,845,000	
	Bank balances not considered cash or cash equivalents - Placed				
	Interest Received	475,945	(42,846,107)	-	7,323,146
	Net Income Tax (paid) / refunds		-		-
	Net Cash Flow from / (used in) Investing activities (B)		**(42,846,107)**		**7,323,146**

Particulars	As at March 31st, 2016		As at March 31st, 2015	
C. Cash Flow from Financing Activities				
Proceeds from issue of equity shares	-		-	
Proceeds from long term borrowings	119,308,906		57,208,936	
Repayment of long term borrowings	-		-	
Net increase / (decrease) in working capital borrowings	-		-	
Finance Costs	(28,164,585)	91,144,321	(500,089)	56,708,847
Net Cash Flow from / (used in) Financing activities (C)		**91,144,321**		**56,708,847**
Net Increase / decrease in Cash or Cash Equivalents (A+B+C)		14,046,831		(1,121,395)
Cash and cash equivalents in the beginning of the year		3,766,726		4,888,121
Effect of exchange difference on restatement of foreign currency		-		-
Cash and cash equivalents in the end of the year		**17,813,557**		**3,766,726**
Reconciliation of cash and cash equivalents with Balance Sheet				
Cash and Cash equivalents as per Balance Sheet		17,813,557		3,766,726
(-) Bank balances not considered as cash and cash equivalents				
Net cash and cash equivalents		17,813,557		3,766,726
(+) Current investments considered as part of cash		-		-
Cash and cash equivalents at the end of the year*		**17,813,557**		**3,766,726**
* comprises:				
(a) Cash		23,428		43,234
(b) Balances with Bank				
- In current accounts		3,793,592		318,928
- Fixed Deposits with Banks		13,996,537		3,404,564
		17,813,557		**3,766,72**

AS PER OUR REPORT OF EVEN DATE

for **GMK Associates**
Chartered Accountants
Firm Regn No. 006945S

M.S. Prakasa Rao
Partner
M.No. 027278

Place : Hyderabad
Date : 30-05-2016

for and on behalf of the Board

for Raasi Refractories Limited

K. LAXMAIAH
Director

K. PADMA
Director

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RAASI REFRACTORIES LIMITED

CIN :L26920TG1981PLC003339

Registered Office: 15-145/9, Kodandaram Nagar, Saroornagar, Near Sarada Talkies, Hyderabad-500060. Email:marketing@raasi.in

Form.No.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	L26920TG1981PLC003339
Name of the Company	RAASI REFRACTORIES LIMITED
Registered Office	15-145/9, Kodandaram Nagar Saroornagar, Near sarada Talkies, Hyderabad-500060.
Name of the member(s)	
Registered Address	
Email Id	
Folio No	

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

1	Name Address E-mail ID Or failing him	Signature
2	Name Address Email Id Or failing him	Signature
3	Name Address Email Id Or failing him	Signature

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of the Company, to be held on Friday, the 30th day of December, 2016 at 11.00 A.M. at the venue at Kummara Samkshema Sangham, H No. 10-1- 105, Trimurthy Colony, LingojiGuda, Saroor Nagar, Hyderabad 500 035 and at any adjournment thereof in respect of such resolution as are indicated below:

Resolution	For	Against
Ordinary Business:		
1. To receive, consider and adopt the audited financial statements of the company for the financial year ended 31st March 2016 together with the reports of the Board of Directors and the Auditors thereon. 2. To appoint a Director in place of Sri.Srishailam Vaddepally, who retires by rotation and offers himself for re-appointment. 3. Appointment of Auditors and fixing their remuneration.		

Signed this……………………………day of……………………2016.

Signature of Shareholder: ——————————————

Signature of Proxy holder(s): ——————————————

Affix Revenue Stamp

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

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RAASI REFRACTORIES LIMITED

CIN :L26920TG1981PLC003339
Registered Office: 15-145/9, Kodandaram Nagar saroornagar,
Near Sarada Talkies, Hyderabad-500060.
Email:marketing@raasi.in

Form No.MGT-10
ATTENDANCE SLIP FOR ANNUAL GENERAL MEETING
(to be surrendered at the venue of the meeting)

I certify that I am a registered shareholder/proxy/representative for the registered shareholder(s) of Raasi Refractories Limited.

I hereby record my presence at the 34th Annual General Meeting of the shareholders of Raasi Refractories Limited on Friday, the 30thDecember, 2016 at 11.00 a.m. at Kummara Samkshema Sangham, H No. 10-1- 105, Trimurthy Colony, LingojiGuda, Saroor Nagar, Hyderabad 500 035

1. Name & registered address of the sole/ first named shareholder	
2. Name (s) of the Joint Shareholder(s), if any	
3. Registered Folio No./DP ID/ Client ID	
4. Number of shares held	

Signature of Shareholder/Proxy/Representative

Subject – E-voting

In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is providing facility to exercise votes on the items of business given in the Notice through electronic voting system, to members holding shares as on 23rd December, 2016 (end of day) being the cut-off date (i.e.record date for the purpose of Rule20(3)(vii) of the Rules fixed for determining voting rights of members, entitled to participate in the e-voting process, through the e-voting platform provided by Central depository Services Limited (CDSL).

The e-voting particulars are set out below:

EVSN (e-voting Sequence Number)	User id	Password
161216004	Please refer notes about e-voting instructions in the Notice.	

The e-voting period commences from 9:00 a.m. on 27th December, 2016 and ends on 29th December, 2016 by 5:00 p.m. the members of the Company, holding shares either in physical or demat form, as on the cut-off date of 23rd December, 2016, may cast their vote electronically.

For instructions on e-voting, please read attached Notice of Annual General Meeting. This communication forms an integral part of the Notice for convening the Annual General Meeting of the Company to be held on 30th December, 2016.

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PRINTED MATTER

BOOK-POST

If undelivered please return to :

RAASI REFRACTORIES LIMITED
15-145/9, Kodandaram Nagar,
Saroornagar,
Near Sarada Talkies,
Hyderabad - 500060. Telangana.