



PIX

Power Transmission Solutions

Driving growth!

ANNUAL REPORT

2015-16



www.pixtrans.com

Board of Directors	: Mr. Amarpal Sethi (Chairman & Managing Director) Mr. Sonopal Sethi (Joint Managing Director) Mr. Rishipal Sethi (Joint Managing Director) Mr. Sukhpal Singh Sethi Mr. Karanpal Sethi Mr. Joe Paul Mr. Mohammed Adil Ansari Ms. Shirley Paul Mr. Haresh Eidnani Mr. Pradeep Havnur Mr. Aqueel A. Mulla Mr. Prakashchand Khasgiwala Mr. Nigel Savio Lobo Dr. Manoj Mohan Sajnani
Company Secretary	: Mr. Shybu Varghese
Auditors	: M/s. S. C. Bandi & Company Chartered Accountants, Mumbai
Bankers	: 1. State Bank of Hyderabad 2. State Bank of India
Registered Office (UNIT NO. 1)	: J-7, M.I.D.C., Hingna Road, Nagpur - 440 016 Tel.: (07104) 669000, Fax: (07104) 669007/8 Website:www.pixtrans.com, Email: cosecretary@pixtrans.com
(UNIT No. 2)	K-36, K-37 & K-38, MIDC, Hingna Road, Nagpur-440 016
(UNIT No. 3)	Khasra No.25, 45, 46/1, 46/2, 47 & 48 Mouza Nagalwadi, Tehsil — Hingna, Nagpur-440016
(UNIT No. 4)	Khasra No.57, Mouza Nagalwadi, Tehsil — Hingna, Nagpur-440016
Mumbai Office	: One BKC, B Wing, 12th Floor, Unit No.1208, Bandra Kurla Complex, Bandra (East), Mumbai-400 051 Tel: 022-61383000
Share Transfer Agent	: Link Intime India Private Limited C-13, Pannalal Silk Mills Compound, L. B. S.Marg, Bhandup (W), Mumbai — 400 078 <u>E-MAIL: isrl@linkintime.co.in</u>

NOTICE

Notice is hereby given that the Thirty Fourth ANNUAL GENERAL MEETING of PIX TRANSMISSIONS LIMITED will be held at the Registered Office of the company at J-7, MIDC, Hingna Road, Nagpur at 9.30 a.m. on Wednesday the 28th September, 2016 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the Year ended 31st March, 2016 and the Balance Sheet as on that date together with the Reports of Directors and Auditors thereon.
2. To declare a Final Dividend on Equity Shares for the Financial Year ended 31st March, 2016.
3. To appoint a Director in place of Mr. Sonopal Sethi (DIN: 00129276), who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Mr. Sukhpal Singh Sethi (DIN: 00129235), who retires by rotation and being eligible offers himself for re-appointment.
5. To appoint a Director in place of Mr. Joe Paul (DIN: 00129522), who retires by rotation and being eligible offers himself for re-appointment.
6. To appoint M/s. S.C. Bandi & Co., Chartered Accountants (Firm Registration No; 130850W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting, until the conclusion of next Annual General Meeting to be held after this meeting, and to fix their remuneration for the financial year ending 31st March, 2017.

For and on behalf of the Board of Directors

Place: Mumbai

Amarpal Sethi

Dated: 28.05.2016

Chairman and Managing Director

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable.
2. Register of Members and the transfer books of the Company will remain closed from Wednesday 21st September, 2016 to Wednesday 28th September, 2016 (both days inclusive).
3. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members holding shares in physical form and who have not registered their e-mail address with the Company can now register the same by submitting a duly filled in 'E-Communication Registration Form, available on the website of the Company www.pixtrans.com, to M/s. Link Intime India Private Ltd , the registrar and share transfer agent of the Company. Members holding shares in Demat form are requested to register their e-mail address with their Depository Participant(s)

only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.

4. The Notice of AGM and Annual Report are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s), unless the members have requested for a hard copy of the same. The physical copy of the Notice of AGM and Annual Report are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s).
5. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility of remote e-voting to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members/list of Beneficial Owners as on Wednesday, 21st September, 2016, are entitled to vote on the Resolutions set forth in this Notice. The e-voting period will commence at 9.00 a.m. on Sunday, 25th September, 2016 and will end at 5.00 p.m. on Tuesday, 27th September, 2016. The Company has appointed Mr. Sahib Chauhan, practicing Chartered Accountant, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.
6. The facility of Voting through Ballot paper at meeting is also provided to those members, who have not exercised their voting right through electronic means.
7. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

Procedure for E-Voting:

The Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting for AGM. The instructions for remote e-voting are as under:

A. In case of members receiving e-mail:

If you are holding shares in Demat form and had logged on to www.evotingindia.com and casted your vote earlier for EVSN of any Company, then your existing login id and password are to be used.

- i) Log on to the e-voting website www.evotingindia.com.
- ii) Click on “Shareholders” tab to cast your votes.
- iii) Now, select the Electronic Voting Sequence Number - “EVSN” along with “COMPANY NAME” from the drop down menu and click on “SUBMIT”
- iv) Now, fill up the following details in the appropriate boxes:

	For members holding shares in Demat form	For members holding shares in physical form
User ID	For NSDL: 8 character DP ID followed by 8 digits client ID	Folio number registered with the Company
	For CDSL: 16 digits beneficiary ID	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department when prompted by the system while e-voting (applicable for both Demat shareholders as well as physical shareholders)	
DOB	Enter the Date of Birth as recorded in your Demat account or in the Company records for the said Demat account or folio in dd/mm/yyyy format.	
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your Demat account or in the company records for the said Demat account or folio.	

* Members who have not updated their PAN with the Company/Depository Participant are requested to use the default number: <Default Number> in the PAN Field. The default No. will be first two letters of shareholder's name followed by date of birth in dd/mm/yyyy format, For instance if your name is Rajesh Kumar and date of birth is 19/07/1985 the default No. will be RA19/07/1985.

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

- v) After entering these details appropriately, click on "SUBMIT" tab.
- vi) Members holding shares in physical form will then reach directly the EVSN selection screen. However, members holding shares in Demat form will now reach "Password Creation" menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character(@ # \$ %& *). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Kindly note that this changed password is to be also used by the Demat holders while voting for resolutions of the Company or any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform.
- vii) Click on the relevant EVSN on which you choose to vote.
- viii) 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.
- ix) Click on the "Resolutions File Link" if you wish to view the entire resolutions.
- x) 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.
- xi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

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

Please follow all steps from sl. no. (ii) to S. No. (xi) above, to cast vote.

- C. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves, link their account which they wish to vote on and then cast their vote. They should upload a scanned copy of the board resolution in PDF format in the system for the scrutinizer to verify the vote.
- D. The voting period begins on Sunday, 25th September, 2016 at 9.00 a.m. and ends on Tuesday, 27th September, 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 Wednesday, 21st September, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- E. 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.
- F. The results shall be declared on or after the AGM. The results along with the Scrutinizer's Report shall also be

placed on the website of the company.

8. Members holding shares in Demat form are hereby informed that bank particulars registered with their respective Depository Participant(s), with whom they maintain their Demat accounts; will be used by the Company for payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in Demat form for any change in bank particulars. Members holding shares in Demat form are requested to intimate any change in their address and/or bank mandate to their Depository Participants immediately.
9. Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to M/s. Link Intime India Private Limited the registrar and share transfer agent of the Company immediately.
10. Pursuant to the provisions of Investor Education and Protection Fund (uploading of information regarding unpaid and unclaimed amount lying with companies) Rules 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 23rd 2015 (date of last Annual General Meeting) on the website of the Company (www.pixtrans.com), as also on the website of the Ministry of Corporate Affairs.
11. Members desiring any information relating to the accounts are requested to write to the Company at least one week in advance before the meeting, so as to enable the management to keep the information ready.
12. Information pursuant to Clause 49 of the Listing Agreement for Appointment/Re-appointment of Directors

Name of Directors	Date of Birth	Date of Appointment	Qualification	Directorship in other companies incorporated in India	Chairman / member of other committees of companies
Sukhpal Singh Sethi	11/06/1942	31/03/1993	I.Sc	No	No
Sonepal Sethi	16/09/1966	01/04/1989	B.Sc. Grad Pri(UK)	No	No
Joe Paul	08/03/1962	01/05/2000	B.Com, MIRPM	No	No

CHAIRMAN'S LETTER

Dear Shareholders,

It gives me great pleasure in reporting that our turnover and profitability are improving and we are able to continue to have sustainable growth and development. The economy is improving with favorable global scenario, slump in the oil prices, improving US and Europe conditions and stable market. The Mechanical Power industry will have reasonable growth in the coming financial years.

The major highlights of our performance during the year are detailed below (all figures are reported in ₹ in Lacs):

FY'16 Performances

- Consolidated revenue : 23,740.65
- PIX's EBITDA : 3,949.06
- Profit After Tax (PAT) : 653.63

FY'16 Financial Highlights

- Net Debt : ₹12533.08
- Interest and Financing cost decreased by 13% compared to previous year.
- Capital Expenditure made during the year. ₹ 1882.58 lacs as compared to ₹ 3804.82 Lacs in the previous year.

As a business, we viewed 2015/16 as a year of improvement. We have growth of 6.93 % in the turnover and 11.93% in the profitability as compared to previous financial year. We have enough capacity to cater to the need of the growing automobile market.

I see lot of potential for the products of the company both in India and abroad. We are putting all efforts to consolidate our position in the market. The cutting edge technology adoption in manufacturing and packing will improve quality of products and save costs. We are making our plant fully automated to save cost and improve upon production and productivity. We have hired best talents available in the industry both in production and marketing and expect reasonable growth in the production, sales which in turn will improve upon top line and bottom-line.

We are optimistic of turnaround of the global economy vis a vis Indian economy and growth and development of the automobile industry, machinery manufacturers and agriculture which will bring positive impact in our turnover and profitability.

The global scenario is changing day by day with cut throat competition and constrained margin is hampering product marketability. The products are marketable if it is innovative and falling in special category. The product research and development and quality control will only save us in grave situation and we are hopeful that our products will improve over the period of time and pass through the testing phase through which industry is passing.

We would like to thank all our investors for their continued support and encouragement, and our employees for committing their talent and tenacity to our success. We look forward to reporting continued strong performance going forward.

Yours Sincerely,

Amarpal Sethi
Chairman & Managing Director

DIRECTORS' REPORT

To

The members of PIX Transmissions Ltd,

The directors are pleased to present the Thirty Fourth Annual Report and the Audited Statement of Accounts for the year ended 31st March 2016, together with notice of Annual General Meeting.

Financial Results

Given below is the financial performance of the Audited Accounts for the year ended 31st March 2016:

Particulars	₹ in lacs	
	As on 31.03.16	As on 31.03.15
Sales (Net - Excise)	21775.68	20363.30
Other income	318.14	262.01
	22093.82	20625.32
Profit before Depreciation	1872.34	1792.36
Less: Depreciation	1202.75	1189.93
Profit before tax after depreciation	669.59	602.43
Exceptional Items	-	-
Less : Provision for taxationa)		
Current year	215.00	125.00
b) Deferred Tax Liability	88.55	132.54
	366.03	344.89
ss :		
Equity Dividend including Proposed Dividend	204.38	136.25
Tax on Dividend	41.61	26.00
Total Dividend	245.99	162.26
Balance Profit after appropriation	120.05	182.63

Subsidiaries:

1. PIX Middle East FZC, UAE.

PIX Middle East FZC incorporated to carry on business of PIX Products in the market of Middle East Countries.

2. PIX Transmissions Europe Limited, UK;

PIX Transmissions Europe Limited incorporated to carry on business of PIX Products and other products in the market of European Countries.

Fellow Subsidiaries:

1. PIX Middle East Trading LLC, UAE;

PIX Middle East Trading LLC, UAE is subsidiary of PIX Middle East FZC established to carry on business of PIX Products in the market of Middle East Countries.

2. PIX Germany GmbH, Germany;

PIX Germany GmbH, Germany is subsidiary of PIX Transmissions Europe Limited incorporated to carry on business of PIX Products and other products in the market of European Countries.

As required under the listing Agreement entered into with stock exchange, consolidated financial statement of the company and all its subsidiaries is attached. The consolidated financial statement has been prepared in accordance with Accounting Standard (AS)-21 on Consolidated Financial Statements read with AS-27 on Financial Reporting of Interest in Joint Ventures, the audited consolidated financial statement is provided in the Annual Report.

A statement containing brief financial details of the company's subsidiaries for the financial year ended 31st March 2016 is included in the Annual Report and shown as ANNEXURE 1. The annual account of these subsidiaries will be available for inspection of members at the registered office of the company.

Dividend on Equity Share:

The Board of Directors at their meeting held on 18th March, 2016 has recommended and paid interim dividend of ₹ 1.00 per equity share of Face Value of ₹ 10 each, for the financial year ended 31st March, 2016. The Board recommends further dividend Re. 0.50 per equity share of face value of ₹ 10/- each making the total dividend @15% for the year subject to approval of the shareholders.

Directors' Responsibility Statement

Pursuant to section 134(5) of the Companies Act, 2013, The Board of Directors report that:

i) In the preparation of the annual accounts for the year March, 31, 2016, the applicable Accounting Standards read with requirements set out under Schedule III of the

Act, have been followed and there are no material departures from the same;

ii) Directors 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 as at March, 31 2016 and of the Profit or Loss Account for the year ended on that date;.

iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

iv) The Directors have prepared the Annual Accounts on a going concern basis;

v) The Directors have laid down internal financial control to be followed by the company and that such internal financial controls are adequate and are operating effectively; and

vi) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants 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 financial year 2015-16.

Public Deposits

The Company has not invited and accepted deposits from the public during the financial year ended 31st March 2016.

Insurance

The assets of the Company are adequately insured against the risk of fire and other risks.

Particulars of Employees

Under the provision of Section 197(12) of the Companies

Act, 2013 read with Rule 5(2) and 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel), 2014 read with Companies (Particulars of Employees) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules is provided in the Annual Report as shown as ANNEXURE 2.

Directors and Key Managerial Personnel

In pursuance to the provisions of Act and Articles of Association of the company Mr. Sukhpal Singh Sethi, Mr. Sonopal Sethi and Mr. Joe Paul retire by rotation and being eligible offer themselves for re-appointment.

The company has received declaration from all the independent directors confirming that they meet the criteria of independence as prescribed both under the Act and Regulation 27 'of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 Listing Agreement with the Stock Exchange.

The company has devised a policy for the performance evaluation of independent directors, Board committees and other individual directors which include criteria for performance evaluation of non-executive directors and executive directors. The manner in which the evaluation is carried out has been explained in the Corporate Governance Report.

Meeting of the Board

During the year under review nine Board Meetings were held. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013. For further details please refer to Corporate Governance Report attached to this Annual Report.

Audit Committee

The Audit committee comprises Independent Directors namely Mr. Mohammed Adil Ansari (Chairman), Mr. Hareesh Eidnani, Mr. Pradeep Havnur and Mr. Amarpal Sethi (Executive Director) as other members. All the recommendations made by the Audit Committee were accepted by the Board.

Vigil Mechanism

The vigil mechanism of the company, which also incorporates a whistle blower policy in terms of the Listing Agreement, includes an ethics and Compliance Task Force comprising of senior executives of the company. It deals with instance of fraud and mismanagement, if any in the company. In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility. The whistle blower Policy ensures that strict confidentiality is maintained while dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

Nomination and Remuneration Committee:

The Nomination and Remuneration Committee comprises of the Directors namely, Mr. Pradeep Havnur (Chairman), and Mr. Aqueel Ahmed Mulla, Mr. Haresh Eidnani as other members of the committee.

This committee recommends and reviews the appointment and remuneration of Directors. It has adopted a policy which deals with the appointment and remuneration of directors and key managerial persons. The adopted policy decides about the manner of selection of executive directors, key managerial persons, and independent directors. The policy also decides about the criteria to be followed for recommending the remuneration of directors and key managerial persons.

Board Evaluation

The Board of Directors has carried out an annual evaluation of its own performance, Board Committees and individual directors pursuant to the provision of Act and the Corporate Governance requirement as prescribed by Securities and Exchange Board of India (SEBI) under Regulation 27 of the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015. The performance of Board was evaluated by the Board after seeking inputs from all directors on the basis of criteria such as Board Composition & Structure, Effectiveness of Board Process, Information, and functioning, etc.

In a separate meeting of Independent directors' performance of Executive Directors, performance of the Board as whole and performance of Chairman was evaluated, taking into account the views of executivedirectors and non-executive directors.

Loans, Guarantees and Investments

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements

Related Party Transaction

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. The particulars of such related party transactions are annexed herewith as ANNEXURE - 3

Corporate Social Responsibility (CSR)

In terms of section 135 and Schedule VII of the Companies Act, 2013, the Board of Directors of your Company has constituted a CSR Committee consisting of Mr. Rishipal Sethi (Chairman) and Mr. Joe Paul (Whole-time Director) and Mr. Aqueel A Mulla (Independent Director) as other members of the committee. The CSR Committee of the Board has developed a CSR Policy under education activity which is enclosed as part of this report ANNEXURE - 4. Additionally, the CSR Policy has been uploaded on the website of the Company at www.pixtrans.com. Out of prescribed 2% CSR expenditure of ₹ 9.37 lacs the company has spent ₹ 5.08 Lacs on blind education, and balance amount of ₹ 4.29 Lacs will be spent through agency for cataract operation under head differently-able and livelihood enhancement projects

Extract of Annual Return

As provided under Section 92(3) of the act, the extract of annual report is given in the ANNEXURE 5 in the prescribed Form MGT-9, which forms part of this report.

Auditor

M/s S. C. Bandi & Co. Chartered Accountants, Auditors of the Company, retire at the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. Members are requested to re-appoint the statutory auditors.

Auditors' Report

The notes forming part of the accounts are self-explanatory and do not call for any further clarifications.

Cost Auditor

As per the requirements of Central Government your Directors have appointed M/s. Manisha & Associates, Cost Accountants, as cost auditors of the Company to carry out the audit of cost accounting records for the financial year 2016-17.

Report on Internal Financial Control

The report on Internal Financial Control as required under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 effective from 31st March, 2016 has been attached along with Auditor's Report has been attached.

Secretarial Auditor

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed M/s S.D Bargir & Co, a firm of company Secretaries in practice to undertake the Secretarial Audit of the Company for the financial year 2016-17. The Secretarial Audit Report submitted by the Secretarial Auditors is enclosed herewith as a part of this report and shown as ANNEXURE - 6

Risk Management

The Board of Directors of the company has formed a Risk Management Committee to frame, implement and monitor the Risk Management Plan for the company. The committee is responsible for reviewing the Risk Management Plan and ensuring its effectiveness. 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 action on a continuing basis.

The development and implementation of Risk Management Policy has been covered in the Management Discussions and Analysis, which forms part of this report.

Remuneration Ratio of the of Directors/ Key Managerial Personnel (KMP)/ Employees

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors is furnished hereunder:

₹ in Lacs

S N	Name & Designation	Remuneration paid FY2015-16	Remuneration paid FY2014-15	Increase in remuneration from previous year	Ratio/ Timesper Medianof employee remuneration
1	Amarpal Sethi	86.25	79.50	6.75	31.00
2	Sonepal Sethi	81.75	75.00	6.75	29.38
3	Rishipal Sethi	81.75	75.00	6.75	29.38
4	Sukhpal Singh Sethi	81.75	75.00	6.75	29.38
5	Karanpal Sethi	78.00	71.25	6.75	28.03
6	Joe Paul	44.16	41.54	2.62	15.87
7	Shirley Paul	46.88	41.37	5.51	16.85

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

Conservation of Energy:

Company is always looking towards every step in the direction of conservation of energy. Supply of better quality water and reduction of consumption of water, steam, fuel and electricity have improved consumption ratio with respect to per ton of finished product, thereby conserving energy.

The Major sources of energy in the company are:

- 1.0 Fuel /Steam
- 2.0 Electricity
- 3.0 Water

1.0 Conservation of Steam

1.1 Fuel change from furnace oil to Biomass briquette by replacing the steam boilers from furnace oil fired Boiler to solid fuel Boiler has reduced the consumption of fuel.

1.2 Automation of the belt curing pots has optimized the steam utilization, controlled on steam wastage which has resulted to saving of steam consumption

1.3 Use of solid fuel adhesive has reduced the consumption of Biomass briquette fuel.

1.4 Waste heat recovery systems have been introduced in pot and press section. The waste heat is utilized for pre-heating of boiler feed water.

1.5 Reuse of condensate has reduced the consumption of fuel.

1.6 Heating of water by using flash steam in process area has reduced the steam consumption.

1.7 Reduction in fuel consumption by use of good quality water for boiler feed & regular cleaning & maintenance of boilers.

1.8 Optimum utilization of steam, control on wastage & leakages of steam and maintaining proper insulation has contributed to saving of steam consumption.

2.0 Conservation of Electricity

2.1 Old reciprocating type air compressors / chilling plants and old process machineries has been replaced by energy efficient screw type air compressors / chilling plants and new automated process machineries which has reduced electricity consumption significantly.

2.2 Optimum utilization of compressed air & chilled water, control on wastage & leakages and maintaining proper insulation has contributed to saving of compressed air & chilled water, which has resulted to saving of electricity.

3.0 Conservation of Water

3.1 By setting up a new sewage treatment plant & new effluent treatment plant, treated water is used for gardening, floor washing, toilets etc which resulted in reduction of fresh water consumption.

3.2 Installation of cooling towers for re-circulation of water used for machines cooling, conserve the ample quantity of fresh water.

3.2 Installation of cooling towers for re-circulation of water used for machines cooling, conserve the ample quantity of fresh water.

3.3 Use of reverse osmosis plant & water softening plant for treating of raw water, helps to reduce feed water consumption in boiler, increases the life of process machineries and provide good quality of drinking water.

3.4 Collection of maximum amount of steam condensate, reduce the feed water consumption in Boilers.

3.5 Company is introducing rain water harvesting systems which will help to retain the rainwater in our area and conserve the water.

As a result to above energy conservation measures; Cost of fuel, Electricity and water per ton of goods production has reduced considerably and made consequent impact on the cost of finished goods.

The disclosure of particulars with respect to conservation of energy is attached to the Directors' Report.

A. Technology absorption

Efforts made in technological absorption were carried out by the company. After total introduction of new products the same will be absorbed and maintained for higher productivity and better quality.

B. Foreign Exchange Earnings & Outgo

Particulars regarding foreign exchange earnings and outgo are presented in Schedule 44,45 and 46 of the Audited Account. The company has retained its status as net foreign exchange earner.

The particulars of conservation of energy, technology absorption and foreign exchange and outgo as required under the Companies (Accounts) Rules, 2014 is given in the annexure to this report and shown as ANNEXURE 7

Environmental Policy

The Company follows environment policy of sustainable

growth with minimum pollution and taking green initiatives to improve environment in all its production processes.

Design & Development /testing Laboratory

The strength of the company lies in the introduction of new products through robust design, development, testing and introduction. The design and development activity of the company is carried out using the best resources and facility

The company has at its disposal a rich talent pool of technical manpower from Rubber Technology, Mechanical Engineering, Computer engineering and Material Procurement who design and develop the product and process.

The Company has State of the Art facilities capable for validating and verifying the entire product range of Belts and Allied Products that the organization has in its range and proposes to innovate.

The Company has foot prints in the global market place by setting the pace for reduced innovation cycle time for turning around a product. All Design and Development outputs are reviewed at regular intervals by the Top Management.

Management Discussion and Analysis Report

As required under Regulation 17 to 27 of the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015, the Management Discussion and Analysis Report is enclosed as a part of this report.

Corporate Governance and Shareholders Information

Your Company has taken adequate steps to adhere to all the stipulations laid down in Regulation 17 to 27 of the Listing Regulations. A report on Corporate Governance is included as a part of this Annual Report. Certificate from the Statutory Auditors of the company M/s. S.C Bandi & Co, Chartered Accountants confirming the compliance with the conditions of Corporate Governance as stipulated under Regulation 17 to 27 of the Listing Regulation is included as a part of this report.

Sexual Harassment of Women at Workplace;

During the year under review, there were no cases reported pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Acknowledgement

The Directors wish to place on record their appreciation towards all associates including Customers, Collaborators, Government Agencies, Financial Institutions, Bankers, Suppliers, Shareholders, Employees and others who have reposed their confidence in the Company.

For and on behalf of the Board of Directors

Amarpal Sethi
Chairman and Managing Director

Place: Mumbai

Date:28.05.2016

ANNEXURE 1

Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures
Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in ₹)

Sr.No.		
1	Name of Subsidiary	PIX Middle East FZC, UAE
2	Reporting Period for the subsidiary concerned, if different from the holding company's reporting period	
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	AED Ex. Rate= 18.04
4	Share capital	AED 150,000 (₹ 2706000)
5	Reserves & surplus	AED (304948) (₹ 5501262)
6	Total assets	AED 3281627 (₹ 59200551)
7	Total Liabilities	AED 3368536 (₹ 60768389)
8	Investments	NIL
9	Turnover	AED 2991686 (₹ 53970015)
10	Profit before taxation	AED 166504 (₹ 3003732)
11	Provision for taxation	NIL
12	Profit after taxation	AED 166504 (₹ 3003732)
13	Proposed dividend	
14	% of Holding	100

Name of the subsidiaries which are yet to commence operation: Nil

Names of subsidiaries which have been liquidated or sold during the year: Nil

Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures
Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in ₹)

Sr.No.		
1	Name of Subsidiary	PIX Transmissions (Europe) Limited, England
2	Reporting Period for the subsidiary concerned, if different from the holding company's reporting period	
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	EURO Ex. Rate= 75.10
4	Share capital	€ 1,00,000 (₹ 7510000)
5	Reserves & surplus	€ 62421 (₹ 4687817)
6	Total assets	€ 31,84,938 (₹ 23918844)
7	Total Liabilities	€ 30,32,221 (₹ 227719797)
8	Investments	NIL
9	Turnover	€ 58,32,387 (₹ 438012264)
10	Profit before taxation	€ 122586 (₹ 9206209)
11	Provision for taxation	€ 23459 (₹ 1761771)
12	Profit after taxation	€ 99127 (₹ 744438)
13	Proposed dividend	
14	% of Holding	100

Name of the subsidiaries which are yet to commence operation: Nil

Names of subsidiaries which have been liquidated or sold during the year: Nil

Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in ₹)

Sr.No.		
1	Name of Joint Venture	Pix QCS Limited, Ireland
2	Reporting Period for the subsidiary concerned, if different from the holding company's reporting period	
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	EURO Ex. Rate= 75.10
4	Share capital	€ 100 (₹ 7510)
5	Reserves & surplus	€ (101083) (₹ 7591333)
6	Total assets	€ 856 (₹ 64286)
7	Total Liabilities	€ 101,840 (₹ 7648184)
8	Investments	NIL
9	Turnover	NIL
10	Profit before taxation	0.00
11	Provision for taxation	0.00
12	Profit after taxation	0.00
13	Proposed dividend	0.00
14	% of Holding	50%

Name of the subsidiaries which are yet to commence operation: Nil

Names of subsidiaries which have been liquidated or sold during the year: Nil

ANNEXURE 2

INFORMATION AS PER RULE 5(2) OF CHAPTER XIII OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES 2014

(₹ in lakhs)

Employees Name	Designation	Educational Qualification	Age	Experience (In Years)	Date of Joining	Gross Remuneration	Previous Employment & Designation
Mr. Amarpal Sethi	CMD	I.Sc	66	45	01/09/89	86.25	-
Mr. Sonopal Sethi	Jt. MD	B.Sc. Grad Pri(UK)	50	27	01/04/89	81.75	-
Mr. Rishipal Sethi	Jt. MD	B.Sc. Elec. Engg. (USA)	43	12	29/12/04	81.75	-
Mr. Sukhpal S Sethi	WTD	I.Sc	74	56	05/03/92	81.75	-
Mr. Karanpal Sethi	WTD	B.Sc. Finance & Acct.(USA)	30	9	01/06/09	78.00	-

ANNEXURE 3

DISCLOSURE ABOUT RELATED PARTY TRANSACTIONS: AOC2

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in subsection (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

Sr.No.		
1	Details of contracts or arrangements or transactions not at arm's length basis	
	(a) Name(s) of the related party and nature of relationship	NIL
	(b) Nature of contracts/arrangements/transactions	NIL
	(c) Duration of the contracts / arrangements/transactions	NIL
	(d) Salient terms of the contracts or arrangements or transactions including the value, if any	NIL
	(e) Justification for entering into such contracts or arrangements or transactions	NIL
	(f) Date(s) of approval by the Board	NIL
	(g) Amount paid as advances, if any:	NIL
	(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NIL
2	Details of material contracts or arrangement or transactions at arm's length basis	
	(a) Name(s) of the related party and nature of relationship	PIX Middle East FZC, UAE.
	(b) Nature of contracts/arrangements/transactions	SALE CONTRACT
	(c) Duration of the contracts / arrangements/transactions	1-4-2015 to 31-3-2016
	(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Sale of finished Goods, ₹ 30,438,201
	(e) Date(s) of approval by the Board, if any:	29-05-2015
	(f) Amount paid as advances, if any:	NIL

DISCLOSURE ABOUT RELATED PARTY TRANSACTIONS: AOC2

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in subsection (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

Sr.No.		
1	Details of contracts or arrangements or transactions not at arm's length basis	
	(a) Name(s) of the related party and nature of relationship	NIL
	(b) Nature of contracts/arrangements/transactions	NIL
	(c) Duration of the contracts / arrangements/transactions	NIL
	(d) Salient terms of the contracts or arrangements or transactions including the value, if any	NIL
	(e) Justification for entering into such contracts or arrangements or transactions	NIL
	(f) Date(s) of approval by the Board	NIL
	(g) Amount paid as advances, if any:	NIL
	(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NIL
2	Details of material contracts or arrangement or transactions at arm's length basis	
	(a) Name(s) of the related party and nature of relationship	Pix Transmissions (Europe) Limited, England, Fully owned subsidiary co., Pix Germany GMBH, (Subsidiary company of Pix Transmissions (Europe) Limited.
	(b) Nature of contracts/arrangements/transactions	
	(c) Duration of the contracts / arrangements/transactions	1-4-2015 to 31-3-2016
	(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Sale of finished goods, ₹ 169,047,467
	(e) Date(s) of approval by the Board, if any:	29-05-2015
	(f) Amount paid as advances, if any	NIL

DISCLOSURE ABOUT RELATED PARTY TRANSACTIONS: AOC2

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in subsection (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

Sr.No.		
1	Details of contracts or arrangements or transactions not at arm's length basis	
	(a) Name(s) of the related party and nature of relationship	NIL
	(b) Nature of contracts/arrangements/transactions	NIL
	(c) Duration of the contracts / arrangements/transactions	NIL
	(d) Salient terms of the contracts or arrangements or transactions including the value, if any	NILs

	(e) Justification for entering into such contracts or arrangements or transactions	NIL
	(f) Date(s) of approval by the Board	NIL
	(g) Amount paid as advances, if any:	NIL
	(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NIL
2	Details of material contracts or arrangement or transactions at arm's length basis	
	(a) Name(s) of the related party and nature of relationship	Mr. Sukhpal Singh Sethi Mr. Amarpal Sethi Mr. Sonopal Sethi Mr. Rishipal Sethi Mr. Joe Paul Mr. Karanpal Sethi Ms. Shirley Paul, (Key Management Personnel/ Directors)
	(b) Nature of contracts/arrangements/transactions	Remuneration
	(c) Duration of the contracts / arrangements/transactions	1-4-2015 to 31-3-2016
	(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Remuneration Paid ₹ 50,053,770
	(e) Date(s) of approval by the Board, if any:	29-05-2015
	(f) Amount paid as advances, if any:	NIL

DISCLOSURE ABOUT RELATED PARTY TRANSACTIONS: AOC2

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in subsection (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

Sr.No.		
1	Details of contracts or arrangements or transactions not at arm's length basis	
	(a) Name(s) of the related party and nature of relationship	NIL
	(b) Nature of contracts/arrangements/transactions	NIL
	(c) Duration of the contracts / arrangements/transactions	NIL
	(d) Salient terms of the contracts or arrangements or transactions including the value, if any	NIL
	(e) Justification for entering into such contracts or arrangements or transactions	NIL
	(f) Date(s) of approval by the Board	NIL
	(g) Amount paid as advances, if any:	NIL
	(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NIL

2	Details of material contracts or arrangement or transactions at arm's length basis	
	(a) Name(s) of the related party and nature of relationship	1. Amit Beneficiary Trust 2. R. S. Beneficiary Trust 3. K.S. Beneficiary Trust 4. Prominent Infrastructure Ltd (Enterprises over which relatives of Key Management have influence)
	(b) Nature of contracts/arrangements/transactions	Rent Payment
	(c) Duration of the contracts / arrangements/transactions	1-4-2015 to 31-3-2016
	(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Rent : ₹ 79,53,173/-
	(e) Date(s) of approval by the Board, if any:	29-05-2015
	(f) Amount paid as advances, if any:	NIL

DISCLOSURE ABOUT RELATED PARTY TRANSACTIONS: AOC2

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in subsection (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

Sr.No.		
1	Details of contracts or arrangements or transactions not at arm's length basis	
	(a) Name(s) of the related party and nature of relationship	NIL
	(b) Nature of contracts/arrangements/transactions	NIL
	(c) Duration of the contracts / arrangements/transactions	NIL
	(d) Salient terms of the contracts or arrangements or transactions including the value, if any	NIL
	(e) Justification for entering into such contracts or arrangements or transactions	NIL
	(f) Date(s) of approval by the Board	NIL
	(g) Amount paid as advances, if any:	NIL
	(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NIL
2	Details of material contracts or arrangement or transactions at arm's length basis	
	(a) Name(s) of the related party and nature of relationship	Mr. Sukhpal Singh Sethi Mr. Amarpal Sethi Mr. Sonopal Sethi Mr. Rishipal Sethi Mr. Joe Paul Mr. Karanpal Sethi Ms. Shirley Paul,(Key Management Personnel/ Directors)
	(b) Nature of contracts/arrangements/transactions	Interest, Rent & allowances payment
	(c) Duration of the contracts / arrangements/transactions	1-4-2015 to 31-3-2016
	(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Interest : ₹ 20,730,300 Rent : ₹ 408,100
	(e) Date(s) of approval by the Board, if any:	29-05-2015
	(f) Amount paid as advances, if any:	NIL

ANNEXURE 4

Annual Report on Corporate Social responsibility (CSR) activities for the financial year 2015-16

Sr.No.		
1	Brief outline of company's CSR Policy including overview of projects proposed to be undertaken and a reference to the web link to the CSR Policy and projects and programs and composition of CSR Committee	Refer Sections: (a) Corporate Social Responsibility and (b) Disclosures: CSR&G committee in this Report;
2	Average Net profit of the company for last three financial years	₹ 46,866,634
3	Prescribed CSR expenditure Two percent of the amount mentioned in item No. 2 above	₹ 937,333
4	Details of the CSR spent during the financial year	Amount spent on Education of Blind
	Total Amount to be spent for the financial year	₹ 937,333
	Amount unspent if any	₹ 4,29,000
	Manner in which amount spent during the financial year	Details given below

DETAILS OF THE AMOUNT SPENT ON CSR ACTIVITIES DURING THE FINANCIAL YEAR 2015-16

Sr. No.	CSR Project or Activity identified	Sector in which the project is covered	Project of Program State and district where project was undertaken	Amount of outlay (Budget) Project or programwise	Amount Spent on the project (₹ In Lacs)	Cumulative Expenditure Up to Reporting period 2015-16 ₹ In Lacs	Amount spent direct or through implementing Agency
1	Training and educating children, women, elderly, differently-abled, scholarships, special education and increasing employability	Promoting education, including special education and employment enhancing vocation skills especially children, women, elderly, differently-abled and livelihood enhancement projects	Nagpur-India Direct	9.37	5.08	5.08	Direct
	Total CSR spent			9.37	5.08	5.08	

RESPONSIBILITY STATEMENT:

The Responsibility statement of the Corporate Social Responsibility and Governance (CSR&G) Committee of the Board of Directors of the company is reproduced below:

The implementation and monitoring of Corporate Social Responsibility (CSR) policy is in compliance with CSR objectives and policy of the company.

Amarpal Sethi
Chairman & Managing Director

Rishipal Sethi
Chairman CSR & G Committee

Place: Mumbai

Date: 28.05.2016

ANNEXURE 5

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2016

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L25192MH1981PLC024837
2.	Registration Date	22/07/1981
3.	Name of the Company	PIX TRANSMISSIONS LTD
4.	Category/Sub-category of the Company	Public Limited Company
5.	Address of the Registered office & contact details	J-7, MIDC, HINGNA ROAD, NAGPUR-440016
6.	Whether listed company	Listed
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	LINK INTIME INDIA PRIVATE LIMITED C-13, PANNALAL SILK MILLS COMPOUND L.B.S. MARG, BHANDUP (WEST), MUMBAI-400 078 PHONE-022-25963838 EMAIL: isrl@linktime.co.in

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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	V-BELTS	40103999	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SR. NO.	PARTICULARS	COUNTRY	CIN/GLN	HOLDING/SUBSIDIARY/ ASSOCIATES	% OF SHARES HELD	APPLICABLE SECTION
1	PIX TRANSMISSIONS EUROPE LTD.	U. K.	N. A.	SUBSIDIARY	100	2(87)
2	PIX MIDDLE EAST LTD	U. A. E.	N. A.	SUBSIDIARY	100	2(87)
3	PIX GERMANY LTD	GERMANY	N. A.	SUBSIDIARY	100	2(87)
4	PIX MIDDLE EAST LLC	U. A. E.	N. A.	SUBSIDIARY	100	2(87)
5	PIX QCS LTD	IRELAND	N. A.	ASSOCIATES	50	2(6)

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

i. Category-wise Share Holding

CATEGORY OF SHAREHOLDERS		NO OF SHARES HOLD AS AT 31.03.2015				NO OF SHARES HOLD AS AT 31.03.2016				% OF CHANGE
CODE	PARTICULARS	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	% CHANGE DURING THE YEAR
(A)	Promoter and Promoter Group									
1	Indian									
(a)	Individuals/Hindu Undivided Family	8248102	0	8248102	60.54	8296490	0	8296490	60.89	0.36
(b)	Central Govt. or State Govt.									
(c)	Bodies Corporates									
(d)	Banks / FI									
(e)	Any Other									
	Sub Total (A)(1)	8,248,102	0	8248102	60.54	8,296,490	0	8,296,490	60.89	0.36
2	Foreign									
(a)	Individuals (Non-Resident Individuals /Foreign Individuals)	0	0	0	0	0	0	0	0.00	0.00
(b)	Other Individual			0	0			0	0.00	
(c)	Bodies Corporate			0	0			0	0.00	
(d)	Banks / FI			0	0			0	0.00	
(e)	Any Other			0	0			0	0.00	
	Sub Total (A)(2)	0	0	0	0	0	0	0	0.00	0.00
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	8,248,102	0	8248102	60.54	8,296,490	0	8,296,490	60.89	0.36
(B)	Public shareholding									
1	Institutions									
(a)	Mutual Funds/UTI	0	0	0	0.00			0	0.00	0.00
(b)	Financial Institutions/Banks	0	2,400	2400	0.02	0	2,400	2,400	0.02	0.00
(c)	Central Government/State Government(s)	0	0	0	0.00			0	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0.00			0	0.00	0.00
(e)	Insurance Companies	0	0	0	0.00			0	0.00	0.00
(f)	Foreign Institutional Investors	0	0	0	0.00			0	0.00	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0.00			0	0.00	0.00
(h)	Qualified Foreign Investors	0	0	0	0.00			0	0.00	0.00
(i)	Any Other (specify)	0	0	0	0.00			0	0.00	0.00
	Sub Total (B) (1)	0	2400	2400	0.02	0	2400	2400	0	

CATEGORY OF SHAREHOLDERS		NO OF SHARES HOLD AS AT 31.03.2015				NO OF SHARES HOLD AS AT 31.03.2016				% OF CHANGE
CODE	PARTICULARS	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	% CHANGE DURING THE YEAR
2	Non-institutions									
(a)	Bodies Corporate	919,057	17100	936157	6.87	720,163	19700	739863	5.43	(1.44)
(b)	(i) Individuals-shareholders holding nominal share capital up to Rs 1 Lakh	2,037,321	1127110	3164431	23.22	2,115,260	1112435	3227695	23.69	0.47
	(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	1,009,751	0	1009751	7.41	835,415		835415	6.13	(1.28)
(c)	Any Other	261,684	2,675	264359	1.94	523,262	2,675	525937	3.86	1.92
	Sub Total (B)(2)	4227813	1146885	5374698	39.45	4194100	1132210	5326310	39.09	
	Total Public Shareholding Public Group (B)=(B)(1)+(B)(2)	4227813	1149285	5377098	39.46	4194100	1134610	5328710	39.11	
	Total (A)+(B)	12475915	1149285	13625200	100.00	12490590	1134610	13625200	100.00	
(C)	Shares held by custodians and against which Depository Receipts have been issued									
	GRAND TOTAL (A)+(B)+(C)	12475915	1149285	13625200	100.00	12490590	1134610	13625200	100	0

ii. Shareholding of Promoter-

SN	Shareholder's Name	Shareholding as at 01.04.2015			Shareholding as at 31.03.2016			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of total Shares of the company	No. of Shares	% of total Shares of the company	% of total Shares of the company	
1	Mr. Sukhpal S Sethi	853645	6.26	NIL	857145	6.29	NIL	0.03
2	Mr. Amarpal Sethi	1008325	7.40	NIL	1023375	7.51	NIL	0.11
3	Mr. Sonopal Sethi	1498295	11.00	NIL	1507208	11.06	NIL	0.06
4	Mr. Rishipal Sethi	1154807	8.48	NIL	1161857	8.53	NIL	0.05
5	Karanpal Sethi	961360	7.06	NIL	970805	7.13	NIL	0.07
6	Mrs. Nirmal Sethi	959212	7.04	NIL	959212	7.04	NIL	0
7	Mrs. Davinder Sethi	654057	4.80	NIL	656857	4.82	NIL	0.02
8	Mrs. Inderjeet Sethi	841901	6.18	NIL	843531	6.19	NIL	0.01
9	Mrs. Kamalpreet Sethi	222700	1.63	NIL	222700	1.63	NIL	0
10	Mrs. Saba Sethi	93800	0.69	NIL	93800	0.69	NIL	0
	Total	8248102	60.54	0	8296490	60.90	0	0.36

iii. Change in Promoters' Shareholding (please specify, if there is no change)

SN	Particulars	Shareholding as at 01.04.2015		Cumulative Shareholding during 01.04.2015 to 31.03.2016	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year Date wise Increase /	7919518	58.12	8248102	60.54
	Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	328584	2.42	48388	0.36
	At the end of the year	8248102	60.54	8296490	60.90

**iv. Shareholding Pattern of top ten Shareholders:
(Other than Directors, Promoters and Holders of GDRs and ADRs):**

SN	Top 10 Shareholders*	Shareholding as at 31.03.2015		Shareholding as at 31.03.2016	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ARCADIA SHARE & STOCK BROKERS PVT LTD	370100	2.7163	332387	2.44
2	RAJYOG SHARE AND STOCK BROKERS LTD	295303	2.1673	282919	2.08
3	SHASHANK S KHADE	162857	1.1953	162857	1.20
4	RAJARAM MADANLAL KATARUKA	111891	0.8212	111891	0.82
5	GIRDHARI P ROHIRA	50000	0.367	83859	0.62
6	SATPAL SINGH SETHI	90160	0.6617	73962	0.54
7	MEENAKSHI RAJENDRA MEHTA	70000	0.5138	70000	0.51
8	RAJPAL SETHI	45485	0.3338	36750	0.27
9	VINEET SETHI	300	0.0022	36750	0.27
10	KUNVERJI NANJI KENIA	34848	0.2558	34848	0.26

* The shares of the company are traded on a daily basis and hence the date wise increase / decrease in shareholding is not indicated.

v. Shareholding of Directors and Key Managerial Personnel:

Sr No.	Folio / Beneficiary Account No.	Name of The Shareholder	Date	Reason	Shareholding As at 01.04.2015		Cumulative Shareholding during 01.04.2015 to 31.03.2016	
1	'IN30048410069000	Sukhpal S Sethi	1-April-15	At the Beginning of the year	846645	6.13		
			31-Mar-16	At the end of the year			*850145	6.24
2	'IN30036021886783	Sukhpal S Sethi	1-April-15	At the Beginning of the year	7000	0.05		
			31-Mar-16	At the end of the year			7000	0.05
3	'IN30048412744089	Singh Rishipal Sethi	1-April-15	At the Beginning of the year	958617	7.04		
			31-Mar-16	At the end of the year			*965667	7.09
4	'IN30048412750230	Singh Rishipal Sethi	1-April-15	At the Beginning of the year	103300	0.76		
			31-Mar-16	At the end of the year			103300	0.76
5	'IN30051316198659	Singh Rishipal Sethi	1-April-15	At the Beginning of the year	47712	0.35		
			31-Mar-16	At the end of the year			47712	0.35
6	'IN30018312515994	Rishipal Sethi	1-April-15	At the Beginning of the year	45178	0.33		
			31-Mar-16	At the end of the year			45178	0.33
7	'IN30048410068953	Amarpal Sethi	1-April-15	At the Beginning of the year	904525	6.55		
			31-Mar-16	At the end of the year			*919575	6.75
8	'IN30036021859240	Amarpal Sethi	1-April-15	At the Beginning of the year	103800	0.76		
			31-Mar-16	At the end of the year			103800	0.76
9	'IN30048412755916	Karanpal Sethi	1-April-15	At the Beginning of the year	926184	6.80		
			31-Mar-16	At the end of the year			*935629	6.87
10	IN30154917583043	Karanpal Sethi	1-April-15	At the Beginning of the year	35176	0.26		
			31-Mar-16	At the end of the year			35176	0.26
11	'IN30048410102530	Sonopal Singh Sethi	1-April-15	At the Beginning of the year	1284514	9.43		
			31-Mar-16	At the end of the year			1284514	9.43
12	'1201260000170700	Sonopal Sethi	1-April-15	At the Beginning of the year	213781	1.42		
			31-Mar-16	At the end of the year			*222694	1.63
13	'IN30075711201281	Joe Paul	1-April-15	At the Beginning of the year	22825	0.17		
			31-Mar-16	At the end of the year			22825	0.17
14	IN30088814243009	Shirley Paul	1-April-15	At the Beginning of the year	151515	1.11		
			31-Mar-16	At the end of the year			158621	1.16

*The difference in the holding is due to shares bought during the year

V) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(₹ in Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	10019.77	2241.43	0	12261.20
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	10019.77	2241.43	0	12261.20
Change in Indebtedness during the financial year				
* Addition	0	35.20	0	35.20
* Reduction	477.65	0	0	-477.65
Net Change	-477.65	35.20	0	-442.45
Indebtedness at the end of the financial year				
i) Principal Amount	9542.12	2276.63	0	11818.75
ii) Interest due but not paid	0	0	0	
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	9542.12	2276.63		11818.75

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

(₹ in Lacs)

Sr. No	Particulars Of Remuneration	Name of MD/WTD/ Manager							Total Amount
		Amarpal Sethi	Sonepal Sethi	Rishipal Sethi	Sukhpal Sethi	Karanpal Sethi	Joe Paul	Shirley Paul	
1	Gross salary	86.25	81.75	81.75	81.75	78.00	44.16	46.88	500.54
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961								
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-	-	-	-	-
2	Stock Option	-	-	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-	-	-	-	-	-
5	Others, please specify	-	-	-	-	-	-	-	-
	Total (A)	86.25	81.75	81.75	81.75	78.00	44.16	46.88	500.54
	Ceiling as per the Act	10% of the Profit calculated as per Section 198 of the Companies Act, 2013.(Remuneration paid to Executive Directors as per Special Resolution passed at 33rd AGM of the company)							117.01

B. Remuneration to other directors

(₹ in Lacs)

Sr. No.	Particulars of Remuneration	Fee for attending board / committee meetings	Commission	Others, please specify	Total Amount
1	Independent Directors				
	Mr. Aqueel A Mulla	0.56	-	-	0.56
	Mr. Pradeep Havnur	0.56	-	-	0.56
	Mr. Haresh Eidhani	0.56	-	-	0.56
	Mr. Mohd. Adil Ansari	0.56	-	-	0.56
	Mr. Prakash Chand Khasgiwala	0.56	-	-	0.56
	Mr. Nigel Savio Lobo	0.56	-	-	0.56
	Dr. Manoj Mohan Sajnani	0.00	-	-	0.00
	Total (1)	3.36	-	-	3.36
2	Other Non-Executive Directors	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	3.36	-	-	3.36
	Total Managerial Remuneration	3.36	-	-	3.36
	Overall Ceiling as per the Act	Ceiling as per the Act (@ 1% of Profit calculated u/s 198 of the Companies Act 2013)			11.70

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

(₹ in Lacs)

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS Shybu Varghese	*CFO Karanpal Sethi	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	10.66	-	10.66
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	0.15	-	0.15
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	10.81	-	10.81

* Mr. Karanpal Sethi has not been paid any remuneration as CFO

ANNEXURE 6

FORM NO. MR -3

SECRETARIAL AUDIT REPORT

[Pursuant to section 204(1) of the Companies Act, 2013 and
Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2016

To
The Members of
M/s PIX TRANSMISSIONS LIMITED

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. PIX TRANSMISSIONS LIMITED (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the financial year commencing from 1st April, 2015 and ended 31st March, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board process and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. PIX TRANSMISSIONS LIMITED ("The 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 there under as applicable
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment (FDI) Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulation and Guidelines prescribed under The Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a) The Securities and exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 effective from 1st December, 2015
 - b) The Securities and exchange Board of India (Substantial Acquisition of Shares and takeovers) Regulation, 2011
 - c) The Securities and exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 2015;
 - d) The Securities and exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation 2009 **(Not applicable during audit period)**
 - e) The Securities and exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 **(Not applicable during audit period)**
 - f) The Securities and exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable during audit period)**
 - g) The Securities and exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.

h) The Securities and exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**Not applicable during audit period**)

vi. The Company has complied with following other applicable laws during the period under review:

- i) The Factories Act, 1948
- ii) Environment Protection Act, 1986
- iii) Water(Prevention & Control of Pollution) Act 1974 and rules there under
- iv) Air (Prevention & Control of Pollution) Act 1974 and rules there under
- v) Hazardous Wastes (Management & Handling) Rules 1989 and Amendment Rules, 2003
- vi) The Petroleum Act, 2002
- vii) The Indian Boiler Act, 1973
- viii) Manufacture, storage and Import of Hazardous Chemicals Rules, 1989
- ix) The Payment of Wages Act, 1936
- x) Employees Provident Fund Miscellaneous Provisions Act, 1952

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

- i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- ii) The Listing Agreements entered into by the Company with Stock Exchange(s) and SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015

During the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards etc. as mentioned **above except that company has spent only Rs.5.08 Lacs on CSR activities out of the total amount of Rs.9.37 Lacs during the year under review.**

I further report that:

The Board of Director 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.

As per the Minutes of the meeting duly recorded and signed by the Chairman, the decisions of the Board were unanimous and there were no dissenting.

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.

For S. D. BARGIR & CO
Company Secretaries

Sd/-

(S D Bargir)

FCS No.3745, CP.NO.8445

Place: Mumbai

Date: 28-05-2016

To,

The Members,

M/s. PIX TRANSMISSIONS LIMITED,

My 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. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I 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. My examination was limited to the verification of procedure 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.

For S.D. BARGIR &CO
Company Secretaries

Sd/-

(S D Bargir)

FCS No.3745, CP.NO.8445

Place: Mumbai

Date: 28-05-2016

**ANNEXURE 7
CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, AND FOREIGN EXCHANGE EARNING AND
OUTGO ETC:**

Information on conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo required to be disclosed under Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are provided hereunder:

Sr. No.	Steps for Energy Conservation	Measure for Energy Conservation
A	Conservation of Energy :	Energy conservation continues to receive priority attention at all levels. All efforts are made to conserve and optimize use of energy with continuous monitoring, improvement in maintenance and distribution systems and through improved operational techniques.
(i)	the steps taken or impact on :	
(ii)	conservation of energy the steps taken by the company for	
(iii)	Utilizing alternate sources of energy the capital investment on energy conservation equipments;	
(B)	Technology absorption :	
(i)	the efforts made towards technology absorption	Updation of Technology is a continuous process, absorption implemented and adapted by the Company for innovation .Efforts are continuously made to develop new products required in the Rubber Industry.
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	The Company has been able to successfully indigenize the tooling to a large extent and successfully developed new products by virtue of technology absorption, adaptation and innovation.
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)(a) the details of technology imported(b) the year of import; (c) whether the technology been fully absorbed(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	Not Applicable
(iv)	the expenditure incurred on Research and Development.	Not Applicable

(B) Expenditure on R& D

(₹ In lakhs)

Sr.No.	Particulars	2015-16	2014-15
A	Capital	0	0
B	Recurring	0	0
C	Total	0	0
D	Total R&D expenditure as a percentage of total turnover	0	0

(C) Foreign exchange earnings and Outgo:

The Foreign Exchange outgo and foreign exchange earned by the Company during the year are detailed in Note No. 44, 45 and 46 of other Notes to the Financial Statements.

Management Discussion and Analysis

a) FORWARD LOOKING STATEMENT:

The report contains forward looking statements, identified by words like plans, will expect, will anticipate, intends, estimates, projects and so on. All statements that address expectations or projections about the future, but not limited to the company's strategy for growth, product development, market position, expenditure and financial results are forward looking statements. They are based on certain assumption and expectation of future events, the company cannot guarantee that these are accurate or will be realized. The company's actual results, performance or achievement could thus differ from those projected in any forward looking statements. The company assumes no responsibility to publicly amend, modify or revise any such statement on the basis of subsequent development, information or events.

b) OVERVIEW OF THE ECONOMY:

The year 2015-16 commenced with hopes of economic recovery. The progress of the corporate sector is encouraging. The international market is looking optimistic. The global economic recovery is gaining momentum. India's economy is poised to return to its high growth path. Monetary policy is likely to be supportive with the Reserve Bank of India having moved to flexible inflation targeting. Despite the currency fluctuation losses due to volatility in dollar rate, the working of the company remained reasonable and satisfactory.

c) REVIEW OF OPERATION

Total Turnover (net of excise) for the year under review is ₹ 20565.37 Lacs. The profit before interest and depreciation and tax is ₹ 3440.17 Lacs. The profit before tax from operations is ₹ 608.48 Lacs after providing ₹ 1628.94 Lacs for Interest and ₹ 1202.75 Lacs for Depreciation.

With the rate of interest still high compared to the global standards, there is a further scope to reduce the interest rate and the growth of the corporate sector will depend much upon the availability of credit at the right time and right price. Though it is expected that softening commodity prices and stimulus packages would have a positive impact on the industrial production in the months ahead, the economic recovery on a sustainable basis requires a revival of the global economy. The order position is good and company expected reasonable growth in turnover and profitability. With the expectation of an improvement in the market conditions for rubber and automobile products during the year, the Company will endeavor to perform better than last year. Government of India's 'Make in India' program is expected to give a significant boost to the Indigenous Manufacturers.

d) CORPORATE GOVERNANCE

Corporate Governance sets forth guidelines for maintaining and sustaining a transparent, information oriented culture wherein authority and responsibilities are co-existent and co-extensive. It also provides guidelines on accountability of various positions within the organization. These values govern not only the Board of Directors, but also the management and the employees of the Company. This Governance protects and balances the interests of all stakeholders thereby enhancing shareholder value.

e) INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

Management has put in place effective Internal Control Systems to provide reasonable assurance for

- Safeguarding Assets and their usage.
- Maintenance of Proper Accounting Records and
- Adequacy and Reliability of the information used for carrying on Business Operations.

Key elements of the Internal Control Systems are as follows:

- (i) Existence of Authority Manuals and periodical updating of the same for all Functions.
- (ii) Existence of clearly defined organizational structure and authority.
- (iii) Existence of corporate policies for Financial Reporting and Accounting.
- (iv) Existence of Management information system updated from time to time as may be required.
- (v) Existence of Annual Budgets and Long Term Business Plans.
- (vi) Existence of Internal Audit System.
- (vii) Periodical review of opportunities and risk factors depending on the Global / Domestic Scenario and to undertake measures as may be necessary.

The Company has appointed an Independent Auditor to ensure compliance and effectiveness of the Internal Control Systems in place.

The Audit Committee is regularly reviewing the Internal Audit Reports for the auditing carried out in all the key areas of the operations. Additionally the Audit Committee approves all the audit plans and reports for significant issues raised by the Internal and External Auditors. Regular reports on the business development, future plans and projections are given to the Board of Directors. Internal Audit Reports are regularly circulated for perusal of Senior Management for appropriate action as required.

Normal foreseeable risks of the Company's assets are adequately covered by comprehensive insurance. Risk assessments, inspections and safety audits are carried out periodically.

f) FINANCIAL AND OPERATIONAL PERFORMANCE:

The Highlights of Financial Operational Performance are given below: (₹ In Lacs)

Sr. No.	Particulars	2015-16	2014-15
1	Sales / income from operations	21775.68	20363.30
2	Other Income	318.14	262.02
3	Total Expenditure (Before interest)	19795.29	16960.02
4	Profit Before Interest	2298.52	2475.37
5	Current Tax and Deferred Tax	303.55	257.54
6	Operating Margin %	10.53	12.15
7	Profit / (Loss) After Tax	366.03	344.89
8	Return on Average Capital Employed % Before interest and tax	10.53	17.90
9	No. of Months Receivables (Receivables / Sales)	3.61	3.56
10	Current Ratio	1.21	1.33

g) HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS:

The Company has constituted an Internal Complaint Committee (ICC) in pursuant to the provisions of Companies Act, 2013 for prevention, prohibition and redressal of complaints / grievances on the sexual harassment of women at work

places. The Company continued the welfare activities for the employees, which include Medical Care, Group Insurance, and Canteen Facility. To enrich the skills of employees and enrich their experience, the Company arranges, Practical Training Courses by Internal and External Faculty.

During the year under review company employed 1021 workers in all its plants located at different places at Nagpur.

h) CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis and Directors Report describing the Company's strengths, strategies, projections and estimates, are forward-looking statements and progressive within the meaning of applicable laws and regulations. Actual results may vary from those expressed or implied, depending upon economic conditions, Government Policies and other incidental factors. Stakeholders are cautioned not to place undue reliance on the forward looking statements.

For and on behalf of the Board of Directors

Place: Mumbai
Date: 28.05.2016

Amarpal Sethi
Chairman and Managing Directors

REPORT ON CORPORATE GOVERNANCE**1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE :**

The Company's philosophy on Corporate Governance has been developed with a tradition of fair and transparent governance. The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder's expectations. Your company has fulfilled requirements of clause 49 of the listing agreement and all the existing guidelines under Regulation 17 to 27 of the listing Regulation.

Appropriate Governance Structure with defined roles and responsibilities:

The company has put in place an integral governance structure with defined roles and responsibilities of every constituents of system. The company's shareholders appoint the Board which in turn governs the company. The Board has established five committees to discharge its responsibilities in an effective manner. The company secretary acts as the secretary of all the committees of the Board constituted under Companies Act, 2013 and rules made there under. The Chairman and Managing Director (CMD) provide overall direction and guidance to the Board. The CMD is assisted by six executive directors and a core group of senior level executives

Board Leadership

The Board is comprised with 50% executive directors and 50% non executive independent directors. The enlighten Board consists of executive and independent directors helps in creating Board culture and quality governance. The company has defined guidelines and an established framework for the meetings of the Board and Committees. These guidelines help in better decisions making process at the meetings of Board and Committees.

Ethics/Governance Policies:

At Pix, we try to conduct our business and strengthen our relationship in a manner that is dignified, distinctive and responsible. We follow the ethical standard to the optimum level to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. We have adopted various codes and policies to carry out our duties in an ethical manner. Following are the policies and codes adopted by the company:

- Code of conduct
- Code of conduct for Prohibition of Insider Trading
- Vigil Mechanism and Whistle Blower Policy
- Policy on Materiality of related Party Transactions and on Dealing with Related Party Transactions
- Corporate Social Responsibility Policy
- Remuneration Policy for Directors, Key Managerial Personnel and other employees
- Policy for Determining Material events
- Policy on document presentation
- Archival Policy

Audit and internal checks and balances:

The statutory audit of the company is done by equally competent Chartered Accountants, M/s S.C Bandi & Co, Mumbai. The company has an internal audit cell acting as independent internal auditors that regularly reviews internal control and operating systems and procedures. The company is planning to establish a legal cell to ensure compliances of industrial and labour laws, taxation laws, corporate and securities laws and health and safety and environment regulations. The efficient and ever alert internal control system ensures optimal use and protection of assets; facilitate accurate and timely compilation of financial statements and compliance with statutory laws and regulations,

Observance of Secretarial Standards issued by the Institute of Company Secretaries of India:

The company has complied with the Secretarial Standards SS-1 and SS-2 issued by the Institute of Company Secretaries of India and made applicable to the company effective from 1st July, 2015. The company in its endeavor tries to adopt and practice other Secretarial Standards and Guidelines issued by the Institute for better corporate governance.

2. BOARD OF DIRECTORS :

a) Composition and category of directors as on March 31 , 2016

Sr.No.	Name of the Director	Category
1	Mr. Amarpal Sethi - Chairman & Managing Director	Executive Promoter Director
2	Mr. Sonopal Sethi - Jt. Managing Director	Executive Promoter Director
3	Mr. Rishipal Sethi - Jt. Managing Director	Executive Promoter Director
4	Mr. Sukhpal Singh Sethi – Whole time Director	Executive Promoter Director
5	Mr. Karanpal Sethi – Whole time Director	Executive Promoter Director
6	Mr. Joe Paul – Whole time Director	Executive Director
7	Ms. Shirley Paul – Whole time Director	Executive Director
8	Mr. Haresh Eidnani	Independent Non-Executive Director
9	Mr. Pardeep Havnur	Independent Non-Executive Director
10	Mr. Aqueel A. Mulla	Independent Non-Executive Director
11	Mr. Mohammad Adil Ansari	Independent Non-Executive Director
12	Mr. Nigel Savio Lobo	Independent Non-Executive Director
13	Mr. Prakash Chand Khasgiwala	Independent Non-Executive Director
14	Dr. Manoj Mohan Sajnani	Independent Non-Executive Director

Attendance of Directors at Board Meetings and Last AGM

The meetings of the Board of Directors are scheduled well in advance and generally held at Mumbai. The notice convening the meeting and the detailed agenda is sent at least seven days in advance to all the Directors. The Board meets at least once a quarter to review the quarterly performance and financial results. The details of directors' attendance in board meetings during the year as under:

Name of the Director	No. of Board Meetings held	No. of Board Meeting attended	Attendance at the last Annual General Meeting
Mr. Amarpal Sethi	9	8	Yes
Mr. Sonopal Sethi	9	9	Yes
Mr. Rishipal Sethi	9	9	Yes
Mr. Sukhpal Singh Sethi	9	9	Yes
Mr. Karanpal Sethi	9	9	No
Mr. Joe Paul	9	9	Yes
Ms. Shirley Paul	9	9	Yes
Mr. Haresh Eidnani	9	7	Yes
Mr. Pardeep Havnur	9	7	Yes
Mr. Aqueel A. Mulla	9	7	Yes
Mr. Mohammad Adil Ansari	9	7	Yes
Mr. Nigel Savio Lobo	9	7	No
Mr. Prakash Chand Khasgiwala	9	7	No
Dr. Manoj Mohan Sajnani	9	1	No

b) Membership / Directorship in other Boards and Board Committees

Name of the Director	No. of Directorship in other boards as on 31.03.2016 [Refer note below]*	No. of memberships in other board committee as on 31.03.2016[Refer note below]**
Mr. Amarpal Sethi	3***	-
Mr. Sonopal Sethi	3***	-
Mr. Rishipal Sethi	3***	-
Mr. Sukhpal Singh Sethi	-	-
Mr. Karanpal Sethi	1***	-
Mr. Joe Paul	-	-
Ms. Shirley Paul	-	-
Mr. Hareesh Eidnani	-	-
Mr. Pardeep Havnur	-	-
Mr. Aqueel A. Mulla	-	-
Mr. Mohammad Adil Ansari	-	-
Mr. Nigel Savio Lobo	-	-
Mr. Prakash Chand Khasgiwala	-	-
Dr. Manoj Mohan Sajnani	-	-

* Excludes Directorship in Indian Private Limited Companies and membership of managing committee of various bodies.

** Board Committees include chairmanship / membership of Audit committees, Stakeholders Relationship Committee and Nomination and remuneration committee other than Pix Transmissions Limited.

*** Mr. Amarpal Sethi, Mr. Sonopal Sethi and Mr. Rishipal Sethi and Mr. Karanpal Sethi are Directors on behalf of M/s. Pix Transmissions Limited in Pix Transmissions Europe Limited subsidiary Company, registered in U.K.

Mr. Amarpal Sethi, Mr. Sonopal Sethi and Mr. Rishipal Sethi are Directors on behalf of M/s. Pix Transmissions Limited in Pix QCS Limited, Ireland which is a Joint Venture Company, registered in U.K.

Mr. Amarpal Sethi, Mr. Sonopal Sethi and Mr. Rishipal Sethi are Directors on behalf of M/s. Pix Transmissions Limited in M/s. Pix Middle East FZC, UAE., a subsidiary company registered in

Non-Executive Directors are eminent professionals with experience in management, finance and law, who bring a wide range of skills and experience to the Board.

c) Number of Board Meetings :

During the year ended March 31, 2016, The Board of Directors met nine times on following dates:

29th May 2015 , 12th August 2015 , 14th November 2015 , 22nd December 2015, 4th January 2016, 13th February 2016, 23rd February 2016, 18th March 2016 and 23rd March 2016 .

d) Selection of Independent directors

The company has constituted Nomination and Remuneration Committee for appointment of independent directors on the Board of the company. The committee inter alia considers qualification, positive attributes, area of expertise and no. of directorship and membership held in various committees of other companies. The Board considers the committee's

recommendation and takes appropriate decision. Every independent Director at the first meeting of Board in which he / she participates as a Director and thereafter at every first meeting of the Board in every financial year gives a declaration that he/she meets with the criteria of independence as provided under law.

e) Independent Directors Meeting :

During the year under review, the Independent Directors met on 23rd March, 2016, inter alia, to discuss:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as a Whole.
2. Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non Executive Directors.
3. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the independent Directors except Dr. Manoj Mohan Sajnani were present at the meeting.

f) Directors Induction and Familiarization program

The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company. The provision of an appropriate induction program for new Directors and ongoing training for existing directors is a major contributor to the maintenance of high Corporate Governance standards of the Company. The Independent Directors, from time to time request management to provide detailed understanding of any specific project, activity or process of the Company. The management provides such information and training either at the meeting of Board of Directors or otherwise. The induction process is designed to:

- a. Familiarize with the nature of Business of the Company.
- b. Roles and Responsibilities.
- c. Nature of industry including competition/export potential.
- d. The business model and Corporate Plans [Long Term and Short Term] of the Company

The details of Directors' induction and familiarization programs are available on the Company's website at www.pixtrans.com .

g) Code of Conduct;

The company has in place a comprehensive Code of Conduct applicable to all the employees and on Executive Directors including Independent Directors. The code is applicable to Non - Executive Directors including Independent Directors to such an extent as may be applicable to them depending on their roles and responsibilities. The code gives guidance and support needed for ethical conduct of business and compliance of law. A copy of the Code has been posted on the website of the company www.pixtrans.com. The code is circulated to the Directors and management personnel and its compliance is affirmed by them annually.

3. AUDIT COMMITTEE

Terms of Reference

Apart from all the matters provided in Regulation 18 of Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 and section 177 of the Companies Act 2013, the Audit committee reviews reports of the internal auditor, meets statutory auditors as and when required and discusses their findings, suggestions, observations and other related matters. It also reviews major accounting policies followed by the company.

Composition

The Audit Committee comprises of the following executive and non-executive independent members of the Board:

Name	Designation	Category
Mr. Mohammad Adil Ansari	Chairman	Non-executive independent director
Mr. Amarpal Sethi	Member	Executive director
Mr. Pardeep Havnur	Member	Non-executive independent director
Mr. Haresh Eidnani	Member	Non-executive independent director

The Company Secretary acts as the secretary to the Audit Committee. The statutory auditor also attends the Audit Committee meetings.

Meetings and Attendance

During the year ended 31st March 2016, Audit committee met four times on the following dates:

29th May 2015, 12th August 2015, 14th November 2015 and 13th February 2016.

Attendance of members in above meetings are as under :

Name of the Member	No. of Meetings held during the year	No. of Meetings attended
Mr. Mohammad Adil Ansari	4	4
Mr. Amarpal Sethi	4	3
Mr. Pardeep Havnur	4	4
Mr. Haresh Eidnani	4	4

4. NOMINATION AND REMUNERATION COMMITTEE

Terms of Reference

Nomination and Remuneration committee formulates the policy for appointment of Executive, Non-Executive and Independent Directors to the Board , determines / recommend all elements of remuneration package of all the Executive Directors, i.e. salary, benefits, bonuses, stock options, pension etc on the basis of adopted policy. It also carries out evaluation of each Director's performance and performance of the Board as a whole.

Composition

The Nomination and Remuneration Committee comprises of the following non-executive independent members of the Board:

Name	Designation	Category
Mr. Pardeep Havnur	Chairman	Non-executive independent director
Mr. Haresh Eidnani	Member	Non-executive independent director
Mr. Aqueel A. Mulla	Member	Non-executive independent director

Meetings and Attendance

During the year ended 31st March 2016, Nomination and Remuneration committee met one time on the following date:

29th May 2015.

Attendance of members in above meetings is as under:

Name of the Member	No. of Meetings held during the year	No. of Meetings attended
Mr. Pardeep Havnur	1	1
Mr. Hareesh Eidnani	1	1
Mr. Aqueel A. Mulla	1	1

Remuneration Policy

The current remuneration policy adopted by Nomination and Remuneration committee takes care of selection of Directors on the board and has defined criteria for determining their remuneration .The ultimate objective of formulating and adopting remuneration policy is to provide best talent to the board with market competitive total reward opportunity.

The remuneration policy has defined criteria for identifying, screening, recruiting and recommending candidates for election as an Executive or Non-executive Director on the Board.

The major criteria for the appointment to the board are as follows:

1. Qualification, Expertise and Experience in specific areas of business.
2. Diversity of the board having expertise in the field of Manufacturing, Marketing, Finance and Taxation, Law, Governance and General Management.
3. Composition of the board with optimal balance of Executive and Non-Executive Directors consistent with the requirements of law.

The major criteria for the reward / remuneration are as follows:

1. Transparent, fair and consistent reward framework.
2. Relationship of reward with performance.
3. Competitive and reasonable level of remuneration to attract, retain and motivate best talent on board.

The detailed policy on remuneration of Directors, Key Managerial Personnel and Senior Management is displayed on the website of the company at www.pixtrans.com

Remuneration to Directors:

Details of remuneration paid to directors during the financial year 2015-16 are as under:

a) Promoter Directors :

(₹ in lacs)

Name of Director	Salary	LTA	Bonus	Leave Encashment	Perquisites	Total
Mr. Amarpal Sethi	69.00	11.50	5.75	-	-	86.25
Mr. Sukhpal Singh Sethi	65.40	10.90	5.45	-	-	81.75
Mr. Sonopal Sethi	65.40	10.90	5.45	-	-	81.75
Mr. Rishipal Sethi	65.40	10.90	5.45	-	-	81.75
Mr. Karanpal Sethi	62.40	10.40	5.20	-	-	78.00

a) Executive Director :

(₹ in lacs)

Name of Director	Salary	LTA	Bonus	Leave Encashment	Perquisites	Total
Mr. Joe Paul	41.01	2.10	1.05	-	-	44.16
Ms. Shirley Paul	40.55	1.97	.98	3.37	-	46.87

b) Independent Non-Executive Directors :

(₹ in lacs)

Name of Director	Commission	Sitting fee
Mr. Hareesh Eidnani	Nil	0.56
Mr. Pardeep Havnur	Nil	0.56
Mr. Aqueel A. Mulla	Nil	0.56
Mr. Mohammad Adil Ansari	Nil	0.56
Mr. Nigel Savio Lobo	Nil	0.56
Mr. Prakash Chand Kasgiwala	Nil	0.56
Mr. Manoj Mohan Sajnani	Nil	0.00

Performance evaluation criteria of Independent Directors

The Nomination and Remuneration Committee of the Company approved a Evaluation Policy during the year, which was adopted by the Board of Directors. The policy provides for evaluation of the Board, the Committees of the Board and individual Directors, including the Chairman of the Board. The Policy provides that evaluation of the performance of the Board as a whole; Board Committees and Directors shall be carried out on an annual basis. The performance evaluation of the Independent Directors was carried out by the entire board .The performance evaluation criteria of Independent Directors are as under:

- Attendance and participations in the meetings.
- Raising of concerns to the Board.
- Safeguard of confidential information.
- Rendering independent, unbiased opinion and resolution of issues at meetings.
- Initiative in terms of new ideas and planning for the Company.

- f. Safeguarding interest of whistle-blowers under vigil mechanism.
- g. Timely inputs on the minutes of the meetings of the Board and Committee's, if any

5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

This Committee comprises the following executive and non-executive independent members of the Board;

Mr. Haresh Eidnani	Chairman
Mr. Sukhpal Singh Sethi	Member
Mr. Sonopal Sethi	Member
Mr. Aqueel A Mulla	Member

The company has a large number of shareholders and this committee meets regularly to approve transfer of shares, splitting and consolidation of shares, issuance of duplicate shares and review/redress shareholder complaints.

Mr. Shybu Varghese, Company Secretary acts as compliance officer of the company.

During the year ended 31.03.2016, 137 complaints/queries were received. There were no complaints/queries pending for reply. There were no Share transfers pending for Registration for more than 15 days as on the said date.

6. CORPORATE SOCIAL RESPONSIBILITY & GOVERNANCE COMMITTEE:

Composition of the Committee:

Name of the Director	Designation
Mr. Rishipal Sethi	Joint Managing Director
Mr. Joe Paul	Whole-time Director
Mr. Aqueel A Mulla	Independent Director

The committee's prime responsibility is to assist the Board in discharging its social responsibilities by way of formulating and monitoring implementation of the framework of corporate social responsibility policy. The Board has also empowered the committee to look into the matter related to sustainability and overall governance.

During the year the Corporate Social Responsibility & Governance Committee met thrice on 29.05.2015, 14.11.2015 & 23.03.2016 and all members of committee were present in the meetings.

Terms of references of the Committee, inter alia includes the following:

- To formulate and recommend to Board a Corporate Social Responsibility (CSR) policy
- Indicating activities to be undertaken in compliance of the provisions of the Companies Act, 2013 and rules made there under
- Recommend the amount of expenditure to be spent on CSR activities
- Monitoring the implementation of CSR policy from time to time
- To approve Corporate Sustainability report and oversee the implementation of sustainability activities
- To ensure compliance with corporate governance norms as laid down under Listing Agreement with Stock Exchange, Companies Act, and other statutes or any modification or re-enactment thereof.

7. RISK MANAGEMENT COMMITTEE :

The Risk Management Committee was constituted by the Board in pursuance to the requirement of Companies Act,

2013 and Regulation 21 of Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015. The committee implements and monitors Risk Management Plan of the company.

Composition of the Committee:

Name of the Director	Designation
Mr. Pradeep Havnur (Chairman)	Independent Director
Mr. Mohammed Adil Ansari	Independent Director
Mr. Karanpal Sethi	Whole-time Director

Meeting Details:

One meeting of the Risk Management Committee was held on 23rd March, 2016 .

8. GENERAL BODY MEETINGS :

Annual General Meetings

Details of the last three Annual General Meetings (AGMs) along with special resolutions passed are given in table below:

Year	Date	Time	Venue	Special Resolutions Passed
31/03/13	25/09/13	9.30 A.M.	J-7, MIDC, Hingna Road, Nagpur-16	No special resolutions passed.
31/03/14	18/09/14	9:30 A.M.	J-7, MIDC, Hingna Road, Nagpur-16	<ol style="list-style-type: none"> 1. Re-appointment of Mr. Rishipal Sethi as Joint Managing Director for a period of three years w.e.f. 1st August 2014 till 31st March 2017 . 2. Approval for payment of remuneration to Mr. Rishipal Sethi for the remaining tenure of his office from 1st April 2014 to 31st July 2014.
31/03/15	23/09/15	9.30 A.M.	J-7, MIDC, Hingna Road, Nagpur-16	<ol style="list-style-type: none"> 1. Re-appointment and Revision of remuneration paid to Executive Director Mr. Amarpal Sethi a period of 3 years w.e.f. 1st April, 2015 to 31st March, 2018. 2. Re-appointment and Revision of remuneration paid to Executive Director Mr. Sukhpal Singh Sethi for a period of 3 years w.e.f. 1st April, 2015 to 31st March, 2018. 3. Re-appointment and Revision of remuneration paid to Executive Director Mr. Sonopal Sethi for a period of 3 years w.e.f. 1st April, 2015 to 31st March, 2018. 4. Re-appointment and Revision of remuneration paid to Executive Director Mr. Karanpal Sethi for a period of 3 years w.e.f. 1st April 2015 to 31st March, 2018. 5. Re-appointment and Revision of remuneration paid to Executive Director Mr. Joe Paul for a period of 3 years w.e.f. 1st April, 2015 to 31st March, 2018.

9. DISCLOSURES :

Related Party Transactions

The company has not entered into any transaction of a material nature with the Promoters, Directors or the Management, their relatives etc. that may have any potential conflict with the interests of the company.

None of the transactions with any of related parties were in conflict with the Company's interest. Attention of members is drawn to the disclosure of transactions with related parties set out in Note No. 41 of Notes to Accounts to Standalone Financial Statements, forming part of the Annual Report.

In line with requirement of the Companies Act, 2013 and Listing Agreement, your Company has formulated a Policy on Related Party Transactions which is also available at Company's website at www.pixtrans.com . The Policy intends to ensure that proper reporting; approval and disclosure processes are in place for all transactions between the Company and Related Parties. This policy specifically deals with the review and approval of Material Related Party Transactions keeping in mind the potential or actual conflicts of interest that may arise because of entering into these transactions.

Stock Exchange / SEBI Compliances

The company has complied with the requirements of the stock exchanges, SEBI and other statutory authorities on all matters related to capital markets. During the last three years, there were no penalties imposed nor any strictures issued on the Company by the Stock Exchanges, SEBI or any other statutory authority relating to the above.

Whistle Blower Policy

The Company has adopted a Whistle Blower Policy, as part of vigil mechanism to provide appropriate avenues to the Directors and employees to bring to the attention of the management any issue which is perceived to be in violation of or in conflict with the fundamental business principles of the Company.

The employees are encouraged to voice their concerns by way of whistle blowing and all the employees have been given access to the Audit Committee.

10. MEANS OF COMMUNICATION :

The Quarterly Un-Audited (Provisional) Results and the Annual Audited Financial results of the company are sent to the stock exchanges immediately after they are approved by the Board and are also published in one vernacular news paper viz. "LOKSATTA" and one English news paper viz. "INDIAN EXPRESS".

Also they are uploaded on the Bombay Stock Exchange's website www.bse.com and also on company's website www.pixtrans.com. The results are published in accordance with the guidelines of the Stock Exchanges.

The company's website www.pixtrans.com contains dedicated section Investors Relations, in which information is regularly posted for the information of shareholders and investors. The company's annual report is also available in user friendly and downloadable form.

SEBI Complaint Redress System (SCORES)

The investors complaints are processed in a centralized web- based complaint redress system. The salient features of this system are Centralized Database of all complaints. Online upload of Action taken Reports (ATRS) by concerned companies and online viewing by investors of actions taken on the complaint and its current status.

11. GENERAL SHAREHOLDER INFORMATION :***Annual General Meeting*****Date** : 28st September , 2016**Time** : 9:30 A.M**Venue** : J-7 , MIDC , HINGNA ROAD , NAGPUR- 440016***Financial Year***1st April, 2015 to 31st March, 2016***Book Closure***

The register of members and share transfer books of the company shall remain closed from Wednesday, September 21, 2016 to Wednesday, September 28, 2016 (both days inclusive).

Listing on stock exchanges

The Company's shares are listed on Bombay Stock Exchange Ltd, Mumbai. The Annual Listing Fees for 2015-2016 has been paid to the Stock Exchange. The ISIN Number allotted to Company's Equity shares is INE751B01018.

Stock code

Stock / scrip code allotted by Bombay Stock Exchange to company's equity shares is 500333.

Market Price data

Monthly / high / low during the year 2015-2016 on Bombay Stock Exchange

Month	High	Low
Apr-15	57.25	45.00
May-15	53.50	45.70
Jun-15	49.95	38.00
Jul-15	53.60	40.50
Aug-15	53.90	33.20
Sep-15	41.40	36.55
Oct-15	45.90	38.00
Nov-15	55.75	38.00
Dec-15	59.45	47.00
Jan-16	62.20	44.10
Feb-16	52.00	40.30
Mar-16	51.00	45.20



Stock Performance



Registrar and Transfer Agent

Link Intime India Private Limited

C-13 , Pannalal Silk Mills Compound, L.B.S. Marg , Bhandup (W), Mumbai – 400078

e-mail : jsrl@linkintime.co.in

Share transfer system

The Company's shares, which are in compulsory Dematerialized (Demat) list, are transferable through the depository system. Shares in physical form are processed by Registrar and Transfer Agent, M/s. Link Intime India Pvt. Ltd. The share transfers are processed within a period of 15 days from the date of receipt of the transfer documents by M/s Link Intime India Pvt. Ltd.

Distribution of Share holding

Distribution of Share Holding as on 31st March, 2016

Share Holding of Nominal Value of	No of Share Holders	Percentage of Share Holders	No of Share Held	Percentage of Share Held
UPTO 500	15570	93.45%	16609680	12.19%
501 TO 1000	554	3.32%	4526960	3.32 %
1001 TO 2000	271	1.63 %	4101360	3.01 %
2001 TO 3000	86	0.52 %	2238740	1.64 %
3001 TO 4000	39	0.23 %	1421720	1.04 %
4001 TO 5000	32	0.19%	1491110	1.10 %
5001 TO 10000	48	0.29 %	3365750	2.47%
10001 AND ABOVE	61	0.37 %	102496680	75.23 %
TOTAL	16,661	100.00 %	13,625,200	100.00 %

Distribution of shareholding by ownership as on 31st March, 2016

Category	No. Shares of Rs. 10/-each	Percentage of holding
Promoters (Indian Promoters including directors and their relatives)	8,478,011	62.22
Mutual Funds, UTI, Banks, Financial Institutions, Insurance Companies (Central/State Government/ Non-Governments) Institutions	2,400	0.02
Bodies corporate	7,37,263	5.41
Indian Public	8,267,313	31.32
NRI/OCB's	58,237	0.43
Clearing Members / Market Maker	81,976	0.60
TOTAL	13,625,200	100.00

Dematerialisation of Shares and Liquidity

The Company has arrangement with National Securities Depository Ltd. (NSDL) and Central Depository Services [India] Ltd. (CDSL) for Demat facility. As on 31st March, 2016, 91.67% of the total equity capital is held in the Demat form with NSDL and CDSL. The Company's Equity shares are in the compulsory Demat mode with effect from 27th November 2000.

Particulars	As on 31-03-2016	Percentage[%]
Held in Dematerialized form in NSDL	1,07,99,781	79.26
Held in Dematerialized form in CDSL	16,90,809	12.41
Physical Shares	11,34,610	8.33
Total	1,36,25,200	100.00

Company's Equity shares are one of the liquid and actively traded shares on Bombay stock exchange. Relevant data for the average monthly turnover for the financial year 2015-16 is given below:

Particulars	BSE
No of shares traded	143345
Value in (Rs in Lacs)	1254

Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversion date and likely impact on equity: NIL

Plant Locations

- Unit 1 - J-7, M.I.D.C., Hingana Road, Nagpur - 440 016
- Unit 2 - K-36 , K-37 & K-38 , MIDC , Hingna Road , Nagpur-440016
- Unit 3 - Khasra No.25 , 45,46/1,46/2,47 & 48 , Mouza Nagalwadi
Tehsil – Hingna, Nagpur-440016
- Unit 4 - Khasra No. 57 , Mouza Nagalwadi,
Tehsil – Hingna , Nagpur - 440016

Address for Correspondence

J-7 , MIDC , Hingna Road , Nagpur- 440016

Tel : 07104-669002 , Fax : 07104-669007

Website : www.pixtrans.com

Email: cosecretary@pixtrans.com

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANIES CODE OF CONDUCT

I, Amarpal Sethi, Chairman and Managing Director of Pix Transmissions Limited declare that all Board members and senior management personnel have affirmed compliance with the Code of Conduct for Board and Senior Management Personnel for the year ended 31st March, 2016.

For and on behalf of the Board of Directors

Place : Mumbai

Date : 28/05/2016

Amarpal Sethi

Chairman and Managing Director

CERTIFICATE OF MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER

To

The Board of Directors

Pix Transmissions Ltd

We, the undersigned, in our respective capacities as Chief Executive officer and Chief Financial officer of Pix Transmissions Ltd ("the company") to the best of our knowledge and belief, certify that:-

1. We have reviewed the Balance Sheet and Profit and Loss account (both consolidated and standalone), and all its schedules and notes on accounts, as well as the Cash Flow Statements and the Directors' Report and annexure thereto and based on our knowledge and belief, we state that :
 - a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - b. these statements together present true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. We further state that to the best of our knowledge and belief, no transactions entered into by the Company during the year are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control systems of the Company for such reporting. We have disclosed to the Auditors and the Audit Committee, deficiencies, if any, in the design or operation of such internal controls, of which we are aware of and the steps taken and/or proposed to be taken to rectify these deficiencies.
4. We have indicated to the auditors and audit committee:
 - (i) that there are no significant changes in Internal Controls with respect to financial reporting during the year.
 - (ii) that there are no significant changes in accounting policies during the Year and these have been disclosed in the notes to the financial statements.
 - (iii) that there are no instances of significant fraud of which we have become aware.

Place : Mumbai

Date : 28/05/2016

Amarpal Sethi

Chairman & Managing Director

Karanpal Sethi

Chief Financial Officer

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of Pix Transmissions Limited

I have examined the compliance of conditions of Corporate Governance by Pix Transmissions Limited (the Company), for the year ended 31st March, 2016 as stipulated in Clause 49 of the Listing Agreement and Regulation 17 to 27 of the SEBI (Listing Obligations and Disclosures Requirements) Regulation 2015 and as per Listing Agreement signed by the Company with the Bombay Stock Exchange.

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

In my opinion and the best of my information and according to the explanations given to me, I that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

I 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 conducted the affairs of the Company.

For S. C. Bandi & Co.
Chartered Accountants
Firm Reg. No. 130850W
S.C. BANDI
(Proprietor)
Membership No. 16932

Place: Mumbai

Date : 28/05/2016

INDEPENDENT AUDITOR'S REPORT**TO THE MEMBERS OF PIX TRANSMISSIONS LIMITED****Report on the Standalone Financial Statements**

1. I have audited the accompanying standalone financial statements of PIX TRANSMISSIONS Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

3. My responsibility is to express an opinion on these standalone financial statements based on my audit.
4. I 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.
5. I conducted my audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial 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, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
7. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion on the standalone financial statements.

Opinion

8. In my opinion and to the best of my information and according to the explanations given to me, the aforesaid

standalone 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 profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

9. As required by 'the Companies (Auditor's Report) Order, 2016' issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as I considered appropriate and according to the information and explanations given to me, I give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
10. As required by Section 143 (3) of the Act, I report that:
 1. I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit.
 2. In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 3. 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.
 4. In my opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 5. On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 6. 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 my separate report in Annexure-"B" and
 7. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in my opinion and to the best of my information and according to the explanations given to me:
 - i. The Company has no pending litigation during the financial year ended 31st March, 2016.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **S.C. Bandi & Co.**
Chartered Accountants
Firm Reg. No.130850W
S.C. BANDI
(Proprietor)
M. No.16932

Place: Mumbai
Date: 28th May 2016

ANNEXURE A TO THE AUDITOR'S REPORT

The Annexure referred to in Independent Auditor's Report to the members of the company on the standalone financial statements for the year ended 31st March, 2016, I report that:

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The assets have been physically verified by the management during the year and no major discrepancies were noticed on such verification.
- (c) The title deeds of immovable properties are held in the name of the company.
- (ii) (a) The inventory has been physically verified during the year by the management. In my opinion, the frequency of verification is reasonable.
- (b) The discrepancies noticed on verification have been properly dealt within the books of accounts.
- (iii) The company has granted unsecured loans to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under Section 189 of the Companies Act 2013
 - (a) The terms and conditions of grant of unsecured loans to parties covered under Section 189 of the Companies Act are not prejudicial to the Company's interest.
 - (b) There is no stipulation as to the time period for payment of the principal amount of unsecured loans granted. Hence, the provisions of sub-clauses (b) and (c) of clause (iii) of paragraph 3 of the Order are not applicable.
- (iv) In my opinion and according to information and explanation given to me, the company has complied with provisions of Section 185 and 186 of Companies Act, 2013 with respect to loans, investments, guarantee and security.
- (v) The Company has not accepted any deposits from public, hence, the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under are not applicable to the Company.
- (vi) The Central Government has prescribed the maintenance of cost records under sub-section (1) of section 148 of the Companies Act 2013 for the product of the Company.
- (vii) According to the information and explanations given to me and on the basis of the examination of the records of the company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service-tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. There are no arrears of outstanding statutory dues as at 31st March 2016 for a period of more than six months from the date they became payable.
- (viii) According to the information and explanations given to me, the Company has not defaulted in repayment of dues to financial institutions, banks or Government.
- (ix) The Company has not raised money by way of initial public offer or further public offer (including debt instruments), however it has raised term loan during the year.
- (x) According to the information and explanations given to me, no fraud by the Company or any fraud on the Company by its officers or employees has been noticed or reported during the year.

- (xi) According to the information and explanations given to me, managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) In my opinion and according to information and explanations given to me the Company is not a Nidhi Company; hence the provisions of the clause (xii) of paragraph 3 of the Order are not applicable to the Company.
- (xiii) According to the information and explanations given to me, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to me the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Hence the provisions of clause (xiv) of paragraph 3 of the Order are not applicable to the Company.
- (xv) According to the information and explanations given to me the Company has not entered into any non-cash transactions with directors or persons connected with them. Hence the provisions of clause (xv) of paragraph 3 of the Order are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence the provisions of clause (xvi) of paragraph 3 of the Order are not applicable to the Company.

For **S.C. Bandi & Co.**
Chartered Accountants
Firm Reg. No.130850W
S.C. BANDI
(Proprietor)
M. No.16932

Place: Mumbai

Date: 28th May 2016

ANNEXURE -B TO THE AUDITOR'S REPORT**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

I have audited the internal financial controls over financial reporting of Pix Transmissions 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 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 ('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

My responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my audit. I conducted my 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 section 143(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.

My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. My 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.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my 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 transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 my 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 31 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 **S.C. Bandi & Co.**
Chartered Accountants
Firm Reg. No.130850W
S.C. BANDI
(Proprietor)
M. No.16932

Place: Mumbai

Date: 28th May 2016

PIX TRANSMISSIONS LIMITED
BALANCE SHEET
AS AT 31st March, 2016

All amounts in ₹ unless otherwise stated

Particulars	Note	As at 31st March, 2016	As at 31st March, 2015
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	3	13,62,41,000	13,62,41,000
Reserves and Surplus	4	1,39,81,58,137	1,38,61,53,103
Non-Current Liabilities			
Long-term Borrowings	5	46,95,46,979	54,22,11,621
Deferred tax Liabilities (Net)	6	10,75,26,794	9,86,71,608
Long Term Provisions	7	7,12,52,563	5,86,05,419
Current Liabilities			
Short-Term Borrowings	8	77,38,88,360	75,20,31,513
Trade Payables	9	14,58,05,415	15,76,26,615
Other Current Liabilities	10	9,99,94,242	10,23,71,804
Short-term Provisions	11	4,67,09,939	4,60,75,694
Total		3,24,91,23,428	3,27,99,88,377
ASSETS			
Non-Current Assets			
Fixed Assets			
Tangible Assets	12	1,69,53,20,364	1,63,09,79,358
Intangible Assets	13	48,27,970	85,09,598
Capital Work-in-Progress	14	6,20,82,944	-
Intangible Assets Under Development			
Non-current Investments	15	1,37,31,960	1,37,31,960
Long Term Loans and Advances	16	5,85,07,223	9,28,21,532
Other Non-current Assets	17	67,667	8,03,83,892
Current Assets			
Current Investments	18	13,93,11,152	12,94,73,438
Inventories	19	33,31,90,878	46,92,14,752
Trade Receivables	20	60,32,04,537	59,53,29,920
Cash and Cash Equivalents	21	22,49,53,357	15,10,77,444
Short-term Loans and Advances	22	10,83,80,712	10,34,22,346
Other Current Assets	23	55,44,665	50,44,138
Total		3,24,91,23,428	3,27,99,88,377

Summary of Significant Accounting Policies

The accompanying notes are an integral part of these financial statements

As per our report of even date

For and on behalf of Board of Directors

For S. C. Bandi & Co.
Chartered Accountants

SHRI AMARPAL SETHI
(CHAIRMAN & MANAGING DIRECTOR)

SHRI KARANPAL SETHI
(C.F.O.)

S. C. Bandi
Proprietor
Firm Reg. No.130850W
Membership No: 16932

SHRI SONEPAL SETHI
[JOINT MANAGING DIRECTOR]

SHRI MOHD ADIL ANSARI
[DIRECTOR]

Mumbai, 28.05.2016

SHRI SHYBU VARGHESE
(COMPANY SECRETARY)

PIX TRANSMISSIONS LIMITED
STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31st MARCH, 2016

All amounts in ₹ unless otherwise stated

Particulars	Note	Year Ended 31st March, 2016	Year Ended 31st March, 2015
REVENUE			
Revenue from Operation	24	2,17,75,67,819	2,03,63,30,329
Other Income	25	3,18,13,631	2,62,01,701
Total		2,20,93,81,450	2,06,25,32,030
EXPENSES			
Cost of Materials Consumed	26	89,49,64,752	86,48,46,257
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	27	71,43,815	(2,60,14,404)
Employee Benefit Expense	28	42,34,71,791	36,51,20,847
Other Expenses	29	53,36,73,439	49,20,49,085
Financial Costs	30	16,28,93,808	18,72,94,644
Depreciation and Amortization Expenses	31	12,02,75,171	11,89,92,742
Total		2,14,24,22,776	2,00,22,89,171
Profit Before Tax		6,69,58,675	6,02,42,859
Tax Expense:			
Current Tax		2,15,00,000	1,25,00,000
Deferred Tax		88,55,186	1,32,54,212
		3,03,55,186	2,57,54,212
Profit for the Year		3,66,03,489	3,44,88,646
Earning per Share			
Basic (FaceValue of ₹ 10 each)		2.69	2.53
Diluted (FaceValue of ₹ 10 each)		2.69	2.53

Summary of Significant Accounting Policies

The accompanying notes are an integral part of these financial statements

As per our report of even date

For and on behalf of Board of Directors

For S. C. Bandi & Co.
Chartered Accountants

SHRI AMARPAL SETHI
(CHAIRMAN & MANAGING DIRECTOR)

SHRI KARANPAL SETHI
(C.F.O.)

S. C. Bandi
Proprietor
Firm Reg. No.130850W
Membership No: 16932

SHRI SONEPAL SETHI
[JOINT MANAGING DIRECTOR]

SHRI MOHD ADIL ANSARI
[DIRECTOR]

Mumbai, 28.05.2016

SHRI SHYBU VARGHESE
(COMPANY SECRETARY)

Pix Transmissions Limited
Cash Flow Statement for the year ended 31st. March, 2016

All amounts in ₹ unless otherwise stated

PARTICULARS	YEAR ENDED 31.03.2016		YEAR ENDED 31.03.2015	
A. Cash flow from operating activities				
Profit / (Loss) before extraordinary items and tax		6,69,58,675		6,02,42,858
<i>Adjustments for:</i>				
Depreciation and amortisation expense	12,02,75,171		11,89,92,742	
Finance costs	16,28,93,808		18,72,94,644	
		28,31,68,979		30,62,87,386
Operating profit / (loss) before working capital changes		35,01,27,653		36,65,30,243
<i>Changes in working capital:</i>				
<i>Adjustments for (increase) / decrease in operating assets:</i>				
Inventories	13,60,23,874		1,02,64,104	
Trade receivables	(78,74,617)		(3,78,66,722)	
Short-term loans and advances	(49,58,367)		7,51,68,367	
Long-term loans and advances	3,43,14,309		(2,31,20,537)	
Other current assets	(5,00,527)		1,83,45,850	
Other non-current assets	8,03,16,225		7,54,88,178	
	23,73,20,898		11,82,79,239	
<i>Adjustments for increase / (decrease) in operating liabilities:</i>				
Trade payables	(1,18,21,200)		(14,74,96,814)	
Other current liabilities	(23,77,562)		99,83,299	
Other long-term liabilities	-		-	
Short-term provisions	(2,08,65,755)		(2,44,92,218)	
Long-term provisions	1,26,47,144		73,27,306	
	(2,24,17,373)		(15,46,78,427)	
		21,49,03,525		(3,63,99,189)
Cash flow from extraordinary items		-		-
Cash generated from operations		56,50,31,178		33,01,31,055
Net income tax (paid) / refunds				
Net cash flow from / (used in) operating activities (A)		56,50,31,178		33,01,31,055
B. Cash flow from investing activities				
Capital expenditure on fixed assets, including capital advances	(25,03,41,184)		(38,04,81,976)	
Proceeds from sale of fixed assets	73,23,690		7,37,76,681	
Inter-corporate deposits (net)				
Change in Long Term Investment	-		(3,40,000)	
Change in Short Term Investment	(98,37,714)		1,58,22,978	
Proceeds from sale of long-term investments				
- Subsidiaries				
- Associates				
- Joint ventures				
	(25,28,55,208)		(29,12,22,317)	
Cash flow from extraordinary items				
		(25,28,55,208)		(29,12,22,317)
Net Wealth Tax Paid		-		(2,00,000)
Net income tax (paid) / refunds		-		-
Net cash flow from / (used in) investing activities (B)		(25,28,55,208)		(29,14,22,317)
C. Cash flow from financing activities				
Proceeds from issue of equity shares	-		-	
Increase In Security Premium	-		-	
Redemption / buy back of preference / equity shares	-		-	
Proceeds from long-term borrowings	(7,26,64,642)		7,63,23,214	
Repayment of long-term borrowings	-		-	
Net increase / (decrease) in working capital borrowings	2,18,56,848		6,17,08,865	
Proceeds from other short-term borrowings				
Repayment of other short-term borrowings				
Finance costs (includes borrowing costs capitalised)	(16,28,93,808)		(18,72,94,644)	
Dividends paid	(2,04,37,800)		(1,36,25,200)	
Tax on dividend	(41,60,655)		(26,00,409)	
Net cash flow from / (used in) financing activities (C)		(23,83,00,057.00)		(6,54,88,174.25)
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		7,38,75,913		(2,67,79,436)
Cash and cash equivalents at the beginning of the year		15,10,77,444		17,78,56,881
Cash and cash equivalents at the end of the year		22,49,53,357		15,10,77,444

Summary of Significant Accounting Policies

The accompanying notes are an integral part of these financial statements

As per our report of even date

For S. C. Bandi & Co.
Chartered Accountants

S. C. Bandi
Proprietor
Firm Reg. No.130850W
Membership No: 16932

Mumbai, 28.05.2016

For and on behalf of Board of Directors

SHRI AMARPAL SETHI
(CHAIRMAN & MANAGING DIRECTOR)

SHRI SONEPAL SETHI
[JOINT MANAGING DIRECTOR]

SHRI SHYBU VARGHESE
(COMPANY SECRETARY)

SHRI KARANPAL SETHI
(C.F.O.)

SHRI MOHD ADIL ANSARI
[DIRECTOR]

NOTES to the financial statements for the year ended 31st March, 2016

(All amounts in ₹ unless otherwise stated)

1 Company Information

Pix Transmissions Limited was incorporated on 22nd July 1981 as a private limited company in the State of Maharashtra, India. The status of Pix Transmissions Limited changed from a Private Limited company to a Public Limited Company effective from 27th September 1989. Pix Transmissions Limited completed its initial public offering of its equity shares in India on 4th December 1989. It is now listed on The Stock Exchange, Mumbai (BSE).

Significant Accounting Policies

2.1 Basis of Accounting:

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis with the accounting standards notified under section 133 of the Companies Act, 2013. Accounting Policies not stated explicitly otherwise are consistent with generally accepted accounting principles in India.

2.2 Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amounts of assets that the management co-markets and liabilities disclosure of contingent liabilities as on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known/ materialized.

2.3 Revenue Recognition:

Sales are recognised when the substantial risk and rewards of ownership in the goods are transferred to the buyer, upon supply of goods, and or recorded net of trade discount,. Sales, taxes and excise duties. It does not include inter divisional transfers.

Income from export incentives such as duty drawback and premium on sale of import licences is recognised on cash basis. Interest is booked on a time proportion basis taking into account the amounts invested and the rate of interest. Dividend income on investment is accounted for when the right to receive the payment is established.

2.4 Tangible Fixed Assets

Fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses, If any. Subsequent expenditures related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing assets beyond its previously assessed standard performance. Losses arising from the requirement of, and gains or losses arising from the disposal of fixed assets which are carried at cost are recognized in the profit and loss account.

2.5 Intangible Assets

Intangible assets are at cost of acquisition less accumulated amortization and accumulated impairment loss, if any

2.6 DEPRECIATION AND AMORTIZATION

Depreciation on tangible assets is provided on the straight-line method over the useful lives of assets estimated by management. Depreciation for asset purchased / sold during a period is proportionately charged. Intangible assets are amortised over their respective individual estimated useful lives on straight line basis, commencing from the date the asset is available to the company for its use.

The management estimates the useful lives of the other fixed assets as follows:

Building	30 years
Plant and Machinery	15 years
Office Equipment	5 years
Electrical Installation	10 years
Computer Equipment	3 years
Furniture and Fixtures	10 years
Vehicles	6 years

Depreciation and amortization methods, useful lives and residual values are reviewed periodically including at each financial year end

2.7 Impairment of Assets

Impairment loss, if any, is provided to the extent, the carrying amount of assets exceeds their recoverable amount.

Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

Assessment is done at each balance sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased.

2.8 Investment

Investments are classified into current and long-term investments. Long-term investments are carried at cost.

Cost of acquisition includes all costs directly incurred on the acquisition of the investment after providing for diminution in value, if such diminution is of permanent nature.

2.9 Inventories

Inventories are valued at lower of cost, computed on a weighted average basis, and estimated net

realisable value, after providing for cost of obsolescence and other anticipated losses, wherever considered necessary. Finished goods and work in progress include costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

2.10 Trade Receivables and Loans and Advances

Trade Receivables and Loans and Advances are stated at book value and no provision is made for doubtful debts.

2.11 Foreign Currency Transactions:

Transactions in foreign currencies are converted in Rupees at rate prevailing on the date of transaction. Monetary assets and liabilities denomination in foreign currency are translated at the period end exchange rates.

Gains / losses arising on account of realisation/settlement of foreign exchange transactions and on translation of foreign currency assets and liabilities are recognised in the Profit and Loss Account. All Foreign Currency liabilities

and monetary assets are stated at the exchange rate prevailing as at the date of Balance Sheet and the difference taken to Profit & Loss account as Exchange Fluctuation loss or gain.

2.12 Employee Benefits:

A. Post-employment Benefits

i. Defined Contribution Plans:

The Company has a Defined Contribution Plan for Post employment benefit in the form of Provident Fund for all employees which are administered by Regional Provident Fund Commissioner.

ii. Defined Benefit Plans:

Funded Plan: The Company has defined benefit & Leave Encashment plan for Post-employment benefit in the form of Gratuity for all employees.

Liability for above defined benefit plan is provided on the basis of valuation, as at the Balance Sheet date, the actuarial method used for measuring the liability is the Projected Unit Credit method.

B. Gratuity:

The Provision has been made in the accounts for the present liability for future payment of gratuity to employees of the company in terms of Payment of Gratuity act, 1972.

- C.** The actuarial gains and losses arising during the year are recognized in the Profit & Loss Account of the year.

2.13 Expenditure

Expenses are accounted on accrual basis and provision is made for all known losses and liabilities. Revenue expenditure on research and development is charged against the profit of the year in which it is incurred. Capital expenditure on research and development is shown as an addition to fixed assets.

2.14 Current and Deferred Tax

Income taxes comprise of current tax and deferred taxcharge. Current tax is the amount of tax payable on the taxable income for the year determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. In the event of unabsorbed depreciation and carry forward losses, deferred tax assets are recognised only to the extent that there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available to realise such assets. in

other situations, deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available to realise these assets.

2.15 Borrowing Cost

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset is charged to Profit & Loss Account.

2.16 Contingencies

The company creates a provision for loss, contingencies arising from claims, litigations, assessment, fines, penalties etc when there is a present obligation as a result of past events that probably requires outflow of resources and a reliable estimate can be made of the amount of obligation.

2.17 Segment Reporting

The Company is engaged in the business of Industrial Rubber Products and there is no reportable primary segment as per Accounting Standard (AS 17) 'Segment Reporting'.

The company identified geographical locations as secondary segments. The products of the company are sold both in the domestic & export markets, which are considered different geographical segments.

2.18 Earning Per Share

Basic earning per share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources.

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)

(All amounts in ₹ unless otherwise stated)

- 3 The Authorised, Issued, Subscribed and Fully paid-up share capital comprises of equity shares having a par value of ₹ 10 each as follows:

	31.03.2016	31.03.2015
A Authorised		
i. 2,05,00,000 (Previous year 2,05,00,000) equity shares of 10 each	20,50,00,000	20,50,00,000
ii. 14,50,000 (Previous year 14,50,000) Convertible 6% Preference Shares of 100 each	14,50,00,000	14,50,00,000
iii. 15,00,000 (Previous year 15,00,000) non-convertible 6% cumulative Redeemable Preference Shares of 100 each	15,00,00,000	15,00,00,000
	50,00,00,000	50,00,00,000
B Issued, Subscribed and Fully paid up		
i. 1,36,25,200 (Previous year 1,36,25,200) equity shares of 10 each	13,62,52,000	13,62,52,000
Less: Allotment money in arrears from public other than Directors	(11,000)	(11,000)
ii.		
	13,62,41,000	13,62,41,000

Rights, preferences and restrictions attached to shares

a. Equity Shares

The company has one class of shares having par value of ₹ 10 each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)

(All amounts in ₹ unless otherwise stated)

Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Equity Shares	31.03.2016		31.03.2015	
	No of Shares	%	No of Shares	%
Nirmal Sethi	9,59,212	7.04%	9,59,212	7.04%
Amarpal Singh Sethi/Inderjeet Sethi	10,23,375	7.51%	10,08,325	7.40%
Sukhpal Singh Sethi/Davinder Sethi	8,57,145	6.29%	8,53,645	6.27%
Sonepal Singh Sethi/Kamalpreet Sethi	15,07,208	11.06%	14,98,295	11.00%
Davinder Sethi/Sukhpal Singh Sethi	6,56,857	4.82%	6,54,057	4.80%
Inderjeet Sethi/Amarpal Sethi	8,43,531	6.19%	8,41,901	6.18%
Rishipal Sethi/Saba Sethi	11,61,857	8.53%	11,54,807	8.48%
Karanpal Sethi	9,70,805	7.13%	9,61,360	7.06%

Reserves and Surplus	31.03.2016	31.03.2015
Reserves and surplus consist of the following reserves:		
a. Securities Premium Reserves	13,87,09,200	13,87,09,200
b. Capital Reserves	94,07,880	94,07,880
c. Capital Redemption Reserves	11,24,13,000	11,24,13,000
d. Amalgamation Reserves	3,37,41,683	3,37,41,683
e. General Reserves	2,51,92,608	2,51,92,608
f. Surplus in Statement of Profit and Loss		
Opening Balance	1,06,66,88,732	1,04,86,25,694
Current year Addition/(Deduction)	3,66,03,489	3,44,88,646
Less: Appropriations	(2,45,98,455)	(1,64,25,609)
Proposed Dividend on Equity Shares Dividend	68,12,600.00	1,36,25,200
Tax on Equity Dividend	13,86,885.00	26,00,409
Interim Dividend (Fy 2015-2016)	1,36,25,200	-
Tax on Interim Dividend	27,73,770	-
Wealth Tax	-	2,00,000
	1,07,86,93,766	1,06,66,88,731
Total Transferred to Balance Sheet	1,39,81,58,137	1,38,61,53,103
The Board of Directors at its meeting held on 28.05.2016 has recommended		
a final dividend of ₹ 0.50 per equity shares.		
Long Term Borrowings		
Long term borrowing consist of the following:		
a. Secured Loans		
Term Loan	18,39,10,532	25,57,25,052
Loan Against Hypothication of Vehicle	31,86,923	43,81,700
	18,70,97,455	26,01,06,752

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)

(All amounts in ₹ unless otherwise stated)

5 Long Term Borrowings (Contd.....)	31.03.2016	31.03.2015
b. Unsecured Loan		
From Financial Companies/ Inter Corporate Loans	5,47,86,375	5,79,61,832
From Directors	22,76,63,149	22,41,43,037
Total	28,24,49,524	28,21,04,869

- 1 TERM LOAN / CORPORATE LOAN FROM BANKS ARE SECURED BY FIRST PARI PASSU CHARGE ON ALL FIXED ASSETS AND SECOND CHARGE ON CURRENT ASSETS OF THE COMPANY AND FURTHER GURANTEED BY FOUR PROMOTER DIRECTORS
- 2 NEW AND PREVIOUS TERM LOANS TAKEN FROM BANKS ARE CARRIED AT THE INTEREST RATE 12.75% (PREVIOUS YEAR 13.20% TO 14.70 %) THE LOANS ARE REPAYABLE IN MONTHLY INSTALMENTS AS PER REPAYMENT SCHEDULE
- 3 LOAN RECEIVED AGAINST HYPOTHECATION OF VEHICLE IS FULLY SECURED AGAINST VEHICLES.

	31.03.2016	31.03.2015
6 Deferred Tax		
Deferred tax liability (net)	10,75,26,794	9,86,71,608
	10,75,26,794	9,86,71,608
7 Other Long Term Liabilities		
Provision For Gratuity	7,12,52,563	5,86,05,419
	7,12,52,563	5,86,05,419
8 Short Term Borrowings		
Working Capital Loan from Banks	46,19,51,152	46,36,86,293
Term Loan due within 12 Months	7,86,30,193	7,49,28,000
Loan Against Hypothication of Vehicle	35,86,968	57,78,815
Against Bill Discounting from various parties	22,97,20,047	20,76,38,405
	77,38,88,360	75,20,31,513

1. WORKING CAPITAL FROM BANKS ARE SECURED BY FIRST PARI PASSU CHARGE ON CURRENT ASSETS AND SECOND CHARGE ON ALL FIXED ASSETS AT RATE OF 9.75% TO 11.75 %. (PREVIOUS YEAR 10.20% TO 13.95 %)
2. WORKING CAPITAL FACILITIES ARE FURTHER SECURED BY PERSONAL GUARANTEE OF FOUR PROMOTER'S DIRECTORS
3. TERM LOAN / CORPORATE LOAN FROM BANKS ARE SECURED BY FIRST PARI PASSU CHARGE ON ALL FIXED ASSETS AND SECOND CHARGE ON CURRENT ASSETS OF THE COMPANY
4. NEW AND PREVIOUS TERM LOANS TAKEN FROM BANKS ARE CARRIED AT THE INTEREST RATE 12.75% (PREVIOUS YEAR 13.20% TO 14.70 %) THE LOANS ARE REPAYABLE IN MONTHLY INSTALMENTS AS PER REPAYMENT SCHEDULE

	31.03.2016	31.03.2015
9 Trade Payables		
Micro, Small and Medium Enterprises	-	-
Sundry Creditors	14,58,05,415	15,76,26,615
	14,58,05,415	15,76,26,615

The Company has no information as to whether any of its vendors constitute a "Supplier" within the meaning of Section 2 (n) of the Micro, Small and Medium Enterprises Development Act, 2006 as no declarations were received under the said Act from them.

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)

(All amounts in ₹ unless otherwise stated)

	31.03.2016	31.03.2015
10 Other Current Liabilities		
Unclaimed Dividend	46,72,673	39,67,475
Interim Dividend Payable	1,36,25,200	
Advance from Customers	67,83,464	1,68,34,936
Employees Benefits Payables	7,18,57,858	7,74,82,055
TDS Payable	30,55,046	40,87,338
	9,99,94,242	10,23,71,804
11 Short Term Provisions		
Proposed Equity Dividend	68,12,600.00	1,36,25,200
Proposed For Dividend Tax	13,86,885.00	26,00,409
Provision for Income Tax	3,23,84,249	2,47,28,910
Provision for Leave Benefits	61,26,205	51,21,175
	4,67,09,939	4,60,75,694

SCHEDULE - 12 TANGIBLE ASSETS

DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Gross Value As on 01.04.2015	Additions During the Year	Sold/Trf. During the Year	Total Gross Value as on 31.03.2016	As on 01.04.2015	For the Year	Less Written off	TOTAL 31.03.2016	Net Value As on 31.03.2016	Net Value As on 31.03.2015
PLOT	15,26,11,139	-	-	15,26,11,139	-	-	-	-	15,26,11,139	15,26,11,139
FACTORY PREMISES	76,62,89,073	3,93,42,089	-	80,56,31,162	9,33,42,576	2,58,99,916	-	11,92,42,492	68,63,88,671	67,29,46,497
ELECTRICAL INSTALLATION	15,86,18,442	73,78,655	-	16,59,97,096	4,90,35,587	2,04,66,930	-	6,95,02,517	9,64,94,579	10,95,82,855
PLANT & MACHINERIES	1,26,09,06,080	11,82,16,422	1,30,32,757	1,36,60,89,744	64,33,96,845	5,24,52,611	69,77,070	68,88,72,386	67,72,17,358	61,75,09,234
FURNITURES & FIXTURES	7,57,22,105	1,19,78,845	-	8,77,00,950	3,51,02,100	66,16,299	-	4,17,18,399	4,59,82,551	4,06,20,006
OFFICE EQUIPMENTS	6,52,99,964	48,77,537	-	7,01,77,501	4,96,66,201	46,12,807	-	5,42,79,008	1,58,98,492	1,56,33,763
VEHICLES	3,05,86,273	29,08,553	39,66,912	2,95,27,914	85,10,408	29,88,842	26,98,910	88,00,340	2,07,27,574	2,20,75,865
	2,51,00,33,075	18,47,02,100	1,69,99,669	2,67,77,35,507	87,90,53,717	11,30,37,404	96,75,979	98,24,15,142	1,69,53,20,364	1,63,09,79,359
PREVIOUS YEAR	2,13,98,65,472	38,04,81,976	1,03,14,372	2,51,00,33,076	76,97,17,650	11,22,53,909	29,17,842	87,90,53,717	1,63,09,79,359	1,37,01,47,821

SCHEDULE - 13 INTANGIBLE ASSETS

DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Gross Value As on 01.04.2015	Additions During the Year	Sold/Trf. During the Year	Total Gross Value as on 31.03.2016	As on 01.04.2015	For the Year	Less Written off	TOTAL 31.03.2016	Net Value As on 31.03.2016	Net Value As on 31.03.2015
COMPUTER SOFTWARE	1,77,79,202	35,56,140	-	2,13,35,342	92,69,605	72,37,767	-	1,65,07,372	48,27,970	85,09,598
TOTAL	1,77,79,202	35,56,140	-	2,13,35,342	92,69,605	72,37,767	-	1,65,07,372	48,27,970	85,09,598

SCHEDULE - 14 CAPITAL WORK IN PROGRESS

DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Gross Value As on 01.04.2015	Additions During the Year	Sold/Trf. During the Year	Total Gross Value as on 31.03.2016	As on 01.04.2015	For the Year	Less Written off	TOTAL 31.03.2016	Net Value As on 31.03.2016	Net Value As on 31.03.2015
CWIP-PLANT & MACHINERY	-	60049050	0	60049050	0	0	0	0	60049050	0
CWIP-FURNITURE & FIXTURE	-	2033894	0	2033894	0	0	0	0	2033894	0
TOTAL	-	62082944	0	62082944	0	0	0	0	62082944	0

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)

(All amounts in ₹ unless otherwise stated)

15 Non Current Investment

Particulars	31.03.2016		31.03.2015	
	Units Value	Face Value	Total Value	Total
Un-Quoted Fully Paid up (At Cost)				
A. Subsidiary Company				
i. Pix Middle East FZC, UAE (150(130) equity shares of 1000 Dhiram per share)	150	1000 Dhiram	20,60,500	20,60,500
ii. Pix Transmissions (Europe) Limited (equity shares of per share)	1,00,000	1 €	85,15,460	85,15,460
B. Joint Venture Companies				
i. Pix QCS Limited (50,000 equity shares of 1 € per share)	50,000	1 €	31,56,000	31,56,000
			1,37,31,960	1,37,31,960

16 Long Term Loans and Advances

Particulars	31.03.2016	31.03.2015
Loans and Advances to Related Parties	52,89,584	51,91,436
Securities Deposits	95,91,377	88,00,876
Other Loans	4,00,00,000	3,50,00,000
Loans and Advances to Employees	36,26,262	47,85,681
Other Receivable	0	3,90,43,539
	5,85,07,223	9,28,21,532
I Pix Middle East FZC, UAE	42,29,963	41,31,815
II Pix Quality Component Solutions	10,59,621	10,59,621
III Pix Transmissions (Europe) Limited	-	-
	52,89,584	51,91,436

Note: In the opinion of the Board of Directors, the Current Assets, Loans and Advances are approximately of the values stated, if realized in the ordinary course of business. The Provision for depreciation and all known liabilities are adequate and not in excess of the amount reasonably necessary.

17 Other Non-current Assets

Particulars	31.03.2016	31.03.2015
Product Development Expenditures (Unsecured, Considered good unless stated otherwise)	-	8,00,00,000
Preliminary Expenditure	67,667	3,83,892
	67,667	8,03,83,892

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)
(All amounts in ₹ unless otherwise stated)

18 # SHORT TERM INVESTMENT [AT COST]

PARTICULARS	01.04.2015 TO 31.03.2016			01.04.2014 TO 31.03.2015		
	UNITS	FACE VALUE	TOTAL VALUE	UNITS	FACE VALUE	TOTAL VALUE
INVESTMENT IN MUTUAL FUNDS						
HDFC MUTUAL FUND						
HDFC FMP 378 D Regular	-	-	-	5,00,000	10	50,00,000
HDFC Liquid Growth Fund	18,00,000	10	1,80,00,000	18,00,000	10	1,80,00,000
SUB TOTAL			1,80,00,000			2,30,00,000
Kotak FMP Series 137 371 Days Growth	5,00,000	10	50,00,000	5,00,000	10	50,00,000
IDFC Fixed Term Plan Series 79 Regular Plan Growth	5,00,000	10	50,00,000	5,00,000	10	50,00,000
ICICI Prudential FMP Series 72 425 Days Plan N Regular Plan Cumulative	5,00,000	10	50,00,000	5,00,000	10	50,00,000
ICICI Prudential FMP Series 73378 Days Plan O Regular Plan Cumulative	5,00,000	10	50,00,000	5,00,000	10	50,00,000
Kotak Floater Short Term Daily Dividend	-	-	-	43,022.86	1,000	4,30,22,861
IDFC Dynamic Bond Fund Regular Plan Growth	2,95,529	17	50,00,000	-	-	-
Kotak Bond Scheme Plan A Regular Plan Groth	1,25,346	40	50,00,000	-	-	-
Kotak Medium Term Fund Regular Plan Growth	4,50,013	11	50,00,000	-	-	-
Birla Sund lufe Active Debt Multi Manager FOF Scheme Growth	2,61,557	19	50,00,000	-	-	-
Kotak Floater Short Term Regular Plan Daily Dividend-DR	25,910	1,012	2,62,11,178	-	-	-
Sundaram Flexible Fund Short Term Plan Regular Growth	9,00,000	10	90,00,000	9,00,000	10	90,00,000
Sub Total			7,52,11,178			7,20,22,861
SBI MUTUAL FUND						
SBI Premiere Liquid Fund- Regular Plan - Daily Dividend	45,951	1,003	4,60,99,974	34,450.58	1,000	3,44,50,577
SUB TOTAL			4,60,99,974			3,44,50,577
TOTAL CURRENT INVESTMENTS			13,93,11,152			12,94,73,438

NOTE :1: AGGREGATE VALUE OF QUOTED INVESTMENT AT COST RS.139311152/- PREVIOUS YEAR RS. 129473438.00 MARKET VALUE OF INVESTMENT RS. 150238095/- PREVIOUS YEAR RS. 145060085/-

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)

(All amounts in ₹ unless otherwise stated)

19 Inventories

Particulars	31.03.2016	31.03.2015
(Valued at lower of cost and net realisable value)		
Raw Material	8,96,49,236	12,73,04,036
Stock in Transit		
Work-in-progress	6,62,97,459	5,20,80,965
Finished Goods	13,70,17,366	15,83,77,674
Stores and Spares	3,02,99,743	12,63,69,176
Packing Materials	50,38,236	34,30,961
Scrap Items		
Trading Goods	48,88,840	16,51,940
	33,31,90,878	46,92,14,752

NOTE: The Value of Stocks is as per inventory taken, prepared, valued and certified by the Management.

20 Trade Receivables

Particulars	31.03.2016	31.03.2015
Considered Good		
Outstanding for a period exceeding six months from the date they are due to payment	1,56,86,693	1,75,21,057
Others	58,75,17,844	57,78,08,863
Considered Doubtful		
Outstanding for a period exceeding six months from the date they are due to payment	-	-
Less: Bad & Doubtful Debts		
	60,32,04,537	59,53,29,920

Note: Book Debts, Advances, Bank Deposits and Credit balances are taken subject to their respective confirmation.

21 Cash and Cash Equivalent

Particulars	31.03.2016	31.03.2015
A. Cash in Hand	1,20,389	1,44,933
B. Bank Balances		
On Current Account	5,89,62,765	1,17,45,060
On Term Deposit (with original maturity less than 3 months)	14,66,65,370	12,41,29,756
On Term Deposit (with original maturity more than 12 months)	1,92,04,832	1,50,57,695
Margin Money Deposit		
	22,49,53,357	15,10,77,444

22 Short Term Loans and Advances

Particulars	31.03.2016	31.03.2015
Advances Recoverable in Cash or Kind or Value of Received		
Unsecured Advances Considered Good	3,72,71,921	4,01,63,043
Interest Receivables	16,26,573	7,80,240
Security Deposits	1,46,78,280	12,35,372
Receivables from others	1,40,78,956	1,42,04,299
Balance With Central Excise	4,07,24,982	4,70,39,391
Staff Advances	-	-
	10,83,80,712	10,34,22,346

Note: Sundry Advances includes deposit to the various government departments, amount receivable from Excise and Sales Tax departments.

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)

(All amounts in ₹ unless otherwise stated)

23 Other Current Assets

Particulars	31.03.2016	31.03.2015
Interest Receivables	0	0
Pre-paid Expenses	55,44,665	50,44,138
	55,44,665	50,44,138

24 Revenue from Operation

Particulars	31.03.2016	31.03.2015
A Sale of Products	2,15,82,50,075	2,01,77,09,466
B Other Operating Revenue	74,21,196	77,65,054
C Trading Sales	1,18,96,547	1,08,55,809
Excise Duty	-	-
	2,17,75,67,819	2,03,63,30,329

25 Other Income

Particulars	31.03.2016	31.03.2015
Interest Received on FDR & from others	2,45,16,468	2,42,60,510
Dividend	68,37,713.00	19,41,190
Profit on sale of investment	4,59,450	-
Total	3,18,13,631	2,62,01,701

Note: The figure of Sales shown during the year includes the amount of Excise, wherever applicable.

26 Cost of Materials Consumed

Particulars	31.03.2016	31.03.2015
Opening Inventories		
Raw Materials	12,73,04,036	12,83,12,579
Packing Materials	34,30,961	41,59,387
Stores and Spares	12,63,69,176	16,17,35,353
Trading Goods	16,51,940	8,27,302
	25,87,56,113	29,50,34,621
Purchases		
Raw Materials	67,58,36,140	73,48,87,531
Packing Materials	2,55,25,779	2,12,16,502
Stores and Spares	5,08,47,261	6,65,76,789
Trading Goods	1,38,75,513	58,86,928
	76,60,84,692	82,85,67,749
Closing Inventories		
Raw Materials	8,96,49,236	12,73,04,036
Packing Materials	50,38,236	34,30,961
Stores and Spares	3,02,99,743	12,63,69,176
Trading Goods	48,88,840	16,51,940
	12,98,76,054	25,87,56,113
Consumption	89,49,64,752	86,48,46,257

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)

(All amounts in ₹ unless otherwise stated)

27 Change in Inventories

Particulars	31.03.2016	31.03.2015
Opening Inventories		
Work-in-Progress	5,20,80,965	4,47,51,409
Finished Goods	15,83,77,674	13,96,92,826
	21,04,58,639	18,44,44,235
Closing Inventories		
Work-in-Progress	6,62,97,459	5,20,80,965
Finished Goods	13,70,17,366	15,83,77,674
	20,33,14,824	21,04,58,639
Total Change	71,43,815	(2,60,14,404)

28 Employee Benefits Expense

Particulars	31.03.2016	31.03.2015
i. Salaries	13,31,23,660	12,45,36,382
ii. Wages	23,68,35,253	19,56,97,103
iii. Contribution to Provident Fund	1,78,64,635	1,54,47,323
iv. Contribution to Gratuity Fund	1,77,64,574	1,14,08,278
v. Staff Welfare Expense	1,10,91,814	1,14,13,670
vi. E.S.I.C.	67,91,855	66,18,091
	42,34,71,791	36,51,20,847

29 Other Expenses

Particulars	31.03.2016	31.03.2015
Advertisement	4,96,409	4,59,066
Auditor's Remuneration		
- Audit Fees	4,50,000	4,00,000
- Tax Audit Fees	1,50,000	1,00,000
Bank Commission	1,86,79,071	1,12,93,699
Cess	11,64,800	12,19,950
Commission & Brokerage	38,98,018	32,30,397
Turnover Discount	1,76,86,818	1,38,12,184
Director's Remuneration	5,04,62,250	4,43,62,451
Travelling Expenses	5,27,70,911	4,30,31,074
Discount	8,05,50,120	6,13,30,320
Power Expenses	7,09,31,051	5,13,04,112
Export Expenses	82,14,673	56,74,729
Freight & Transportation	7,60,68,442	7,23,36,272
Insurance	42,31,413	36,49,328
Legal & Professional Fees	1,83,19,378	1,41,84,488
Rent	85,65,322	36,85,970
Research & Development	-	-
Printing & Stationery	7,99,107	6,68,301
Repairs & Maintenance	2,35,04,383	1,33,93,407
Car & Scooter Expenses	74,72,160	93,80,471
Miscellaneous Expenses	7,81,57,164	7,59,89,789
Corporate Social Responsibility	9,81,222	13,12,537
Claim Settlement	-	1,96,00,064
Telephone Telex & Postage	39,82,848	39,24,759
Bad Debts	58,21,654	3,73,89,494
Preliminary Expenses Written off	3,16,225	3,16,225
	53,36,73,439	49,20,49,085

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)

(All amounts in ₹ unless otherwise stated)

30 Finance Cost

Particulars	31.03.2016	31.03.2015
Discounts	-	7,75,102
Interest	16,28,93,808	18,65,19,542
	16,28,93,808	18,72,94,644

31 Depreciation

Particulars	31.03.2016	31.03.2015
Factory Premises	2,58,99,916	2,03,47,493
Plant & Machinery	5,24,52,611	4,24,29,593
Electrical Installations	2,04,66,930	1,07,68,736
Furnitures & Fixtures	66,16,299	2,59,17,973
Office Equipments	46,12,807	95,10,637
Vehicles	29,88,842	32,79,477
Computer Software	72,37,767	67,38,832
	12,02,75,171	11,89,92,742

32 Earning Per Share (EPS)

Particulars	31.03.2016	31.03.2015
Profit for the year	3,66,03,489	3,44,88,646
Weighted average number of Equity shares outstanding	1,36,25,200	1,36,25,200
Basic Earning Per Share	2.69	2.53
Weighted average number of potential equity shares outstanding	NIL	NIL
Weighted average number of Equity shares outstanding (including dilutive shares)	1,36,25,200	1,36,25,200
Diluted Earning Per Share	2.69	2.53

33 Contingent Liabilities

Particulars	31.03.2016	31.03.2015
Letters of Credit	7,21,97,090	6,27,64,867
Bank Guarantee	2,73,602.00	72,86,322

34 Depreciation on the Assets added / deducted during the year has been provided on pro-rata basis with reference to the months of addition/deduction.

35 The Company has received loans from Directors. The same has been grouped under long term borrowings.

36 During the year the company has transferred product development expenditures of ₹ 8,00,00,000/- to Capital-Work-In-Progress. (Previous Year ₹ 7,51,71,953/-)

	31.03.2016	31.03.2015
Opening Balance	8,00,00,000	15,51,71,953
Deletion during the year	(8,00,00,000)	(7,51,71,953)
Total	-	8,00,00,000

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)

(All amounts in ₹ unless otherwise stated)

37 The Accounting Standard 15 (Revised 2005) on "Employee Benefits" issued by the Institute of Chartered Accountants of India (ICAI) has been adopted by the Company as under:

Defined Contribution Plans – The Company has recognized the following amounts in the Profit and Loss Account for the year

Particulars	31.03.2016	31.03.2015
Contribution to Employees Provident Fund	1,78,64,635	1,54,47,323

38 **Defined Benefit Plan** – The following figures as per actuarial valuation as at the Balance Sheet date have been debited to profit and loss account:

Particulars	31.03.2016	31.03.2015
A Gratuity		
Opening: Actuarial value of Projected Benefit Obligations (PBO)	5,86,05,419	5,12,78,113
Interest cost for the year	46,88,434	41,02,249
Service Cost for the year	45,98,993	41,68,523
Benefits paid for the year	(51,17,430)	(40,80,972)
Actuarial Gain / (Loss) on obligations	84,77,147	31,37,506
Closing: Actuarial value of Projected Benefit Obligations (PBO)	7,12,52,563	5,86,05,419
Balance Sheet Statement	31.03.2016	31.03.2015
Present value of the obligation at 31.03.16	7,12,52,563	5,86,05,419
Fair value of plan assets 31.03.16	NIL	NIL
Un-funded liability 31.03.16	7,12,52,563	5,86,05,419
Un-recognized gains / losses in opening balance	NIL	NIL
Un-funded liability recognized in Balance sheet	7,12,52,563	5,86,05,419
Profit & Loss Account Statement	31.03.2016	31.03.2015
Interest cost for the year	4688434	41,02,249
Service Cost for the year	4598993	41,68,523
Actual return on plan assets from 01.04.15 to 31.03.16	NIL	NIL
Actuarial Gain / (Loss) on obligations	8477147	31,37,506
Gratuity to be provided as expenses in Profit & Loss a/c.	1,77,64,574	1,14,08,278
B Leave Encashment		
Changes in Benefit Obligation	31.03.2016	31.03.2015
Opening: Actuarial value of Projected Benefit Obligations (PBO)	51,21,175	67,48,273
Interest cost for the year	4,09,694	5,39,862
Service Cost for the year	32,81,054	29,35,709
Benefits paid for the year	(10,82,651)	(34,02,904)
Actuarial Gain / (Loss) on obligations	(16,03,067)	(16,99,765)
Closing: Actuarial value of Projected Benefit Obligations (PBO)	61,26,205	51,21,175
Balance Sheet Statement	31.03.2016	31.03.2015
Present value of the obligation at 31.03.16	61,26,205	51,21,175
Fair value of plan assets 31.03.16	NIL	NIL
Un-funded liability 31.03.16	61,26,205	51,21,175
Un-recognized gains / losses in opening balance	NIL	NIL
Un-funded liability recognized in Balance sheet	61,26,205	51,21,175
Profit & Loss Account Statement	31.03.2016	31.03.2015
Interest cost for the year	4,09,694	5,39,862
Service Cost for the year	32,81,054	29,35,709
Actual return on plan assets from 01.04.15 to 31.03.16	NIL	NIL
Actuarial (Gain) / Loss on obligations	(16,03,067)	(16,99,765)
Gratuity to be provided as expenses in Profit & Loss a/c.	20,87,681	17,75,806

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)

(All amounts in ₹ unless otherwise stated)

39 Segment Reporting:

The Company is engaged in the business of Industrial Rubber Products and there is no reportable segment as per Accounting Standard (AS 17) 'Segment Reporting'.

The company identified geographical locations as secondary segments. The products of the company are sold both in the domestic & export markets, which are considered different geographical segments. Segment-wise revenues are as under:

Revenue	31.03.2016	31.03.2015
Domestic	1,06,23,70,370	1,08,69,18,931
Export	1,11,51,97,449	94,94,11,398
Total	2,17,75,67,819	2,03,63,30,329

The company has manufacturing facility at Nagpur, India. It is not possible to directly attribute or allocate on a reasonable basis, the expenses, assets and liabilities to these geographical segments.

40 Deferred Tax:

Deferred Tax has been provided in accordance with Accounting Standard 22- Accounting for Taxes on income issued by the Institute of Chartered Accountants of India. The major components of the net deferred tax liability as on 31.03.2016 are as under:

	31.03.2015	During the year	31.03.2016
DEFERRED TAX LIABILITY			
Depreciation	12,38,61,136	2,35,29,030	14,73,90,166
DEFERRED TAX ASSETS			
Provision for Employees Benefits	(2,51,89,528)	(1,46,73,844)	(3,98,63,372)
Net Deferred Tax Liability	9,86,71,608	88,55,186	10,75,26,794

DEPRICIATION

The company has provided Depreciation on Fixed Assets, as prescribed by "PART C" of schedule II to the companies Act 2013. The carrying values have been depreciated over the remaining useful lives of the assets and recognised in the statement of profit and loss account.

41 Related Parties Disclosures:

I. Names of Related parties with whom transactions have taken place during the year:

A. Subsidiary Companies

1 Subsidiary

- i. Pix Transmissions (Europe) Limited, England
- ii. Pix Middle East FZC, UAE

2 Fellow Subsidiaries

- i. Pix Germany GmbH, Germany
(Subsidiary company of Pix Transmissions (Europe) Limited)

B. Joint Venture Company

- i. Pix QCS Limited, Ireland
- ii. Pix Middle East Trading LLC, UAE
(Joint Venture of Pix Middle East FZC,UAE)

C. Key Management Personnel:

- i. Mr. Sukhpal Singh Sethi
- ii. Mr. Amarpal Sethi
- iii. Mr. Sonopal Sethi
- iv. Mr. Rishipal Sethi

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)

(All amounts in ₹ unless otherwise stated)

- v. Mr. Karanpal Sethi
- vi. Mr. Joe Paul
- vii. Miss Shirley Paul

D Enterprises over which key Management Personnel or Relatives have influence

- i. Amit Beneficiary Trust
- ii. K. S. Beneficiary Trust
- iii. R. S. Beneficiary Trust
- iv. M/s Prominent Infrastructure Ltd

II. Transactions with related parties for the year ended March 31, 2016

	31.03.2016	31.03.2015
A-1 Subsidiary		
Sale of Goods	19,94,85,668	23,21,41,514
A-2 Fellow Subsidiaries		
Sale of Goods	11,19,90,686	11,73,78,153
B Joint Venture		
Interest	-	-
C Key Management Personnel:		
Remuneration Paid	5,00,53,770	4,62,51,225
Interest Paid	2,07,30,300	1,81,61,000
Perquisites/Allowances Paid	-	-
Rent Paid	4,08,100	4,02,170
D Enterprise over which key Management Personnel or Relatives have influence		
Rent Paid	25,74,000	25,74,000
iii. Balance at the end of the year 31st March 2016		
A-1 Subsidiary		
Trade Receivables	14,93,33,551	15,77,33,152
Loan & Advances	42,29,963	41,31,815
Interest Receivables	6,76,794	2,75,280
Investment	1,05,75,960	1,05,75,960
A-2 Fellow Subsidiaries		
Trade Receivables	6,69,43,054	5,97,87,395
B Joint Venture		
Trade Receivables		NIL
Investment	31,56,000	31,56,000
Interest Receivables	1,69,539	5,04,960
Loan & Advances	10,59,621	10,59,621
C Key Management Personnel:		
Payables	18,46,94,322	16,57,16,011

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)

(All amounts in ₹ unless otherwise stated)

42 Additional Information pursuant to Part I and II of Schedule III to the Companies Act, 2013

(All amounts in ₹ unless otherwise stated)

Quantitative details of goods for the year ended 31st March 2016 (As certified by Management)

A Goods Purchased

Particulars	Current Year Value	Previous Year Value
1 Rubber	19,20,10,772	20,69,32,144
2 Carban Black	6,56,42,250	8,68,26,527
3 Rayon	24,47,62,287	28,28,99,621
4 Chemicals	7,87,91,343	8,94,88,629
5 Fuel & Oil	4,38,89,730	4,76,18,749
6 Others	5,07,39,758	2,11,21,861
Total	67,58,36,140	73,48,87,531

B TURNOVER

S.No.	Class of Goods	Opening Stock As at 1.4.2015 (₹ In Lacs)	Closing Stock As at 31.3.2016 (₹ In Lacs)	Turnover As at 31.3.2016 (₹ In Lacs)
1	V-Belts	1,583.78	1370.17	21582.50
	Previous Year	1,396.93	1583.78	20177.09
2	Other Sales & Service	-	-	193.18
	Previous Year	-	-	126.26
	Total	1,583.78	1,370.17	21,775.68
	Previous Year	1,396.93	1,583.78	20,303.35

C Work in Progress

Particulars	Current Year	Previous Year
Work in Progress	6,62,97,459	5,20,80,965

42 Trading Company Disclosures

S. N.	Particulars	Purchase	
		Current Year	Previous Year
a	Indigenous	1,15,26,050	45,87,642
b	Import	23,49,463	12,99,285
	Total	1,38,75,513	58,86,927

S. N.	Particulars	Sales	
		Current Year	Previous Year
a	Domestic	1,04,30,52,626	1,05,59,34,156
b	Export	1,11,51,97,449	96,35,45,480
	Total	2,15,82,50,075	2,01,94,79,636

NOTES to the financial statements for the year ended 31st March, 2016 (Contd....)

(All amounts in ₹ unless otherwise stated)

43 Value of imported and indigenous raw materials stores and sapre parts consumed during the period. (As Certified by Management)

A Raw Materials

S.N	Items	Current Year		Previous Year	
		Value	Percentage	Value	Percentage
1	Indigenous	49,95,06,362	70%	50,44,83,722	69%
2	Imported	21,39,84,578	30%	23,14,12,351	31%
		71,34,90,940		73,58,96,073	

B Stores and Spares

S.N	Items	Current Year		Previous Year	
		Value	Percentage	Value	Percentage
1	Indigenous	13,66,32,525	93%	9,37,87,528	92%
2	Imported	1,02,84,169	7%	81,55,438	8%
		14,69,16,694		10,19,42,966	

44 Imports

Particulars	Current Year	Previous Year
A Raw Materials (On CIF Basis)	18,77,76,759	22,00,84,472
B Capital Goods (On CIF Basis)	8,53,87,029	4,24,27,800
Stores & Spares	45,35,396	31,55,870
Trading Goods	10,95,574	13,33,675

45 Expenditure in Foreign currency

Particulars	Current Year	Previous Year
A Travelling	1,86,27,062	1,65,19,719
B Others	46,73,936	29,99,616

46 Earning in Foreign Currency

Particulars	Current Year	Previous Year
A Exports of Goods (On FOB basis)	1,02,69,89,194	94,94,11,398
B Dividend	0	0

Notes: The previous year figures are regrouped , wherever necessary to confirm with this year classification.

Pix Transmissions Limited
J-7, MIDC, Hingna Road, Nagpur - 440 016
Consolidated Financial Statements 2015-16

INDEPENDENT AUDITOR'S REPORT**TO THE MEMBERS OF PIX TRANSMISSIONS LIMITED****Report on the Consolidated Financial Statements**

1. I have audited the accompanying consolidated financial statements of PIX TRANSMISSIONS Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including 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 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.

Other Matter

I did not audit the financial statement of subsidiaries & Joint Venture Company as at 31st March 2016. These financial statements audited by other auditors whose reports have not been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub section (3) and (11) of section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on Management accounts certified by the Management.

Auditor's Responsibility

1. My responsibility is to express an opinion on these consolidated financial statements based on my audit.
2. I 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.
3. I conducted my audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
4. 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, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. 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.

5. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion on the consolidated financial statements.

Opinion

6. In my opinion and to the best of my information and according to the explanations given to me, the aforesaid consolidated 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 profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

7. As required by 'the Companies (Auditor's Report) Order, 2016 issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as I considered appropriate and according to the information and explanations given to me, I give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
8. As required by Section 143 (3) of the Act, I report that:
 - A. I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit.
 - B. In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - C. The 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 my opinion, the aforesaid consolidated 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 the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.

- F. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to my separate report in Annexure-"A" and
- G. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in my opinion and to the best of my information and according to the explanations given to me:
- i. The Company has no pending litigation during the financial year ended 31st March, 2016.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **S. C. Bandi & Co.**
Chartered Accountants
Firm Reg. No.130850W

S.C. BANDI
(Proprietor)
M. No.16932

Place: Mumbai

Date: 28th May 2016

ANNEXURE - A TO THE AUDITOR'S REPORT

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

In conjunction with my audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2016 we have audited the internal financial controls over financial reporting of Pix Transmissions Limited (hereinafter referred to as "the Holding Company") and its subsidiary companies and Joint Venture Company, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiary companies and Joint Venture companies, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 the respective 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.

Other Matters

I did not audit the financial statement of subsidiaries & Joint Venture Company as at 31st Mach 2016. These financial statements audited by other auditors whose reports have not been furnished to me by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and my report in terms of sub section (3) and (11) of section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and Joint Venture Companies is based solely on Management accounts certified by the Management.

My opinion on the consolidated financial statements, and my reports on Other Legal and Regulatory requirements below, is not modified in respect of the above matter with respect to my reliance on the work done and the reports of the other auditors and the financial statement certified by the Management.

Auditors' Responsibility

My responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my audit. I conducted my 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 section 143(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.

My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. My 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.

I believe that the audit evidence I have obtained and the audit evidence obtained by the other auditors of the subsidiary companies, in terms of their reports referred to in the Other Matters is sufficient and appropriate to provide a basis for my 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 transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the 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 to the best of our information and according to explanation given to us the holder Company and its Subsidiary Company and Joint Ventrue Company 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 31 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 **S. C. Bandi & Co.**
Chartered Accountants
Firm Reg. No.130850W

S.C. BANDI
(Proprietor)
M. No.16932

Place: Mumbai
Date: 28th May 2016

Pix Transmissions Limited
Consolidated Balance Sheet
As at 31st March, 2016

All amounts in ₹ unless otherwise stated

Particulars	Note	As at 31st March, 2016	As at 31st March, 2015
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	3	1,36,241	1,36,241
Reserves and Surplus	4	13,78,607	13,59,403
Minority Interest	5		-
Non-Current Liabilities			
Long-term Borrowings	6	4,79,420	5,92,274
Deferred Tax Liabilities (Net)	7	1,07,527	98,672
Long Term Provisions	8	71,253	58,605
Current Liabilities			
Short-Term Borrowings	9	7,73,888	7,52,032
Trade Payables	10	2,07,431	1,42,665
Other Current Liabilities	11	1,00,301	1,02,508
Short-term Provisions	12	46,710	46,076
Total		33,01,378	32,88,476
ASSETS			
Non-Current Assets			
Fixed Assets			
Tangible Assets	13	17,01,117	16,36,915
Intangible Assets	14	25,984	34,735
Capital Work-in-Progress	15	62,083	-
Long Term Loans and Advances	16	54,277	88,690
Other Non-current Assets	17	68	80,384
Current Assets			
Current Investments	18	1,39,311	1,29,473
Inventories	19	4,35,309	5,60,763
Trade Receivables	20	5,27,229	4,85,157
Cash and Cash Equivalents	21	2,36,619	1,58,754
Short-Term Loans and Advances	22	1,13,837	1,08,560
Other Current Assets	23	5,545	5,044
Total		33,01,378	32,88,476

Summary of Significant Accounting Policies

The accompanying notes are an integral part of these financial statements

As per our report of even date

For S. C. Bandi & Co.
Chartered Accountants

S. C. Bandi
Proprietor
Firm Reg. No.130850W
Membership No: 16932

Mumbai, 28.05.2016

For and on behalf of Board of Directors

SHRI AMARPAL SETHI
(CHAIRMAN & MANAGING DIRECTOR)

SHRI SONEPAL SETHI
[JOINT MANAGING DIRECTOR]

SHRI SHYBU VARGHESE
(COMPANY SECRETARY)

SHRI KARANPAL SETHI
(C.F.O.)

SHRI MOHD ADIL ANSARI
[DIRECTOR]

Pix Transmissions Limited
Consolidated Statement of Profit and Loss
For the year ended 31st March, 2016

All amounts in ₹ unless otherwise stated

Particulars	Note	Year Ended 31st March, 2016	Year Ended 31st March, 2015
REVENUE			
Revenue from Operation	24	23,42,023	21,92,403
Other Income	25	32,042	26,235
Total		23,74,065	22,18,638
EXPENSES			
Cost of Materials Consumed	26	8,87,353	8,75,763
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	27	7,144	(26,014)
Employee Benefit Expense	28	4,94,066	4,23,173
Other Expenses	29	5,90,595	5,61,766
Financial Costs	30	1,67,056	1,91,026
Depreciation and Amortization Expense	31	1,30,433	1,28,067
Total		22,76,648	21,53,781
Profit Before Tax		97,417	64,857
Tax Expense:			
Current Tax		23,199	12,500
Deferred Tax		8,855	13,254
Profit for the Year		65,363	39,103
Earning per Share	32		
Basic (FaceValue of ₹ 10 each)		4.80	2.87
Diluted (FaceValue of ₹ 10 each)		4.80	2.87

Summary of Significant Accounting Policies

The accompanying notes are an integral part of these financial statements

As per our report of even date

For S. C. Bandi & Co.
Chartered Accountants

S. C. Bandi
Proprietor
Firm Reg. No.130850W
Membership No: 16932

Mumbai, 28.05.2016

For and on behalf of Board of Directors

SHRI AMARPAL SETHI
(CHAIRMAN & MANAGING DIRECTOR)

SHRI SONEPAL SETHI
[JOINT MANAGING DIRECTOR]

SHRI SHYBU VARGHESE
(COMPANY SECRETARY)

SHRI KARANPAL SETHI
(C.F.O.)

SHRI MOHD ADIL ANSARI
[DIRECTOR]

Pix Transmissions Limited
Consolidated Cash Flow Statement for the year ended 31 March, 2016

All amounts in ₹ unless otherwise stated

PARTICULARS	YEAR ENDED 31.03.2016		YEAR ENDED 31.03.2015	
A. Cash flow from operating activities				
Profit / (Loss) before extraordinary items and tax		97,417		64,857
<i>Adjustments for:</i>				
Depreciation and amortisation expense	1,30,433		1,28,067	
Finance costs	1,67,056		1,91,026	
		2,97,489		3,19,093
Operating profit / (loss) before working capital changes		3,94,906		3,83,950
<i>Changes in working capital:</i>				
<i>Adjustments for (increase) / decrease in operating assets:</i>				
Inventories	1,25,454		(5,366)	
Trade receivables	(42,072)		80,817	
Short-term loans and advances	(5,277)		84,365	
Long-term loans and advances	34,412		3,53,205	
Other current assets	(501)		18,346	
Other non-current assets	80,316		75,488	
	1,92,334		6,06,855	
<i>Adjustments for increase / (decrease) in operating liabilities:</i>				
Trade payables	64,766		(2,82,376)	
Other current liabilities	(2,207)		(13,860)	
Short-term provisions	(22,565)		(3,85,147)	
Long-term provisions	12,647		7,327	
	52,642		(6,74,056)	
Cash flow from extraordinary items		2,44,975		(67,201)
Cash generated from operations		-		-
Net Income tax (paid) / refunds		6,39,882		3,16,749
Net cash flow from / (used in) operating activities (A)		6,39,882		3,16,749
B. Cash flow from investing activities				
Capital expenditure on fixed assets, including capital advances	(2,55,289)		(3,84,359)	
Proceeds from sale of fixed assets	7,324		75,990	
Change in Non-current Investment	-		-	
Change in Current Investment	(9,838)		15,823	
	(2,57,803)		(2,92,546)	
Net Wealth Tax Paid		(2,57,803)		(2,92,546)
Net Income tax (paid) / refunds		-		(200)
Net cash flow from / (used in) investing activities (B)		(2,57,803)		(2,92,746)
C. Cash flow from financing activities				
Proceeds from issue of equity shares				
Increase In Security Premium				
Capital Loss (Exchange gain/Loss)	(21,560)		(19,548)	
Redemption / buy back of preference / equity shares			-	
Proceeds from long-term borrowings	(1,12,854)		1,04,682	
Repayment of long-term borrowings				
Net increase / (decrease) in working capital borrowings	21,855		61,709	
Finance costs (includes borrowing costs capitalised)	(1,67,056)		(1,91,026)	
Dividends paid	(20,438)		(13,625)	
Tax on dividend	(4,161)		(2,600)	
		(3,04,213)		(60,408)
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		77,865		(36,406)
Cash and cash equivalents at the beginning of the year		1,58,754		1,95,159
Cash and cash equivalents at the end of the year		2,36,619		1,58,754

Summary of Significant Accounting Policies

The accompanying notes are an integral part of these financial statements

As per our report of even date

For S. C. Bandi & Co.
Chartered Accountants

S. C. Bandi
Proprietor
Firm Reg. No.130850W
Membership No: 16932

Mumbai, 28.05.2016

For and on behalf of Board of Directors

SHRI AMARPAL SETHI
(CHAIRMAN & MANAGING DIRECTOR)

SHRI SONEPAL SETHI
[JOINT MANAGING DIRECTOR]

SHRI SHYBU VARGHESE
(COMPANY SECRETARY)

SHRI KARANPAL SETHI
(C.F.O.)

SHRI MOHD ADIL ANSARI
[DIRECTOR]

NOTES to the consolidated financial statements for the year ended 31st March, 2016

(All amounts in ₹ unless otherwise stated)

1 Company Information

Pix Transmissions Limited was incorporated on 22nd July 1981 as a private limited company in the State of Maharashtra, India. The status of Pix Transmissions Limited changed from a Private Limited company to a Public Limited Company effective 27th September 1989. Pix Transmissions Limited completed its initial public offering of its equity shares in India in 4th December 1989. It is now listed on The Stock Exchange, Mumbai (BSE).

The Company has trading subsidiaries in the UK, Germany & Middle East.

It has a wholly owned subsidiary in the UK, Pix Transmissions Europe Limited (PTEL).

The Company owns 100% equity interest in Pix Middle East FZC, UAE a company incorporated in UAE.

The company has also entered in joint venture with Pix QCS Limited (50% interest), a company incorporated in Ireland.

2 Significant Accounting Policies

2.1 Basis of Accounting:

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on an accrual basis with the accounting standards notified under Section 211(3C) of the Companies Act, 1956 (which continue to be applicable in respect of section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs) and the relevant provisions of the Companies Act 1956 /Companies Act 2013. Accounting Policies not stated explicitly otherwise are consistent with generally accepted accounting principles in India.

The financial statements of the Parent Company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses

after eliminating intra-group balances and transactions and resulting unrealized profits in full. Unrealized losses resulting from intra-group transactions have also been eliminated unless cost cannot be recovered in full. The amount shown in respect of accumulated reserves, is the total amount of the relevant reserves as per the balance sheet of the parent company and its share in the post acquisition increase/decrease in the reserves/deficit of its subsidiaries.

2.2 The consolidated financial statements are prepared under the historical cost convention on the accrual basis of accounting in accordance with the generally accepted accounting principles, the applicable mandatory Accounting Standards and the relevant provisions of the Companies Act, 2013.

2.3 Consolidated Financial Statements are prepared using uniform accounting policies across the Group. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule II to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has determined its operation cycle as twelve months for the purpose of current - non current classification of assets and liabilities.

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amounts of assets that the management co-markets and liabilities disclosure of contingent liabilities as on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known/ materialized.

Revenue Recognition:

Sales are recognised when the substantial risk and rewards of ownership in the goods are transferred to the buyer, upon supply of goods, and are recorded net of trade discount, sales taxes and

excise duties. It does not include inter-divisional transfers.

Income from export incentives such as duty drawback and premium on sale of import licences is recognised on cash basis.

Interest is booked on a time proportion basis taking into account the amounts invested and the rate of interest. Dividend income on investment is accounted for when the right to receive the payment is established.

2.4 Tangible Fixed Assets

Fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Subsequent expenditures related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing assets beyond its previously assessed standard performance.

Losses arising from the requirement of, and gains or losses arising from disposal of fixed assets which are carried at cost are recognised in the Statement of Profit and Loss.

Depreciation is provided based on the useful life of the assets as prescribed in the schedule II to the Companies Act 2013. Free hold Land is not depreciated.

Depreciation is provided by Pix Middle East FZC using straight line method over their estimated useful economic lives.

Depreciation is provided by Pix Transmissions Europe Limited using straight line method over their estimated useful economic lives.

2.5 Intangible Assets

Intangible Assets are stated at cost of acquisition less accumulated amortisation and accumulated impairment loss, if any.

2.6 Impairment of Assets

Impairment loss, if any, is provided to the extent, the carrying amount of assets exceeds their recoverable amount. Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing

use of an asset and from its disposal at the end of its useful life.

Assessment is done at each balance sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased.

2.7 Investment

Investments are classified into current and long-term investments. Long-term investments are carried at cost. Cost of acquisition includes all costs directly incurred on the acquisition of the investment after providing for diminution in value, if such diminution is of permanent nature.

2.8 Inventories

Inventories are valued at lower of cost, computed on a weighted average basis, and estimated net realisable value, after providing for cost of obsolescence and other anticipated losses, wherever considered necessary. Finished goods and work in progress include costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

2.9 Trade Receivables and Loans and Advances

Trade Receivables and Loans and Advances are stated at book value and no provision is made for doubtful debts.

2.10 Foreign Currency Transactions:

Transactions in foreign currencies are converted in Rupees at the rate prevailing on the transaction date. Monetary assets and liabilities denominated in foreign currencies are translated at the period ending exchange rates. Gains/losses arising on account of realisation/settlement of foreign exchange transactions and on translation of foreign currency assets and liabilities are recognised in the Statement of Profit and Loss.

All Foreign Currency liabilities and monetary assets are stated at the exchange rate prevailing as at the date of Balance Sheet and the difference taken to Statement of Profit & Loss as Exchange Fluctuation loss or gain.

2.11 Employee Benefits:

A. Post-employment Benefits

i. Defined Contribution Plans:

The Company has a Defined Contribution Plan for Post employment benefit in the form of Provident Fund for all employees which are administrated by Regional Provident Fund Commissioner.

ii. Defined Benefit Plans:

Funded Plan: The Company has defined benefit & Leave Encashment plan for Post-employment benefit in the form of Gratuity for all employees. Liability for above defined benefit plan is provided on the basis of valuation, as at the Balance Sheet date, the actuarial method used for measuring the liability is the Projected Unit Credit method.

B. Gratuity:

The Provision has been made in the accounts for the present liability for future payment of gratuity to employees of the company in terms of Payment of Gratuity act, 1972.

C. The actuarial gains and losses arising during the year are recognized in the Profit & Loss Account of the year.

2.12 Expenditure

Expenses are accounted on an accrual basis and provision is made against all known losses and liabilities.

Revenue expenditure on research and development is charged against the profit of the year in which it is incurred. Capital expenditure on research and development is shown as an addition to fixed assets.

2.13 Current and Deferred Tax

Income taxes comprise of current tax and deferred tax charge. Current tax is the amount of tax payable on the taxable income for the year determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively

enacted by the balance sheet date. In the event of unabsorbed depreciation and carry forward losses, deferred tax assets are recognised only to the extent that there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available to realise such assets. In other situations, deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available to realise these assets.

2.14 Borrowing Cost

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset is charged to Profit & Loss Account.

2.15 Contingencies

The Company creates a provision for loss, contingencies arising from claims, litigations, assessment, fines, penalties etc when there is a present obligation as a result of past events that probably requires outflow of resources and a reliable estimate can be made of the amount of obligation.

2.16 Segment Reporting

The Company is engaged in the business of Industrial Rubber Products and there is no reportable primary segment as per Accounting Standard (AS 17) 'Segment Reporting'.

The company identified geographical locations as secondary segments. The products of the company are sold both in the domestic & export markets, which are considered different geographical segments.

2.17 Earning Per Share

Basic earning per share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources.

NOTES to the consolidated financial statements for the year ended 31st March, 2016 (Contd..)
(All amounts in ₹ in thousand, unless otherwise stated)

3 SHARE CAPITAL

The Authorised, Issued, Subscribed and Fully paid-up share capital comprises of equity shares having a par value of ₹ 10 each as follows:

	31.03.2016	31.03.2015
A Authorised		
i. 2,05,00,000 (Previous year 2,05,00,000) equity shares of ₹ 10 each	2,05,000	2,05,000
ii. 14,50,000 (Previous year 14,50,000) Convertible 6% Preference Shares of ₹ 100 each	1,45,000	1,45,000
iii. 15,00,000 (Previous year 15,00,000) non-convertible 6% cumulative Redeemable Preference Shares of ₹ 100 each	1,50,000	1,50,000
	5,00,000	5,00,000
B Issued, Subscribed and Fully paid up		
i. 1,36,25,200 (Previous year 1,36,25,200) equity shares of ₹ 10 each Less: Allotment money in arrears from public other than Directors	1,36,252 (11)	1,36,252 (11)
ii. NIL (Previous year 4,69,610) non-convertible 6% cumulative Redeemable Preference Shares of ₹ 100 each	-	-
	1,36,241	1,36,241
Reconciliation of numbers of shares		
Equity Shares		
Opening Balance	1,36,25,200	1,36,25,200
Changes during the year	-	-
Closing balance	1,36,25,200	1,36,25,200

a. Equity Shares

The company has one class of shares having par value of ₹ 10 each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

NOTES to the consolidated financial statements for the year ended 31st March, 2016 (Contd..)

(All amounts in ₹ in thousand, unless otherwise stated)

Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Equity Shares	31.03.2016		31.03.2015	
	No of Shares	%	No of Shares	%
NIRMAL SETHI	959212	7.04%	959212	7.04%
SONEPAL SETHI & KAMALPREET SETHI	1507208	11.06%	1498295	11.00%
AMARPAL SETHI & INDERJEET SETHI	1023375	7.51%	1008325	7.40%
INDERJEET SETHI & AMARPAL SETHI	843531	6.19%	841901	6.18%
SUKHPAL SINGH SETHI & DAVINDER SETHI	857145	6.29%	853645	6.27%
DAVINDER SETHI & SUKHPAL SINGH SETHI	656857	4.82%	654057	4.80%
RISHIPAL SETHI & SABA SETHI	11,61,857	8.53%	11,54,807	8.48%
KARANPAL SETHI	9,70,805	7.13%	9,61,360	7.06%

4 Reserves and Surplus

Reserves and surplus consist of the following reserves:		
a. Securities Premium Reserves	1,38,709	1,38,709
b. Capital Reserves	9,408	9,408
c. Capital Reserves on Consolidation	(41,074)	(27,061)
d. Capital Redemption Reserves	1,12,413	1,12,413
e. Amalgamation Reserves	33,742	33,742
f. General Reserves	25,193	25,193
g. Exchange Rate Difference Reserve	(7,162)	384
h. Surplus in Statement of Profit and Loss		
Opening Balance	10,66,615	10,44,051
Current year Addition/(Deduction)	65,363	38,990
Less: Appropriations	(24,598)	(16,426)
Transferred to Capital Redemption Reserve		-
Proposed Dividend on Equity Shares Dividend	6,813	13,625
Tax on Dividend	1,387	2,600
Interim Dividend (Fy 2015-2016)	13,625	-
Tax On Interim Dividend	2,774	-
Dividend on Non-Convertible Preference Shares	-	-
Dividend on Convertible Preference Shares	-	-
Wealth Tax	-	200
	11,07,379	10,66,615
Total Transferred to Balance Sheet	13,78,607	13,59,403
5 Minority Interest		
Minority Interest	-	-
	-	-
6 Long Term Borrowings		
Long term borrowing consist of the following:		
a. Secured Loans		
Term Loan	1,83,911	2,55,725
Loan Against Hypothication of Vehicle	3,187	4,382
	1,87,097	2,60,107

NOTES to the consolidated financial statements for the year ended 31st March, 2016 (Contd..)

(All amounts in ₹ in thousand, unless otherwise stated)

6 Long Term Borrowings (Contd.....)	31.03.2016	31.03.2015
b. Unsecured Laon		
From Others (Financial Companies)	54,786	57,962
From Directors	2,37,536	2,74,206
Total	2,92,323	3,32,168
TOTAL (A + B)	4,79,420	5,92,274

- i Term loan from banks are secured by first pari passu charge on all fixed assets and second charge on current assets of the company.
- ii Coporate loan and working capital from banks are secured by first pari passu charge on current assets and second charge on all fixed assets.
- iii Loan received against Hypothecation of vehicle is fully secured against vehicles.
- iv New and Previous Term Loans taken from banks are carried at the interest rate 12.75% (Previous Year 13.20% to 14.70%). The Loans are repayable in monthly installments as per payment schedule

	31.03.2016	31.03.2015
7 Deferred Tax		
Deferred tax liability (net)	1,07,527	98,672
	1,07,527	98,672
8 Other Long Term Liabilities		
Provision For Gratuity	71,253	58,605
	71,253	58,605
9 Short Term Borrowings		
Working Capital Loan from Banks	4,61,951	4,63,686
Term Loan due within 12 Months	78,630	74,928
Loan Against Hypothication of Vehicles	3,587	5,779
From Banks Against Bill Discounting	2,29,720	2,07,638
	7,73,888	7,52,032

- 1 Working Capital from banks are secured by first pari pasu charges on current assets and second
- 2 charges on all fixed assets.Term loan from banks are secured by first pari passu charge on all
- 3 fixed assets and second charge on current assets of the company.Term loan/Working capital facilities are further secured by personal guarantee of three promoter's directors.

10 Trade Payables		
Sundry Creditors	2,07,431	1,42,665
	2,07,431	1,42,665

The Company has not received information from vendors regarding their status under the Micro Small and Medium Enterprises Development Act, 2006. Hence disclosures relating to amounts un-paid as at yearly end together with interest paid / payable under this Act have not been given.

NOTES to the consolidated financial statements for the year ended 31st March, 2016 (Contd..)

(All amounts in ₹ in thousand, unless otherwise stated)

	31.03.2016	31.03.2015
11 Other Current Liabilities		
Unclaimed Dividend	18,298	3,967
Advance from Customers	6,783	16,835
Employees Benefits Payables	72,165	77,618
TDS Payable	3,055	4,087
	1,00,301	1,02,508
12 Short Term Provisions		
Proposed Equity Dividend	6,813	13,625
Provision For Tax On Proposed Equity Dividend	1,387	2,600
Provision for Income Tax	32,384	24,729
Provision for Employees Benefits	6,126	5,121
	46,710	46,076

SCHEDULE - 13 TANGIBLE ASSETS

DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Gross Value As on 01.04.2015	Additions During the Year	Sold/Trf. During the Year	Total Gross Value as on 31.03.2016	As on 01.04.2015	For the Year	Less Written off	TOTAL 31.03.2016	Net Value As on 31.03.2016	Net Value As on 31.03.2015
Plot	1,52,611	-	-	1,52,611	-	-	-	-	1,52,611	1,52,611
Factory Premises	7,66,289	39,342	-	8,05,632	93,342	25,900	-	1,19,243	6,86,389	6,72,947
Plant & Machinery	12,65,117	1,18,845	13,033	13,70,929	6,44,391	53,820	6,977	6,91,234	6,79,695	6,20,726
Furnitures & Fixtures	76,088	12,170	-	88,258	35,987	4,665	-	40,651	47,607	40,102
Electrical Installations	1,58,619	7,379	-	1,65,998	49,036	20,467	-	69,503	96,495	1,09,583
Office Equipments	67,161	5,975	-	73,136	50,011	6,214	-	56,224	16,911	17,150
Vehicles	33,074	2,909	3,967	32,015	9,278	4,027	2,699	10,606	21,409	23,795
TOTAL	25,18,960	1,86,619	17,000	26,88,579	8,82,045	1,15,093	9,676	9,87,462	17,01,117	16,36,915
Previous Year	21,45,183	3,84,091	10,314	25,18,960	7,71,387	1,13,576	2,918	8,82,045	16,36,915	13,73,797

SCHEDULE - 14 INTANGIBLE ASSETS

DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Gross Value As on 01.04.2015	Additions During the Year	Sold/Trf. During the Year	Total Gross Value as on 31.03.2016	As on 01.04.2015	For the Year	Less Written off	TOTAL 31.03.2016	Net Value As on 31.03.2016	Net Value As on 31.03.2015
Goodwill	37,969	3,031.49	-	41,001	11,744	8,101	-	19,845	21,156	26,225
Software	17,780	3,556	-	21,336	9,270	7,238	-	16,508	4,828	8,510
TOTAL	55,749	6,588	-	62,337	21,014	15,339	-	36,353	25,984	34,735

SCHEDULE - 15 CAPITAL WORK IN PROGRESS

DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Gross Value As on 01.04.2015	Additions During the Year	Sold/Trf. During the Year	Total Gross Value as on 31.03.2016	As on 01.04.2015	For the Year	Less Written off	TOTAL 31.03.2016	Net Value As on 31.03.2016	Net Value As on 31.03.2015
FURNITURE & FIXTURE	-	2034	-	2,034	-	-	-	-	2,034	-
PLANT & MACHINERY	-	60049	-	60,049	-	-	-	-	60,049	-
TOTAL	-	62,083	-	62,083	-	-	-	-	62,083	-

NOTES to the consolidated financial statements for the year ended 31st March, 2016 (Contd..)
(All amounts in ₹ in thousand, unless otherwise stated)

16 Long Term Loans and Advances

Particulars	31.03.2016	31.03.2015
Loans and Advances to Related Parties	1,060	1,060
Securities Deposits	9,591	8,801
Loans and Advances to Employees	3,626	4,786
Advance Tax (net of Provision)	40,000	35,000
Receivable from Government Departments	-	39,044
	54,277	88,690

Note: In the opinion of the Board of Directors, the Current Assets, Loans and Advances are approximately of the values stated, if realized in the ordinary course of business. The Provision for depreciation and all known liabilities are adequate and not in excess of the amount reasonably necessary.

17 Other Non-current Assets

Particulars	31.03.2016	31.03.2015
Product Development Expenditure (Unsecured , Considered good unless stated otherwise)	-	80,000
Preliminary Expenditure	68	384
	68	80,384

18 # SHORT TERM INVESTMENT [AT COST]

PARTICULARS	31.03.2016			31.03.2015		
	UNITS	FACE VALUE	TOTAL VALUE	UNITS	FACE VALUE	TOTAL VALUE
INVESTMENT IN MUTUAL FUNDS						
HDFC MUTUAL FUND						
HDFC FMP 378 D Regular	-	-	-	5,00,000	10	5,000
HDFC Liquid Growth Fund	18,00,000	10	18,000	18,00,000	10	18,000
SUB TOTAL			18,000			23,000
Kotak FMP Series 137 371 Days Growth	5,00,000	10	5,000	5,00,000	10	5,000
IDFC Fixed Term Plan Series 79 Regular Plan Growth	5,00,000	10	5,000	5,00,000	10	5,000
ICICI Prudential FMP Series 72 425 Days Plan N Regular Plan Cumulative	5,00,000	10	5,000	5,00,000	10	5,000
ICICI Prudential FMP Series 73378 Days Plan O Regular Plan Cumulative	5,00,000	10	5,000	5,00,000	10	5,000
Kotak Floater Short Term Daily Dividend	-	-	-	43,023	1,000	43,023
IDFC Dynamic Bond Fund Regular Plan Growth	2,95,529	17	5,000	-	-	-
Kotak Bond Scheme Plan A Regular Plan Groth	1,25,346	40	5,000	-	-	-
Kotak Medium Term Fund Regular Plan Growth	4,50,013	11	5,000	-	-	-
Birla Sund linfe Active Debt Multi Manager FOF Scheme Growth	2,61,557	19	5,000	-	-	-
Kotak Floater Short Term Regular Plan Daily Dividend-DR	25,910	1,012	26,211	-	-	-
Sundaram Flexible Fund Short Term Plan Regular Growth	9,00,000	10	9,000	9,00,000	10	9,000
Sub Total			75,211			72,023
SBI MUTUAL FUND						
SBI Premiere Liquid Fund- Regular Plan - Daily Dividend	45,951	1,003	46,100	34,450.58	1,000	34,451
SUB TOTAL			46,100			34,451
TOTAL CURRENT INVESTMENTS			1,39,311			1,29,473

NOTE :1: AGGREGATE VALUE OF QUOTED INVESTMENT AT COST RS.139311152/- PREVIOUS YEAR RS. 129473438.00 MARKET VALUE OF INVESTMENT RS. 150238095/- PREVIOUS YEAR RS. 145060085/-

NOTES to the consolidated financial statements for the year ended 31st March, 2016 (Contd..)
(All amounts in ₹ in thousand, unless otherwise stated)

19 Inventories

Particulars	31.03.2016	31.03.2015
(At lower of cost and net realisable value)		
Raw Material	89,649	1,27,304
Work-in-progress	66,297	52,081
Finished Goods	1,37,017	1,58,378
Stores and Spares	30,300	1,26,369
Packing Materials	5,038	3,431
Trading Stock	1,07,007	93,201
	4,35,309	5,60,763

Note: The Value of Stocks is as per inventory taken, prepared, valued and certified by the Management.

20 Trade Receivables

Particulars	31.03.2016	31.03.2015
Unsecured		
i. Considered Good		
Outstanding for a period exceeding six months from the date they are due to payment	15,687	17,521
Others	5,11,542	4,67,636
	5,27,229	4,85,157

21 Cash and Cash Equivalent

Particulars	31.03.2016	31.03.2015
A. Cash in Hand	451	418
B. Bank Balances		
On Current Account	70,298	19,148
On Term Deposit (with original maturity more than 12 months)	1,46,665	1,24,130
Margin Money Deposit	19,205	15,058
	2,36,619	1,58,754

22 Short Term Loans and Advances

Particulars	31.03.2016	31.03.2015
Unsecured Advances Considered Good	37,272	40,163
Security Deposit	15,293	1,715
Balance with Central Excise	40,725	47,039
Receivables from Government Department/Others	15,459	15,503
Interest Receivables	1,627	780
Advances Recoverable In Cash In Kind or Value of Received	3,462	3,360
	1,13,837	1,08,560

23 Other Current Assets

Particulars	31.03.2016	31.03.2015
Pre-paid Expenses	5,545	5,044
	5,545	5,044

NOTES to the consolidated financial statements for the year ended 31st March, 2016 (Contd..)
(All amounts in ₹ in thousand, unless otherwise stated)

24 Revenue from Operation

Particulars	31.03.2016	31.03.2015
A Sale of Products	23,42,023	21,92,403

25 Other Income

Particulars	31.03.2016	31.03.2015
Interest Income	24,516	24,261
Dividend Income	7,297	1,941
Others	228.83	34
	32,042	26,235

26 Cost of Materials Consumed

Particulars	31.03.2016	31.03.2015
Opening Inventories		
Raw Materials	1,27,304	1,28,313
Packing Materials	3,431	4,159
Stores and Spares	1,26,369	1,61,735
Trading Goods	93,201	76,745
	3,50,305	3,70,952
Purchases		
Purchase		
Raw Materials	6,75,836	7,34,888
Packing Materials	25,526	21,217
Stores and Spares	50,847	66,577
Trading Goods	27,143	53,366
	7,79,352	8,76,047
Closing Inventories		
Raw Materials	89,649.24	1,27,304
Packing Materials	5,038.24	3,431
Stores and Spares	30,299.74	1,26,369
Trading Goods	1,17,316.09	1,14,132
	2,42,303	3,71,236
Consumption	8,87,353	8,75,763

27 Change in Inventories

Particulars	31.03.2016	31.03.2015
Opening Inventories		
Work-in-Progress	52,081	44,751
Finished Goods	1,58,378	1,39,693
	2,10,459	1,84,444
Closing Inventories		
Work-in-Progress	66,297	52,081
Finished Goods	1,37,017	1,58,378
	2,03,315	2,10,459
Total Change	7,144	(26,014)

NOTES to the consolidated financial statements for the year ended 31st March, 2016 (Contd..)
(All amounts in ₹ in thousand, unless otherwise stated)

28 Employee Benefits Expense

Particulars	31.03.2016	31.03.2015
i. Salaries	203718	1,82,589
ii. Wages	236835	1,95,697
iii. Contribution to Provident Fund	17865	15,447
iv. Contribution to Gratuity Fund	17765	11,408
v. Staff Welfare Expense	11092	11,414
vi. E.S.I.C.	6792	6,618
	4,94,066	4,23,173

29 Other Expenses

Particulars	31.03.2016	31.03.2015
Advertisement	2345	4,104
Auditor's Remuneration		
- Audit Fees	450	375
- Tax Audit Fees	150	125
Bank Commission	18679	11,294
Cess	1165	1,220
Commission & Brokerage	8608	3,230
Turnover Discount	17687	13,812
Director's Remuneration	50462	46,630
Travelling Expenses	56556	49,183
Discount	80550	61,330
Power Expenses	71690	52,203
Export Expenses	4229	10,542
Freight & Transportation	89118	85,616
Insurance	6410	5,930
Legal & Professional Fees	23380	25,658
Rent	23028	16,153
CSR Expenses	981	1,313
Printing & Stationery	1134	1,403
Repairs & Maintenance	25487	16,691
Car & Scooter Expenses	9097	11,475
Miscellaneous Expenses	86705	78,361
Parker Settlement	0	19,600
Telephone Telex & Postage	5703	5,348
Bad Debts	6666	37,182
Preliminary Expenses Written off	316	316
	5,90,595	5,61,766

NOTES to the consolidated financial statements for the year ended 31st March, 2016 (Contd..)

(All amounts in ₹ in thousand, unless otherwise stated)

30 Finance Cost

Particulars	31.03.2016	31.03.2015
Discounts	-	775
Interest	1,67,056	1,90,251
	1,67,056	1,91,026

31 Depreciation

Particulars	31.03.2016	31.03.2015
Factory Premises	25,900	20,347
Plant & Machinery	53,820	43,162
Furnitures & Fixtures	4,665	10,916
Electrical Installations	20,467	25,918
Office Equipments	6,214	9,572
Vehicles	4,027	3,660
Intangible Assets	15,339	14,491
	1,30,433	1,28,067

32 Earning Per Share (EPS)

Particulars	31.03.2016	31.03.2015
Profit for the year	65,363	39,103
Weighted average number of Equity shares outstanding	1,36,25,200	1,36,25,200
Basic Earning Per Share	4.80	2.87
Weighted average number of potential equity shares outstanding	NIL	NIL
Weighted average number of Equity shares outstanding (including dilutive shares)	1,36,25,200	1,36,25,200
Diluted Earning Per Share	4.80	2.87

33 Contingent Liabilities

Particulars	31.03.2016	31.03.2015
Letters of Credit	72,197	62,765
Bill Discounting	NIL	NIL
Bank Guarantee	274	7,286

34 Depreciation on the Assets added/deducted during the year has been provided on pro-rata basis with reference to the months of addition/deduction.

35 The Company has received loans from Directors. The same has been grouped under long term borrowings.

36 The company has incurred expenditure on development of production of various new belts for local and Export market. The company intends to develop manufacture of speciality belts for the hitec applications and innovations that are coming in the power transmissions industry and Maintenance Free type belts for the new generation packaging machines and EPDM rubber cover belts for automotive industries. These would be able to withstand higher temperature and perform longer.

All the above are new generation products that the company is now proceeding to manufacture to take care of the future needs of the power transmissions industry.

Until last year, the Company has incurred expenditure on development of new products that yet to be manufactured commercially. These have been carried forward in Product Development Expenditures, which are shown under Other Non-Current Assets.

	31.03.2016	31.03.2015
Opening Balance	80,000	1,55,172
Addition/(Deletion) during the year	(80,000)	(75,172)
Total	0	80,000

NOTES to the consolidated financial statements for the year ended 31st March, 2016 (Contd..)

(All amounts in ₹ in thousand, unless otherwise stated)

37 The Accounting Standard 15 (Revised 2005) on "Employee Benefits" issued by the Institute of Chartered Accountants of India (ICAI) has been adopted by the Company as under:

Defined Contribution Plans – The Company has recognized the following amounts in the Profit and Loss Account for the year

Particulars	31.03.2016	31.03.2015
Contribution to Employees Provident Fund	17,865	15,447

38 **Defined Benefit Plan** – The following figures as per actuarial valuation as at the Balance Sheet date have been debited to profit and loss account:

Particulars	31.03.2016	31.03.2015
A Gratuity		
Opening: Actuarial value of Projected Benefit Obligations (PBO)	58,605	51,278
Interest cost for the year	4,688	4,102
Service Cost for the year	4,599	4,169
Benefits paid for the year	(5,117)	(4,081)
Actuarial Gain / (Loss) on obligations	8,477	3,138
Closing: Actuarial value of Projected Benefit Obligations (PBO)	71,253	58,605
Balance Sheet Statement	31.03.2016	31.03.2015
Present value of the obligation at 31.03.16	71,253	58,605
Fair value of plan assets 31.03.16	NIL	NIL
Un-funded liability 31.03.16	71,253	58,605
Un-recognized gains / losses in opening balance	NIL	NIL
Un-funded liability recognized in Balance sheet	71,253	58,605
Profit & Loss Account Statement	31.03.2016	31.03.2015
Interest cost for the year	4,688	4,102
Service Cost for the year	4,599	4,169
Actual return on plan assets from 01.04.15 to 31.03.16	NIL	NIL
Actuarial Gain / (Loss) on obligations	8,477	3,138
Gratuity to be provided as expenses in Profit & Loss a/c.	17,765	11,408
B Leave Encashment		
Changes in Benefit Obligation	31.03.2016	31.03.2015
Opening: Actuarial value of Projected Benefit Obligations (PBO)	5,121	6,748
Interest cost for the year	410	540
Service Cost for the year	3,281	2,936
Benefits paid for the year	(1,083)	(3,403)
Actuarial Gain / (Loss) on obligations	(1,603)	(1,700)
Closing: Actuarial value of Projected Benefit Obligations (PBO)	6,126	5,121
Balance Sheet Statement	31.03.2016	31.03.2015
Present value of the obligation at 31.03.16	6,126	5,121
Fair value of plan Assets 31.03.16	NIL	NIL
Un-funded liability 31.03.16	6,126	5,121
Un-recognized gains / losses in opening balance	NIL	NIL
Un-funded liability recognized in Balance sheet	6,126	5,121
Profit & Loss Account Statement	31.03.2016	31.03.2015
Interest cost for the year	410	540
Service Cost for the year	3,281	2,936
Actual return on plan assets from 01.04.15 to 31.03.16	NIL	NIL
Actuarial (Gain) / Loss on obligations	(1,603)	(1,700)
Gratuity to be provided as expenses in Profit & Loss a/c.	2,088	1,776

NOTES to the consolidated financial statements for the year ended 31st March, 2016 (Contd..)
(All amounts in ₹ in thousand, unless otherwise stated)

39 Segment Reporting:

The Company is engaged in the business of Industrial Rubber Products and there is no reportable segment as per Accounting Standard (AS 17) 'Segment Reporting'.

The company identified geographical locations as secondary segments. The products of the company are sold both in the domestic & export markets, which are considered different geographical segments. Segment-wise revenues are as under:

Revenue	31.03.2016	31.03.2015
Domestic	12,26,826	12,54,982
Export	11,15,197	9,49,411
Total	23,42,023	22,04,393

The company has manufacturing facility at Nagpur, India. It is not possible to directly attribute or allocate on a reasonable basis, the expenses, assets and liabilities to these geographical segments.

40 Deferred Tax:

Deferred Tax has been provided in accordance with Accounting Standard 22- Accounting for Taxes on income issued by the Institute of Chartered Accountants of India. The major components of the net deferred tax liability as on 31.03.2016 are as under:

	31.03.2015	During the year	31.03.2016
DEFERRED TAX LIABILITY			
Depreciation	1,23,861	23,529	1,47,390
DEFERRED TAX ASSETS			
Provision for Employees Benefits	(25,190)	(14,674)	(39,863)
Net Deferred Tax Liability	98,672		1,07,527

DEPRICIATION

The company has provided Depreciation on Fixed Assets, as prescribed by "PART C" of schedule II to the companies Act 2013. The carrying values have been depreciated over the remaining useful lives of the assets and recognised in the statement of profit and loss account. Due to change in method of depreceiation, depreciation is lowered by ₹ 272 lakhs for the year ended 31/03/2016

41 Related Parties Disclosures:

i Names of Related parties with whom transactions have taken place during the year:

A. Key Management Personnel:

- i. Mr. Sukhpal Singh Sethi
- ii. Mr. Amarpal Sethi
- iii. Mr. Sonopal Sethi
- iv. Mr. Rishipal Sethi
- v. Mr. Karanpal Sethi
- vi. Mr. Joe Paul
- vii. Miss Shirley Paul

B Enterprises over which key Management Personnel or Relatives have influence

- i. Amit Beneficiary Trust
- ii. K. S. Beneficiary Trust
- iii. R. S. Beneficiary Trust
- iv. Prominent Infrastructure Limited.

NOTES to the consolidated financial statements for the year ended 31st March, 2016 (Contd..)
(All amounts in ₹ in thousand, unless otherwise stated)

ii. Transactions with related parties for the year ended March 31, 2016

A Key Management Personnel:	31.03.2016	31.03.2015
Remuneration Paid	50,054	43,156
Interest Paid	20,730	18,161
Perquisites/Allowances Paid	-	3,095
Rent Paid	408	402

B Enterprises over which Key Management Personnel or Relatives have influence

Rent Paid	2,574	2,574
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iii. Balance at the end of the year 31st March 2016

A Key Management Personnel:

Payables	1,84,694	1,65,716
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42 The figures of current year are not comparable with those of previous year in view of consolidated of accounts of Pix Transmissions Europe Limited and PIX QCS limited in the current year.

43 The previous year figures are regrouped, where ever necessary to confirm with this year's classification.

ATTENDANCE SLIP**PIX TRANSMISSIONS LTD**

CIN:L25192MH1981PLC024837

Registered office :J-7 MIDC HINGNA ROAD NAGPUR-440016

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE HALL, Joint Shareholders may obtain additional attendance slips on request.

NAME & ADDRESS OF THE SHARE HOLDERS

Regd. Folio No	No. of Shares

I hereby record my presence at the 34th ANNUAL GENERAL MEETING of the Company at J-7, MIDC Hingna Road , Nagpur-440 016 , on Wednesday , 28th September , 2016 at 09:30 A.M.

SIGNATURE OF THE SHARE HOLDER OR THE PROXY ATTENDING THE MEETING

SHAREHOLDER	PROXY

PIX TRANSMISSIONS LIMITED

Registered Office: J-7, M.I.D.C., Hingna Road, Nagpur – 440 016
 CIN: L25192MH1981PLC024837 WEB: www.pixtrans.com E-Mail Cosecretary@pixtrans.com TEL : 07104-669000

Form No. MGT-11 PROXY FORM

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

Name of the Member(s): _____
Registered address : _____ _____
E-mail id : _____ Folio No./DP ID and Client ID : _____

I / We , being the members(s) of _____ shares of the above named Company , hereby appoint

1. Name : _____ E-mail id : _____

Address : _____ Or failing him/her

_____ Signature :

1. Name : _____ E-mail id : _____

Address : _____ Or failing him/her

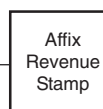
_____ Signature :

as my/our proxy to attend and vote, in case of a poll, for me/us and on my/our behalf at the 34th Annual General Meeting of the Company, to be held on Wednesday, the 28th day of Sept, 2016 at 9.30 A.M. at the Registered Office of the Company and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Reso. No	Description	For	Against
1.	Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2016.	<input type="checkbox"/>	<input type="checkbox"/>
2.	Declaration of dividend.	<input type="checkbox"/>	<input type="checkbox"/>
3.	Re-election of Mr. Sonopal Sethi as Director :	<input type="checkbox"/>	<input type="checkbox"/>
4.	Re-election of Mr. Sukhpal Singh Sethi as Director :	<input type="checkbox"/>	<input type="checkbox"/>
5.	Re-election of Mr. Joe Paul as Director :	<input type="checkbox"/>	<input type="checkbox"/>
6.	Appointment of M/s. S.C.Bandi & Co., as Statutory Auditors of the Company and to fix their remuneration for the financial year ending 31st March, 2017.	<input type="checkbox"/>	<input type="checkbox"/>

Signed this _____ day of _____ 2016

Signature _____



Notes:

1. Please put a "✓" in the Box in the appropriate column against the respective resolutions. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
2. A Proxy need not be a Member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than fifty Members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other Member.
3. This form of Proxy, to be effective, should be deposited at the Registered Office of the Company at J-7, MIDC, HINGNA ROAD, Nagpur-440016 not later than FORTY EIGHT HOURS before the commencement of the aforesaid meeting.

To,



If undelivered, please return to:
PIX Transmissions Limited
J-7 M.I.D.C., Hingna Road,
Nagpur - 440 016
Maharashtra. India