Hemang Resources Limited

(Formerly Bhatia Industries & Infrastructure Limited)

CIN : L65922TN1993PLC101885

24th Annual Report
2016-2017

Registered Office

Plot No. 4, 6th Avenue, Harington Road, Chetpet, Chennai, Tamil Nadu - 600031

Tel.: 044-45590053 , 044-28362127 • Fax: 044-45590057

Email: cs@bhatiacoalindia.com, website: http://bhatiacoalindia.com/BIIL/Index.htm.

BOARD OF DIRECTORS

Mr. Prem Prakash Agarwal	:	Director
Mr. Shashikant Vyankatesh Chaoji	:	Director
Ms. Uma Agarwal	:	Additional Director
Mr. Deepak Tiwary	:	Whole Time Director

KEY MANAGERIAL PERSONNEL

Mr. Deepak Tiwary	:	CEO
Mr. M.S. Balaji Rao	:	CFO
Mr. Samir Kumar Bahri	:	Company Secretary & Compliance Officer

REGISTERED OFFICE

Plot No. 4, 6th Avenue, Harington Road, Chetpet, Chennai, Tamil Nadu - 600031

BANKERS

Bank of India
Central Bank of India

AUDITORS

For 2016-17
Jain &Thakkar
Chartered Accountants
63/2, Perianna Street,
2nd Floor, Periamet,
Chennai - 600003

REGISTRAR & SHARE TRANSFER AGENT

M/s Link Intime India Private Limited
C-101, 247 Park,
L.B.S. Marg, Vikhroli (West),
Mumbai – 400 083
Tel.: +91 22 49186270; Fax: +91 22 49186060
E-mail: rnt.helpdesk@linktime.co.in
Website: www.linkintime.co.in

CIN & WEBSITE

CIN - L65922TN1993PLC101885
WEBSITE: http://bhatiacoalindia.com/BIIL/Index.htm.

Important Communication to Members

- The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating services of notice/documents including Annual Report can be sent by e-mail to its member. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holding with the Depository through their concerned Participants. Member who hold shares in physical form are requested to register their e-mail id with Company/ Registrar and Transfer and Agent, M/s. Link Intime India Private Limited.
- Demat Your Shares: Members are requested to convert their physical shareholding to demat/ electronic form through any of the nearest depository participants (DPs) to avoid the hassles as possibility of loss, mutilation, etc. and also to ensure safe and speedy transactions in the securities.
- Register Nominations: To help your successors get the shares transmitted in their favour, please register your nomination. Members desirous of availing this facility may submit nomination form which can be obtained from Link Intime India Private Limited. Members holding shares in dematerialized form are requested to register their nomination directly with their respective DPs.

CONTENTS

	Page No.
Notice of AGM	03
Directors' Report	10
Report of Corporate Governance	24
Management Discussion and Analysis	33
Independent Auditors' Report	35
Balance Sheet	40
Profit & Loss Account	41
Cash Flow Statement	42
Notes on Accounts	44
Significant Accounting Policies	53

HEMANG RESOURCES LIMITED

(Formerly known as "Bhatia Industries & Infrastructure Limited")
CIN: L65922TN1993PLC101885
Registered Office: "Plot No.4, 6th Avenue, Harington Road, Chetpet , Chennai, Tamil Nadu-600031"
Email: cs@bhatiacoalindia.com website: http://bhatiacoalindia.com/BIIL/Index.htm.
Tel.: 044-45590053, 044-28362127 • Fax: 044-45590057

NOTICE

NOTICE is hereby given that the **Twenty Fourth Annual General Meeting** of the Members of **Hemang** Re**sources Limited (Formerly, Bhatia Industries & Infrastructure Limited)** will be held on Friday, the 29th day of September, 2017 at 02.00 P.M. at registered office of the Company at Plot No.4, 6th Avenue, Harington Road, Chetpet, Chennai, Tamil Nadu - 600031 to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements as at March 31, 2017 together with the Reports of the Auditors and Directors thereon.
2. To appoint a Director in Place of Mr. P.P. Agarwal (DIN: 00038545) who retires by rotation and being eligible, offers himself for re-appointment
3. To appoint M/s. Sathish Kumar & Associates, Chartered Accountants, Chennai (FRN: 017448S) as Statutory Auditor of the Company in place of M/s. Jain & Thakkar, Chartered Accountant (FRN-014829S) as Statutory Auditors of the Company.

   To consider and if thought fit pass the following resolution, with or without modification(s), the following Resolution as an **Ordinary Resolution**;

   "RESOLVED THAT pursuant to provisions of Section 139(8) and other applicable provisions, if any, read with The Companies (Audit & Auditors) Rules 2014, as amended from time to time, and on the basis of recommendation of Audit Committee and Board of Directors, M/s. Sathish Kumar & Associates, Chartered Accountants, Chennai (FRN: 017448S) be and are hereby appointed as Statutory Auditor of the Company to fill the causal vacancy caused due to resignation of M/s. Jain & Thakkar, Chartered Accountants, be and is hereby approved upon such terms and conditions as may be mutually decided between the Board of Directors of the Company and M/s. Sathish Kumar & Associates, Chartered Accountants;

   RESOLVED FURTHER THAT pursuant to the provisions of Sections 139 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s. Sathish Kumar & Associates, Chartered Accountants, Chennai (FRN: 017448S), who was appointed in the Board Meeting dated 14th August 2017, in casual vacancy caused by resignation of M/s. Jain & Thakkar, Chartered Accountants, Statutory Auditor, be and is hereby re-appointed as the Statutory Auditors of the Company, to hold office from the conclusion of 24th Annual General Meeting till the conclusion of the 29th Annual General Meeting of the Company, subject to ratification by members at each annual general meeting, at such remuneration as may be mutually agreed upon by the Board of Directors and the Auditors, in addition to the reimbursement of applicable taxes and actual out-of-pocket expenses incurred in connection with the audit of accounts of the Company;

   RESOLVED FURTHER THAT the Board of Directors of the Company and/or, any Key Managerial Personnel be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS

4. Appointment of **Ms. Uma Agarwal** (DIN: 07487973) as a Independent Director of the Company.

   To consider and if thought fit pass the following resolution, with or without modification(s), the following Resolution as an **Special Resolution;**

   "RESOLVED THAT Pursuant to provisions of Section 149, 152 read with Schedule-IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Ms. Uma Agrawal (DIN: 07487973) who was appointed as an additional independent director of the company w.e.f. 14th November, 2016 by the board of director in terms of section 161 of the Companies Act, 2013 to hold office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 proposing her candidature for the office of director of the company, be and is hereby appointed as Independent Director of the company, not liable to retire by rotation, to hold office for five consecutive year for a term up to 09.11.2021."

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all such actions and do all such things as may be necessary for giving effect to the above resolution."

5. Appointment of **Mr. Deepak Tiwary** (DIN: 06605701) as Whole Time Director of the Company w.e.f. 30.05.2017

   To consider and if thought fit pass the following resolution, with or without modification(s), the following Resolutions as

an **Ordinary Resolution**;

"RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company Mr. Deepak Tiwary (DIN: 06605701) who was appointed as an Additional & Whole time Director of the Company w.e.f. 30.05.2017, pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and whose term of office expires at the ensuing Annual General Meeting, and being eligible, offer himself for appointment and in respect of whom the Company has received a notice in writing from a member, pursuant to the provisions of Section 160 of the Companies Act, 2013 signifying his intention to propose the candidature of Mr. Deepak Tiwary (DIN: 06605701) for the office of Director, be and is hereby appointed as a Whole Time Director of the Company at the remuneration prescribed in explanatory statement, subject to annual revision as Board of directors may decide from time to time and to hold office for three consecutive year for a term up to May 27, 2020"

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board
For, Hemang Resources Limited

Sd/-
Samir Kumar Bahri
Company Secretary & Compliance Officer

Place: Chennai
Date : 14.08.2017

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE ENCLOSED PROXY FORM, IF INTENDED TO BE USED, SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY DULY COMPLETED IN NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE MEETING.
   A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY. IN CASE A PROXY IS PROPOSED TO BE APPOINTED BY A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, THEN SUCH PROXY SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.
2. The business set out in the notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this under Note No. 18. The Company will also send communication relating to remote e-voting which inter alia would contain details about User ID and password along with a copy of this notice to the members separately.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. Members / proxies should bring Attendance Slips duly filled, for handing over at the venue of the meeting.
5. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 is annexure hereto and forms part of notice.
6. The documents referred to in the accompanying Notice and Explanatory Statement thereto, will be open for inspection by members, at the Registered Office of the Company on all working days except Sundays and Public holidays, between 11.00 a.m. and 2.00 p.m. upto the date of the Annual General Meeting.
7. Members, who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
8. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide vote on resolutions proposed to be passed in the meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e- voting').
9. The facility for voting either through electronic voting system or ballot or polling paper shall also be made available at the meeting and members attending the meeting who have already cast their vote by remote e-

voting shall not be able to exercise their voting right at the meeting. However there is no restriction to the members who have already exercised their voting right through remote e-voting to attend the meeting.

10. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as the Agency to provide e-voting facility.
11. The Board of Directors of the Company has appointed Mr. Ajit Jain, a Practicing Company Secretary, CP No. - 2876 Indore as Scrutinizer to scrutinize the voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
12. Voting rights shall be reckoned on the paid-up value of shares registered in the name of member/beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 22.09.2017.
13. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 22.09.2017 only shall be entitled to avail the facility of remote e-voting.
14. Any person who becomes a member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. 25.08.2017, may obtain the User ID and password in the manner as mentioned below points.
15. The remote e-voting facility will be available during the following period:
    Commencement of e-voting: From 09.00 A.M on 26.09.2017
    End of e-voting: Up to 05.00 PM on 28.09.2017

The remote e-voting will not be allowed beyond the aforesaid date and time.

16. The Scrutinizer, after scrutinizing the votes cast at the meeting on September 29,2017 and through remote e-voting, will not later than three days of conclusion of the meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared alongwith the consolidated scrutinizer's report shall be placed on the website of the Company www.bhatiacoalindia.com/BIIL/AnnualResult.htm and on the website of CDSL www.cdslindia.com .The results shall simultaneously be communicated to the Stock Exchange.
17. Shareholders who have not yet claimed/encash their Dividend Warrants from the year 2010-11 to 2013-14 are advised to take steps to realize the same. "The dividend for the year 2010-11, will be statutorily transferred by the Company to the Investor Education and Protection Fund (IEPF) and the due date for such transfer in July 2018 and the details of the same has been disclosed at the company's website.

18. Instructions and other information relating to remote e- voting:

INSTRUCTIONS

In compliance with Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, and Sections 108 and other applicable provisions of the Companies Act, 2013, read with Companies (Management & Administration) Rules, 2014, as amended, the Company is pleased to provide e-voting facility to all its Members, to enable them to cast their votes electronically on all the resolutions set forth in the Notice.

The instructions for shareholders voting electronically are as under:

(i) The voting period begins at 09.00 A.M. on Tuesday, September 26, 2017 and ends at 05.00 P.M. on Thursday, September 28, 2017. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as of Wednesday, September 22, 2017, the cut-off date fixed for the purpose, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

(iii) Click on Shareholders.

(iv) Now Enter your User ID
For CDSL: 17 digits beneficiary ID,
For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
Members holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

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

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both Demat Shareholders as well as Physical Shareholders). Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number, which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

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

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

(xi) Click on the EVSN for Thyrocare Technologies Limited on which you choose to vote.

(xii) 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.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) 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.

(xv) Once you "CONFIRM", your vote on the resolution, you will not be allowed to modify your vote.

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

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

(xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

(xix) **Note for Non - Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia. com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) 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.

19. The Register of Members and the share Transfer Books of the Company shall remain closed for the purpose of Annual General Meeting from September 25, 2017 to September 29, 2017 (both days inclusive).

2. In terms of Section 101 and 136 of the Companies Act, 2013 read together with the Rules made thereunder, the listed companies may sent the notice of annual general meeting ant eh annual report, including Financial Statements, Board Reports, etc. by electronic mode. The company is accordingly forwarding soft copies of the above referred documents to all those members, who have registered their email ids with their respective depository participants or with the share transfer agent of the company.

21. Members holding shares in electronic form are requested to intimate immediately any changes in their address or bank mandates to their Depository Participant with whom they are maintaining their Demat Accounts. Members holding shares in physical form are requested to advise any change in addresses immediately to Company/Registrar and Share Transfer Agents, Link Intime India Private Limited.

By Order of the Board
For, Hemang Resources Limited

Sd/-
Samir Kumar Bahri
Company Secretary & Compliance Officer

Place: Chennai
Date : 14.08.2017

EXPLANATORY STATEMENT U/S 102 OF THE COMPANIES ACT, 2013

Item No. 3

M/s. Jain & Thakkar, Chartered Accountants, existing auditors of the Company had tendered their resignation from the position of Statutory Auditor due to unavoidable circumstances, resulting into a casual vacancy in the office of Statutory Auditor of the Company as envisaged by section 139(8) of the Companies Act, 2013 ("Act"). Accordingly the Board proposes that M/s. Sathish Kumar & Associates, Chartered Accountants, Chennai (FRN: 017448S), be appointed as the Statutory Auditor of the Company to fill the casual vacancy caused by the resignation of M/s. Jain & Thakkar, Chartered Accountants. M/s. Sathish Kumar & Associates, Chartered Accountants, Chennai, have conveyed their consent to be appointed as the Statutory Auditor of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013. The appointment of Statutory Auditor caused by resignation of existing auditor needs to be approved by members of the Company within a period of 3 months from the recommendation of the Board. Hence the resolution for appointment of M/s. Sathish Kumar & Associates, Chartered Accountants as Statutory Auditor of the Company office from the conclusion of 24th Annual General Meeting till the conclusion of the 29th Annual General Meeting of the Company, subject to ratification by members at each annual general meeting, is proposed in this Annual General Meeting for the consent of the members.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

Item No. 4

The Board of Directors of the Company had appointed Ms. Uma Agarwal (DIN: 07487973) as Additional Independent Director of the Company w.e.f. 14th November 2016 and to hold the office till date of next Annual General Meeting.

Ms. Uma Agarwal (DIN: 07487973) fulfills the criteria of independence specified under the Companies Act, 2013.

Ms. Uma Agarwal born in August 1977 is a commerce graduate and having knowledge in the field of accounts. She is having overall experience of around 3 years.

The Board of Directors is of the opinion that his vast knowledge and varied experience will be of great value to the Company and hence recommends the Resolution at Item No. 4 of this Notice for your approval. Notice received under Section 160 of the Companies Act, 2013 is available for inspection by the members at the Registered Office of the Company during the business hours on any working day up to the date of the Annual General Meeting.

Your Directors recommend to pass above resolution as Special Resolution given in the notice for calling Annual General Meeting.

None of the Directors and Key Managerial Personnel's of your Company is concerned or interested in the proposed resolution other than Ms. Uma Agarwal.

Item No. 5

The Board of Directors of the Company appointed Mr. Deepak Tiwary (DIN: 06605701) as Additional Director w.e.f. 30th May 2017 and pursuant to provisions of Section 196, 197, 203 and other applicable provisions of the Act read rules and Schedule-V and subject to approval of member in General meeting appointed as Whole Time Director of the Company w.e.f. 30th May, 2017 for period of three years at monthly remuneration detailed as under.

S.No.	Description	Amount (in ₹)
A.	Basic Pay	102083
B.	House Rent Allowance	40833
C.	Conveyance Allowance	1600
D.	Reimbursement of Medical Exp.	1250
E.	*Leave Travel Assistance	8507
F.	Special Allowance	130684
	Total	**284957**

**Shall be payable annually.*
Provident Fund amount shall in addition to aforesaid amount.

Mr. Deepak Tiwary brings with him over 34 years of experience. He is a qualified B. Tech (Chemical Engineering) from IIT, Mumbai and has done Diploma in Basic Finance and PGDBM. He has recently completed an assignment with CEBBCO, Jabalpur and has previously served with Essar Steel, Tata Autocomp Systems and National Organic Chemical Industries.

Mr. Deepak Tiwary holds office as Additional Director only up to the date of the forthcoming Annual General Meeting.

The Board of Directors is of the opinion that his vast knowledge and varied experience will be of great value to the Company and hence recommends the Resolution at Item No. 5 of this Notice for your approval. Notice received under Section 160 of the Companies Act, 2013 is available for inspection by the members at the Registered Office of the Company during the business hours on any working day up to the date of the Annual General Meeting.

Your Directors recommend to pass above resolution as Ordinary Resolution given in the notice for calling Annual General Meeting.

None of the Directors and Key Managerial Personnel's of your Company is concerned or interested in the proposed resolution other than Mr. Deepak Tiwary.

By Order of the Board
For, Hemang Resources Limited

Sd/-
Samir Kumar Bahri
Company Secretary & Compliance Officer

Place: Chennai
Date : 14.08.2017

NOTE : Road Map of Venue of AGM is at Last Page.

DIRECTORS' REPORT

To,
The Members,
Hemang Resources Limited
CIN: L65922TN1993PLC101885
Plot No. 4, 6th Avenue, Harington Road, Chetpet
Chennai, Tamil Nadu - 600031

Your Directors have pleasure in presenting to you the **Twenty Fourth** Annual Report and the Company's audited financial statement for the financial year ended March 31, 2017.

FINANCIAL RESULTS

The summary of the financial result of the Company for the year under review are as under:

(₹ in Lac)

	For the year ended 31.03.2017	For the year ended 31.03.2016
Sales & Other Income	25436.58	43874.47
Profit / (Loss) before Depreciation, Finance Cost& Tax	**881.6**	**1257.68**
Less: Depreciation & Amortization	1.61	0.89
Finance Cost	1027.01	1077.24
Profit/(Loss) before tax	**(147.02)**	**179.55**
Add\(Less) : Prior period adjustments	-	-
Less : Provision for Income-Tax	(48.22)	50.35
Profit/(Loss) after Tax	**(98.80)**	**129.20**
Add: Balance brought forward from last year	1507.06	1435.60
Add: Reversed from Capital Redemption Reserve	-	-
Amount available for Appropriation	**1408.86**	**1564.810**
Less: Proposed Dividend on preference shares	-	-
Less: Proposed Dividend on Equity Share Capital	-	-
Less: Dividend Distribution Tax	-	-
Less: Transfer to Capital Redemption Reserve	57.14	57.14
Balance carried forward	**1351.72**	**1507.66**

PERFORMANCE REVIEW

During the year under review, your Company has posted Turnover of ₹ 25,436.58 Lacs as compared to the turnover of ₹ 43,874.47 Lacs in previous year and Profit after tax of ₹ (98.80) Lacs as compared to the Profit after tax of ₹ 129.20 Lacs in previous year. There is downfall in the revenue of the company as compared to previous year due to increase in the margin by banks against non fund based limits and credit provided by the suppliers was earlier was not available during the year due to the change in their business policies.

SHARE CAPITAL

As on March 31, 2017 the Authorized Share Capital of the Company is ₹ 2300 Lac and Paid up Share Capital of the Company is ₹ 2120 Lac bifurcated into ₹1320 Lac as Equity Share Capital and ₹ 800 Lac as Preference Share Capital.

During the year under review, there was no public issue, right issue, bonus issue or preferential issue etc.. The Company has not issued share with differential voting rights, sweat equity shares, nor has it granted any stock options.

RESERVE

During the year under review, Company has transferred ₹ 57.14 Lacs to Capital Redemption Reserve and no amounts were transferred to General Reserve.

DIVIDEND

Due to the loss in current year your directors do not recommend dividend to Equity Shareholders and as per conditions of lending banks, Board of Directors did not recommend the dividend of ₹ 16.00 Lacs on 8,00,000 2% on Cumulative Redeemable Preference Shares of face value of ₹ 100/- each, for the financial year ended 31st March 2017.

DEPOSITS

During Your Company has not accepted any deposit within the meaning of provisions of Chapter-V of the Act read with the Companies (Acceptance of Deposits) Rules, 2014 for the year ended March 31, 2017.

DIRECTORS

Pursuant to Articles of Association of the Company and Sub Section (1) of Section 161 of the Companies Act, 2013 read with The Companies (Appointment and Qualification of Directors) Rules, 2014, Ms. Uma Agarwal was appointed as Additional Independent Director w.e.f. November 14, 2016 and Mr. Deepak Tiwary was appointed as Additional and Whole Time Director of the Company w.e.f. May 30, 2017, who shall hold office upto the date of next Annual General Meeting or last date on which the Annual General Meeting should have been held, whichever is earlier.

During the period under review Ms. Varsha Jain (DIN: 07340678), Mr. T. Bajaji Achar (DIN: 06404420) and Mr. Chitranjan Singh Kahlon (DIN: 02823501) have tendered their resignations from the directorship of the Company w.e.f. November 30, 2016, March 21, 2017 and July 14, 2016 respectively.

In light of the provisions of the Companies Act, 2013 Mr. Prem Prakash Agarwal retire from the Board by rotation this year and being eligible, offer himself for re-appointment. The information as required to be disclosed under SEBI (LODR) Regulations, 2015 in case of re-appointment of the directors is provided in the Notice of the ensuing annual general meeting.

DECLARATION BY INDEPENDENT DIRECTORS

Independent directors have submitted the declaration of independence, as required pursuant to section 149 (7) of the Companies Act, 2013 stating that they meet the criteria of independence of the directors is provided in the notice of the ensuing annual general meeting.

KEY MANAGERIAL PERSONNEL

During the period under review Mr. T. Balaji Achar, Director & CEO of the company has tendered his resignation from position of CEO of the Company w.e.f. November 14, 2016 and Mr. Deepak Tiwari is being appointed as CEO w.e.f. November 14, 2016.

Mr. Pratap Kumar Samataray, Company Secretary and Compliance Officer of the Company has resigned from the position of Company Secretary and Compliance Officer with effect from May 31, 2017 and Mr. Samir Kumar Bahri were appointed as Company Secretary and Compliance officer of the Company pursuant to Section 203 of the Companies Act, 2013 with effect from June 01, 2017.

As on date of report following are Key Managerial Personnel of the Company:

S.No.	Name of the person	Designation
1	Mr. Deepak Tiwary	Whole Time Director & Chief Executive Officer
2	Mr. M.S. Balaji Rao	Chief Financial Officer
3	Mr. Samir Kumar Bahri	Company Secretary & Compliance Officer

FORMAL ANNUAL EVALUATION OF THE PERFORMANCE OF BOARD, ITS COMMITTEE AND DIRECTORS

Pursuant to provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report attached as Annexure to this report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(5) of the Act, the Board of Directors, to the best of their knowledge and ability, confirm that:

a) in the preparation of the annual financial statements for the year ended March 31, 2017, the applicable accounting standards had been followed along with proper explanation relating to material departures;

b) appropriate accounting policies have been selected 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, 2017 and of the Loss of the Company for the year ended on that date;

c) proper and sufficient care has been taken 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;

d) the annual accounts have been prepared on a going concern basis.

e) The directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and where operating effectively.

f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DETAIL IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12)

During the year under review, there were no frauds reported by the auditors to the Audit Committee or the Board under Section 143(12) of the Companies Act, 2013.

SUBSIDIARY, ASSOCIATE & JOINT VENTURE

Company doesn't have any subsidiary, associate and Joint Venture Company and no company have become or ceased to be its subsidiaries, joint venture or associates companies during the year.

PRESENTATION FINANCIAL STATEMENTS

The financial statements of the Company for the year ended March 31, 2017 have been disclosed as per Schedule III of the Companies Act, 21013.

STATUTORY AUDITORS

Pursuant to provisions of Section 139 of the Companies Act, 2013 and Rules made thereunder, current auditors of the Company M/s. Jain & Thakker., Chartered Accountants, Chennai, having Firm Registration number 014829S, were appointed by the members at the 22nd annual general meeting to hold office until the conclusion of the 26th annual general meeting, subject to ratification by members at each annual general meeting.

M/s. Jain & Thakker., Chartered Accountants, Chennai, having Firm Registration number 014829S have tendered their resignation from office of Statutory Auditor of the Company and Board has recommended the name of M/s. Sathish Kumar & Associates, Chartered Accountants, Chennai for appointment of Statutory Auditor to fill the causal vacancy arises due to resignation of M/s. Jain & Thakker., Chartered Accountants.

The members are requested to approve the appointment of M/s. Sathish Kumar & Associates, Chartered Accountants, Chennai having Firm Registration Number 017448S as statutory auditors of the Company to fill casual vacancy and to appoint from conclusion of 24th Annual General Meeting till conclusion of 29th Annual General Meeting subject to ratification of at every Annual General Meeting.

AUDITORS' REPORT

The statutory Audit Report does not contain any qualification, reservation or adverse remark or disclaimer by Statutory Auditor.

SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of Companies Act, 2013 and rules made there under, the Companies engaged the services of M/s. Ajit Jain & Co., (Membership No. 3933) Company Secretary in practice to undertake the secretarial audit of the Company for the financial year ended March 31, 2017. The Secretarial Audit Report for the year 2016-17 in the Form No. MR-3 is annexed to this Report. The Secretarial Audit Report does not contain qualification, reservation or adverse remark or disclaimer.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The brief outline of the Corporate Social Responsibility (CSR) Policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are sent out in Annexure of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. The policy is available on website of the company.

PARTICULAR OF EMPLOYEES

Disclosure pertaining to the remuneration and other details as required under Section 197(12) of the Act, and the Rules framed there under is annexed to the Board Report.

STATUTORY DISCLOSURES

Pursuant to the legislation 'Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace Act, 2013' the Company has framed the policy on Prevention of Sexual Harassment a t Workplace. There was no case reported during the year under review under the said policy.

INTERNAL CONTROL SYSTEMS

The Company has an effective internal control and risk-mitigation system, which are constantly assessed.

COMMITTEES

All Committees of the Board of Directors were constituted and reconstituted wherever needed, in line with the provisions of Companies Act, 2013 and regulation 27 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 with the Stock Exchange and same has been disclosed in Corporate Governance Report.

WHISTLE BLOWER POLICY/VIGIL MECHANISM

Pursuant to the provisions of Section 177(9) of the Act read with Rule 7 of the Companies (Meeting of Board and its Powers) Rules, 2014 and Regulations 22 of SEBI (LODR) Regulations, 2015 the Policy on Vigil Mechanism/Whistle Blower was hosted on the website of the Company.

DIRECTOR'S REMUNERATION AND NOMINATION POLICY AND CRITERIA FOR MATTERS UNDER SECTION 178

Information regarding Director's Remuneration Policy and criteria for determining qualifications, positive attributes, independence of director and other matters provided under sub-section (3) of Section 178 are provided in the Corporate Governance Report.

RELATED PARTY POLICY AND TRANSACTION

The Board of Directors have approved the Related Party Transactions Policy and the same has been hosted on http://www.bhatiacoalindia.com/BIIL/InvRelation.htm.

There were no related party transaction (RPTs) entered into by the Company during the financial year, which attracted the provisions of Section 188 of the Companies Act, 2013. There being no 'material' related party transaction as defined under

regulation 23 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 there are not details to be disclosed in Form AOC-2 in that regard. Suitable disclosures as required under AS-18 have been made in Note 2.4 of the Notes to the financial statements.

SIGNIFICANT AND MATERIAL ORDER PASSED BY THE REGULATORS OR COURT

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

PARTICULARS OF LOAN GIVEN, INVESTMENTS MADE GUARANTEES GIVEN AND SECURITIES PROVIDED UNDER SECTION 186

Information regarding loans, guarantee and investments covered under the provisions of Section 186 of the Companies Act, 2013 are detailed in the Financial Statements.

EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 92(3) of the Act, an extract of Annual Return in Form MGT-9 as on March 31, 2017 is annexed to this report.

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

Disclosure regarding Conservation of Energy and Technology absorption as required under Section 134(3)(m) of the Companies Act, 2013 read with the Rule 8(3) of the Companies (Accounts) Rules, 2014 are not applicable to the Company.

The information relating to Foreign Exchange Earnings and Outgo is given in the annexure to the report.

CORPORATE GOVERNANCE

Pursuant to SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 as separate chapter titled "Corporate Governance" has been included in this Annual Report, along with the reports on Management Discussion and Analysis Report.

All Board member and Senior Management Personnel have affirmed compliance with the Code of Conduct for the year 2016-17. A declaration to this effect signed by the Whole Time Director & CEO of the Company is contained in this Annual Report.

The Whole Time Director/CEO and CFO have certified to the Board with regards to the financial statements and other matters as required under regulation 17 (8) SEBI (LODR) Regulations, 2015 certificate from CEO AND CFO.

Certificate from Practicing Company Secretary regarding Compliance of condition of corporate governance is annexed to this Report.

BOARD MEETING HELD DURING THE YEAR

During the year, five meetings of the Board of Directors were held, the details of the meetings are furnished in the Corporate Governance Report which is annexed to this Report.

MATERIAL CHANGES AND COMMITMENTS

There have been no material changes and commitment affecting the financial position of the Company, which have occurred between the end of financial year and date of this report.

SECRETARIAL STANDARDS OF ICSI

Pursuant to the approval given by the Central Government to the Secretarial Standards specified by the Institute of Company Secretaries of India, the Secretarial Standards on the Meeting of the Board of Directors (SS-1) and General Meeting (SS-2) came into effect from July 01, 2015. The Company is in compliance with the same.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE POLICY AND EXPENDITURE

Detailed information on Corporate Social Responsibility Policy developed and implemented by the Company on CSR initiative taken during the year pursuant to Section 135 of the Companies Act, 2013 is available Co's websites.

ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation of the co-operation and assistance received from shareholders, bankers, regulatory bodies and other business constituents during the year under review. Your Director's also wish to place on record their deep sense of appreciation for the commitment displayed by employees for the services rendered by them.

For **Hemang Resources Limited**

Sd/-
Mr. Deepak Tiwary
WTD & CEO
DIN: 06605701

Sd/-
Mr. S.V. Chaoji
Director
DIN: 03464544

Place: Chennai
Date: 14.08.2017

Annexure to Directors' Report

PARTICULARS REQUIRED UNDER THE COMPANIES (DISCLOSURES OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988

Form A (Rule 2)

A. CONSERVATION OF ENERGY

Not applicable, since the Company is engaged in trading activities.

Form -B (Rule 2)

RESEARCH AND DEVELOPMENT

Not applicable

B. TECHNOLOGY ABSORPTION, ADAPTATION & INNOVATION

Not Applicable

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

1. Total Foreign Exchange used and earned

(₹ in Lacs)

S.No.	Particulars	Current year	Previous year
1	Total Foreign Exchange earned	150.61	-
2	Total Savings in Foreign Exchange Through products manufactured by the Division and deemed exports	-	-
3	Total Foreign Exchange used	9363.29	10272.62

For **Hemang Resources Limited**

Sd/-
Mr. Deepak Tiwary
WTD & CEO
DIN: 06605701

Sd/-
Mr. S.V. Chaoji
Director
DIN: 03464544

Place: Chennai
Date: 14.08.2017

ANNUAL REPORT ON CSR ACTIVITIES

1. **Brief outline of Company's CSR Policy, including overview of projects of programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs.**
   Corporate Social Responsibility is strongly connected with the principles of Sustainability; an organization should make decisions based not only on financial factors, but also on the social and environmental consequences. Company has always been committed to the cause of social service and has repeatedly channelized a part of its resources and activities. Such that it positively affects the society socially, ethically and also environmentally. The Company endeavors to make CSR a key business process for sustainable development. Our Company is committed towards aligning with nature, and has adopted eco-friendly practices.
   The CSR policy containing projects is place on http://www.bhatiacoalindia.com/BIIL/InvRelation.htm
2. **The Composition of the CSR Committee**
   A Committee of the directors, titled Corporate Social Responsibility Committee consist of following members as on March 31, 2017:-
   Ms. Uma Agarwal
   Mr. S. V. Chaoji
   Mr. P.P. Agarwal
3. **Average net profit of the company for last three financial years:** ₹ 304.03 Lac.
4. **Prescribed CSR Expenditure (2% of amount as in item No. 3) :** ₹ 6.081 Lac.
5. **Details of CSR spent during the financial year:**
   a. Total amount to be spent for the financial year: NIL
   b. Amount unspent, if any; ₹ 6.081 Lac
6. **In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report:** Company has suffered Loss in current year and its cash flow / financial position is also squeezed due to change in terms and condition of credit facility availed from banks.
7. **A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.**

The CSR Committee confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the Company.

Sd/-
Uma Agarwal
Chairperson of CSR Committee

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

1. The information required under Section 197 of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

a) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

S. No.	Name of Director & KMP	Ratio of Median Remuneration	% increase in remuneration in FY
1	S. V. Chaoji	-	-
2	P. P. Agarwal	-	-
3	Uma Agarwal	-	-
4	Deepak Tiwari	12.66	-
5	T. Balaji Achar	8.21	-
6	C. S. Kahlon	-	-
7	Varsha Jain	-	-
8	M. S. Balaji Rao	3.74	-
9	Pratap Kumar Samantray	4.52	2.44%

b) The median remuneration for the year 2016-17 is ₹ 22,655/-.

c) The percentage increase in the median remuneration of employee in the financial year: Nil (except increase of 2.44% of CS remuneration)

d) The number of permanent employees on the rolls of company: 38

e) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: NIL

f) Affirmation that the remuneration is as per the remuneration policy of the Company:
The Company affirms remuneration is as per the remuneration policy of the Company.

g) The statement containing remuneration paid to employees and other details as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to the members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company during business hours on working days of the Company upto the date of the forthcoming Annual General Meeting. Any member interested in obtaining a copy of the same may write to the Company Secretary and the same will be provided free of cost to the member.

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2017
[Pursuant to Section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Hemang Resources Limited
(CIN: L65922TN1993PLC101885)
Plot No. 4, 6th Avenue, Harington Road, Chetpet,
Chennai, Tamil Nadu- 600031

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Hemang Resources 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 audit period covering the financial year ended on 31st March, 2017(Audit Period), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Hemang Resources Limited ("the Company") for the financial year ended on 31st March, 2017 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;
(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
    (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
    (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **(Not applicable to the Company during the audit period);**
    (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 **(Not applicable to the Company during the audit period)**;
    (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the audit period)**;
    (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
    (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the audit period)**; and
    (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during the audit period)**;
    (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least

seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

We 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.

We further report that during the audit period, the members of the Company have not passed any resolution through postal ballot.

We further report that during the audit period, there were no instances of:

(i) Public/Rights/Preferential issue of Shares/debentures/sweat equity.

(ii) Redemption / buy-back of Securities.

(iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act,2013.

(iv) Merger/ amalgamation/ reconstruction etc.

(v) Foreign technical collaborations

Place: Indore
Date: 03rd August, 2017

For Ajit Jain & Company
(Company Secretary)

Sd/
Ajit Jain
Proprietor
FCS No.: 3933; C P No.: 2876

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

Annexure-I to Secretarial Audit Report

To,
The Members,
Hemang Resources Limited
(CIN: L65922TN1993PLC101885)
Plot No. 4, 6th Avenue, Harington Road, Chetpet,
Chennai, Tamil Nadu- 600031

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

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

Place: Indore
Date: 03rd August, 2017

For Ajit Jain & Company
(Company Secretary)

Sd/
Ajit Jain
Proprietor
FCS No.: 3933; C P No.: 2876

Form No. MGT- 9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on March 31, 2017

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

I. REGISTRATION AND OTHER DETAILS

i)	CIN	L65922TN1993PLC101885
ii)	Registration Date	08-07-1993
iii)	Name of the Company	Hemang Resources Limited (Formerly Bhatia Industries & Infrastructure Limited)
iv)	Category/ Sub-Category of the Company	Public Company / Company Limited by shares
v)	Address of the Registered Office and contact details	Plot No. 4, 6th Avenue, Harington Road, Chetpet, Chennai, Tamil Nadu - 600031, Tel. : 044-45590053, 28362127
vi)	Whether listed Company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited C- 101, 247 Park, LBS Marg, Vikhroli (West), Mumbai – 400083 Tel.: +912249186270 E-mail: rnt.helpdesk@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contribution 10% or more of the total turnover of the company:-

S.No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Coal Trading	46610	98.13%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S.No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary Associate	% of Shares Held	Applicable Section
N.A.					

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

i) Category-wise Share Holding

Category of shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demate	Physical	Total	% of Total Share	Demate	Physical	Total	% of Total Share	
A. Promoters									
1) Indian									
a) Individuals/HUF	6,830,390	290	6,830,680	51.75%	6,830,390	290	6,830,680	51.75%	-
b) Central Govt(s)	-	-	-	0.00%	-	-	-	0.00%	-
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	-
d) Bodies Corporate	1,571,896	-	1,571,896	11.91%	1,571,896	-	1,571,896	11.91%	-
e) Banks/ FI	-	-	-	0.00%	-	-	-	0.00%	-
f) Any Other	-	-	-	0.00%	-	-	-	0.00%	-
Sub Total (A)(1)	8,402,286	290	8,402,576	63.66%	8,402,286	290	8,402,576	63.66%	-
2) Foreign				0.00%				0.00%	-
a) NRIs- Individuals	-	-	-	0.00%	-	-	-	0.00%	-
b) Other - Individuals	-	-	-	0.00%	-	-	-	0.00%	-
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	-
d) Banks/ FI	-	-	-	0.00%	-	-	-	0.00%	-
e) Any Other	-	-	-	0.00%	-	-	-	0.00%	-
Sub Total (A)(2)	-	-	-	0.00%	-	-	-	0.00%	-
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	**8,402,286**	**290**	**8,402,576**	**63.66%**	**8,402,286**	**290**	**8,402,576**	**63.66%**	-

Category of shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demate	Physical	Total	% of Total Share	Demate	Physical	Total	% of Total Share	
B. Public shareholding				0.00%				0.00%	-
1. Institutions				0.00%				0.00%	-
a) Mutual Funds/UTI -	-	-	-	0.00%	-	-	-	0.00%	-
b) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	-
c) Central Govt.	-	-	-	0.00%	-	-	-	0.00%	-
d) State Govt.	-	-	-	0.00%	-	-	-	0.00%	-
e) Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	-
f) Insurance Companies	-	-	-	0.00%	-	-	-	0.00%	-
g) FIIs	-	-	-	0.00%	-	-	-	0.00%	-
h) Foreign Venture Capital Investors	-	-	-	0.00%	-	-	-	0.00%	-
i) Any Other (specify)	-	-	-	0.00%	-	-	-	0.00%	-
Sub Total (B) (1)	-	-	-	0.00%	-	-	-	0.00%	-
2. Non-institutions				0.00%				0.00%	-
a) Bodies Corporate				0.00%				0.00%	-
i) Indian	677,233	102,700	779,933	5.91%	667,044	102,700	769,744	5.83%	(0.08)
ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	-
b) Individuals								0.00%	-
i) Individuals - shareholders holding nominal share capital up to ₹ 1 Lakh	663,711	558,000	1,221,711	9.26%	670,104	551,500	1,221,604	9.25%	(0.01)
ii) Individual shareholders Holding nominal share capital in excess of ₹1 Lakh	2660,522	59,200	2,719,722	20.60%	2,662,883	59,200	2,722,083	20.62	0.02
c) Other (specify)	52,729	-	52,729	0.40%	67,005	-	67,005	0.52%	0.11
Non Resident Indians (Repat)	1,320	400	1,720	0.01%	1,210	400	1,610	0.01%	0.01
Non Resident Indians (Non Repat)	51	-	51	0.00%	51	-	51	0.00%	-
Clearing Member	21,558	-	21,558	0.16%	13,527	-	13,527	0.10%	(0.06)
Directors / Relatives	-	-	-	0.00%	-	1,800	1,800	0.01%	0.01
Trusts	-	-	-	0.00%	-	-	-	0.00%	-
Sub Total (B)(2)	**4,077,124**	**720,300**	**4,797,424**	**36.34%**	**4,081,824**	**715,600**	**4,797,424**	**36.34%**	-
Total Public Shareholding Public Group (B)= (B)(1)+(B)(2)	**4,077,124**	**720,300**	**4,797,424**	**36.34%**	**4,081,824**	**715,600**	**4,797,424**	**36.34%**	-
C. Shares held by custodians for GDRs & ADRs	-	-	-	-	-	-	-	-	-
GRAND TOTAL (A)+(B)+(C)	**12,479,410**	**720,590**	**13,200,000**	**100%**	**12,484,110**	**715,890**	**13,200,000**	**100%**	-

ii) Shareholding of Promoters

S. No.	Name & Type of Transaction	Shareholding at the beginning of the year-2016		Transactions during the year		Cumulative Shareholding at the end of the year-2017	
		No. of Shares Held	% of total shares of the company	Date of Transaction	No. of Shares	No. of Shares Held	% of total shares of the company
1	Surender Singh Bhatia	1858840	14.0821			1858840	14.0821
	At the end of the year					1858840	14.0821
2	Ishhar Overseas Pvt. Ltd.	1051896	7.9689			1051896	7.9689
	At the end of the year					1051896	7.9689
3	Inderjeet Kaur Bhatia	659600	4.997			659600	4.997
	At the end of the year					659600	4.997
4	Gurvinder Singh Bhatia	659320	4.9948			659320	4.9948
	At the end of the year					659320	4.9948
5	Gurvinder Kaur Bhatia	659240	4.9942			659240	4.9942
	At the end of the year					659240	4.9942
6	Manjeet Singh Bhatia	659240	4.9942			659240	4.9942
	At the end of the year					659240	4.9942
7	Veena Bhatia	658840	4.9912			658840	4.9912
	At the end of the year					658840	4.9912
8	Gurvinder Singh Kripal Singh Bhatia	658000	4.9848			658000	4.9848
	At the end of the year					658000	4.9848
9	Surender Singh Kripal Singh Bhatia (HUF)	650400	4.9273			650400	4.9273
	At the end of the year					650400	4.9273
10	Asian Natural Resources (India) Ltd.	520000	3.9394			520000	3.9394
	At the end of the year					520000	3.9394
11	M. S. Bhatia	366360	2.7755			366360	2.7755
	At the end of the year					366360	2.7755
12	Kripal Singh Bhatia	840	0.0064			840	0.0064
	At the end of the year					840	0.0064

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

There is no change in the Promoters' Shareholding during the year.

iv) Shareholding Pattern of top ten Shareholders other than Directors, Promoters and Holders of GDRs and ADRs)

S. No.	Name & Type of Transaction	Shareholding at the beginning of the year-2016		Transactions during the year		Cumulative Shareholding at the end of the year-2017	
		No. of Shares Held	% of total shares of the company	Date of Transaction	No. of Shares	No. of Shares Held	% of total shares of the company
1	Kulwant Singh Bhatia	622900	4.7189			622900	4.7189
	At the end of the year					622900	4.7189
2	Nariender Kaur Bhatia	600100	4.5462			600100	4.5462
	At the end of the year					600100	4.5462
3	Jasvindar Singh Bhatia	542000	4.1061			542000	4.1061
	At the end of the year					542000	4.1061
4	J. S. Bhatia	200000	1.5152			200000	1.5152
	At the end of the year					200000	1.5152
5	Shreyash Securities & Finance Ltd.	69200	0.5242			69200	0.5242
	Market Purchase			22.04.2016	140000	209200	1.5848
	At the end of the year					659240	4.9942
6	Singhal Leasing & Construction Pvt. Ltd.	136000	1.0303			136000	1.0303
	At the end of the year					136000	1.0303
7	Amandeep Singh Bhatia	68400	0.5182			68400	0.5182
	At the end of the year					68400	0.5182
8	Ranjit Securities Ltd	57200	0.4333			57200	0.4333
	At the end of the year					57200	0.4333
9	Manan Trading Company Private Limited.	56740	0.4298			56740	0.4298
	At the end of the year					56740	0.4298
10	Dharmesh Rameshbhai Gathani	49000	0.3712			49000	0.3712
	At the end of the year					49000	0.3712

v) Shareholding of Directors and Key Managerial Personnel

S. No.	Name & Type of Transaction	Shareholding at the beginning of the year-2016		Transactions during the year		Cumulative Shareholding at the end of the year-2017	
		No. of Shares Held	% of total shares of the company	Date of Transaction	No. of Shares	No. of Shares Held	% of total shares of the company
1	Mr. S. V. Chaoji	-	-			-	-
	At the end of the year					-	-
2	Mr. Prem Prakash Agarwal	-	-			-	-
	At the end of the year					-	-
4	Ms. Uma Agarwal	-	-	-	-	-	-
	At the end of the year					-	-
5	Mr. Deepak Tiwary	-	-	-	-	-	-
	At the end of the year					-	-
6	Mr. Pratap Kumar Samantaray	-	-	-	-	-	-
	At the end of the year					-	-

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	83792922	16891050	-	85473972
ii) Interest due but not paid	-	3275328	-	3275328
iii) Interest accrued but not due	712177	-	-	712177
Total (i+ii+iii)	**84505099**	**20166378**	**-**	**104671476**
Change in Indebtedness during the financial year				
* Addition	271470423	-	-	274278803
* Reduction	-	17280838	-	17280838
Net Change	**271470423**	**(17280838)**	**-**	**254189585**
Indebtedness at the end of the financial year				
i) Principal Amount	355263344	2885540	-	358148884
ii) Interest due but not paid	-	2808381	-	2808381
iii) Interest accrued but not due	1549289	-	-	1549289
Total (i+ii+iii)	**356812633**	**5693921**	**-**	**362506554**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		**Mr. Deepak Tiwary (WTD & CEO)	*Mr. T. Balaji Achar (WTD & CEO)	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	20,07,299	21,74,673	41,81,972
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	48,000	48,000
	(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)	20,07,299	22,22,673	42,29,972
	Ceiling as per the Act			84,00,000

** Appointed as WTD w.e.f. 30.05.2017

*Resigned from directorship w.e.f. 21.03.2017

B. Remuneration to other directors

S. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Shashikant Vyanktesh Chaoji	*Mr.Chitranjan Singh Kahlon	**Ms. Varsha Jain	#Ms. Uma Agarwal	
1	Independent Directors	-	-	-	-	-
	Fee for attending board committee meetings@	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2	Other Non-Executive Directors					
	Fee for attending board committee meetings					
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-

* Resigned from directorship w.e.f. 14.07.2016

** Resigned from directorship w.e.f. 30.11.2016

appointed as director w.e.f. 14.11.2016

@ ₹ 1000/- per Board Meeting paid to Director attended the meetings.

C. Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD

S. No.	Particulars of Remuneration	Key Managerial Personnel				Total Amount
		CS Mr. Samir Kumar Bahri#	CFO Mr. M.S. Balaji Rao	CEO Mr. Deepak Tiwary**	CS Mr. Pratap Kumar Samantaray*	
1	Gross salary		10,15,836	20,07,299	14,29,480	44,52,615
	(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	**-**	**10,15,836**	**20,07,299**	**14,29,480**	**44,52,615**

Appointed as CS w.e.f. 01.06.2017

*Resigned from the post of CS w.e.f. 31.05.2017

** Appointed as CEO w.e.f. 14.11.2016

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

For **Hemang Resources Limited**

Sd/-
Mr. Deepak Tiwary
WTD & CEO
DIN: 06605701

Sd/-
Mr. S.V. Chaoji
Director
DIN: 03464544

Place: Chennai
Date: 14.08.2017

REPORT ON CORPORATE GOVERNANCE

SEBI vide its notification No. SEBI/LAD-NRO/GN/2015-16/013 dated September 02, 2015 notified the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as SEBI (LODR) Regulations, 2015) which were made applicable with effect from December 01, 2015 and repealed the erstwhile listing agreement with the stock exchanges.

This Report, therefore, states the compliance status as per requirements of Companies Act, 2013 and SEBI (LODR), Regulations, 2015.

I. PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is a mode of ensuring maximum returns to its stakeholders by adhering to best practices and codes of conduct in letter and spirit. The various corporate governance practices implemented by the Company in compliance with Regulation 27 of SEBI (LODR) Regulations, 2015 including the amendments thereof of the listing agreements are as follows:

II. BOARD OF DIRECTORS

1. Board Composition

The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors and all the Directors are competent and well experienced. The composition of the Board and category of Directors as on March 31, 2017 is as follows:

Category	Name of Directors
Promoter Directors	NIL
Executive Directors/WTD	1. Mr. Deerpak Tiwary@ 2. Mr. Tamraparni Balaji Achar*
Non – Executive Directors	1. Ms. Varsha Jain ** 2. Mr. Prem Prakash Agarwal
Independent Directors	1. Mr. Shashikant Vyankatesh Chaoji 2. Mr. Chitranjan Singh Kahlon# 3. Ms. Uma Agarwal ***

@ Mr. Deepak Tiwary was appointed as WTD w.e.f. 30.05.2017
*Mr. Tamraparni Balaji Achar was resigned w.e.f. 21.03.2017
** Ms. Varsh Jain was resigned w.e.f. 30.11.2016
# Mr. Chitranjan Singh Kahlon was resigned w.e.f. 14.07.2016
*** Ms. Uma Agarwal was appointed as director w.e.f. 14.11.2016

No Director is, inter se related to any other Directors on the Board.

Board Meetings

During the financial year 2016-17, the Board of Directors met five (5) times, viz. Five Board meetings were held during the year. The Gap between any two meeting did not exceed 120 (One Hundred and twenty) days.

The details of Board meeting are given below:

Date of Meetings	Board Strength	No. of Directors Present
May 28, 2016	5	4
August11, 2016	4	4
November 14, 2016	4	4
February 11, 2017	4	3
March 30, 2017	3	3

Attendance of directors

Attendance of directors at the Board meetings held during financial year 2016-2017 and the last Annual General Meeting held on September 28, 2016 and relationship with other directors are as follows: -

Name of Director	Relationship with other directors	No. of meeting attended	Whether attended last AGM
Mr. Chitranjan Singh Kahlon@	-	00	No
Mr. Shashikant Vyankatesh Chaoji	-	05	Yes
Mr. Prem Prakash Agarwal	-	05	No
Mr. Tamraparni Balaji Achar *	-	04	Yes
Mrs. Varsha Jain**	-	03	Yes
Ms. Uma Agarwal#	-	01	No

@ Resigned from directorship of the Company w.e.f. July 10, 2015.
$ Appointed as Additional Director of the Company w.e.f. July 09, 2015.
# Resigned from directorship of the Company w.e.f. July 09, 2015.
* Appointed as Additional Director of the Company w.e.f. August 14, 2015.
** Appointed as Additional Director of the Company w.e.f. December 12, 2015.

Directorship and membership of Board Committee

Name of Director	Directorship			Committee positions in listed and unlisted public limited companies	
	In listed Companies	In unlisted public limited companies	In private limited companies	As Chairman	As Member
Mr. Chitranjan Singh Kahlon*	-	2	3	-	-
Mr. Shashikant Vyankatesh Chaoji	1	1	-	2	4
Mr. Prem Prakash Agarwal	1	2	-	-	9
Mr. Tamraparni Balaji Achar **	-	-	1	-	-
Mrs. Varsha Jain***	-	-	-	-	-
Ms. Uma Agarwal	1	1	1	-	2

Notes:

None of the directors holds office as a director, including as alternate director, in more than twenty companies at the same time. None of them has directorships in more than ten public companies. For reckoning the limit of public companies, directorships of private companies that are either holding or subsidiary company of a public company are included.

As per declarations received, none of the directors serves as an independent director in more than seven listed companies.

Further, the whole-time directors in the Company do not serve as an independent director in any other company.

None of the directors was a member in more than ten committees, nor a Chairman in more than five committees across all companies, in which he was a director.

For the purpose of considering the limit of the committees on which a director can serve, all public limited companies, whether listed or not, have been included and all other companies including private limited companies, foreign companies and companies under section 8 of the Companies Act, 2013 have been excluded. Only audit committee and stakeholders relationship committee are considered for the purpose of reckoning committee positions.

*Resigned from directorship of the Company w.e.f. 14.07.2016

**Resigned from directorship of the Company w.e.f. 21.03.2017

*** Resigned from directorship of the Company w.e.f. 11.11.2016

Number of shares and convertible instruments held by non-executive directors

Non Executive directors do not hold any shares. There is no convertible instrument in the company.

Familiarization Program for Independent Director

All new independent directors inducted into the Board attend the orientation program and a formal letter of appointment

outlining his/her role, function, duties and responsibilities. The company has held various familiarization programs for independent director through out the year on an ongoing continuous basis. The detail of familiarization program and terms and condition of Independent directors are placed on http://www.bhatiacoalindia.com/BIIL/InvRelation.htm.

III. AUDIT COMMITTEE

The Committee's Composition meets with requirement of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations, 2015. Members of the Audit Committee possess financial / accounting expertise / exposure.

Composition of Audit Committee and attendance record of members for 2016-17

The Audit Committee comprises the following:

S.No.	Name of the Director	Category	Meetings attended
1.	Mr. Chitranjan Singh Kahlon@	Independent Director	1/4
2.	Mr. Shashikant Vyankatesh Chaoji (Chairman of the Committee)	Independent Director	4/4
3.	Mr. P.P. Agarwal	Non-Executive Director	4/4
4.	Ms. Uma Agarwal#	Independent Director	1/4

@ ceased to be member of Audit Committee w.e.f. July 14, 2016.
 # appointed as member of the Committee w.e.f. November 14, 2016
The Chairman of Audit Committee was present at the Annual General Meeting of the Company.

Meetings of the Audit Committee:

Four meetings of Audit Committee were held during financial year 2016-17 on following dates:

S.No.	Date of Meetings
1.	May 28, 2016
2.	August 11, 2016
3.	November 14, 2016
4.	February 11, 2017

The gap between any two meetings did not exceed one hundred and twenty days.

The Company Secretary of the Company acts as Secretary to the Committee in terms of Regulation 18 (1) (e) of SEBI (LODR) Regulations, 2015.

IV. NOMINATION AND REMUNERATION COMMITTEE

The Committee constitution and terms of reference are in compliance with provisions Section 178 of Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations, 2015 as amended from time to time. The Nomination and Remuneration Committee was reconstituted on November 14, 2016 because of Ms. Uma Agarwal Appointment.

During the year under review, the Committee met on November 14, 2016.

Composition of Nomination and Remuneration Committee, and attendance record of members for 2016-17.

The Nomination and Remuneration Committee comprises the following:

S.No.	Name of the Director	Category	Meetings attended
1.	Mr. Shashikant Vyankatesh Chaoji (Chairman of the Committee)	Independent Director	Yes
2.	Mr. P.P. Agarwal	Non-Executive Director	Yes
3.	Mr. T. Balaji Achar*	Director	Yes
4.	Ms. Uma Agarwal#	Independent Director	No
5.	Mr. Chitranjan Singh Kahlon**	Independent Director	No

***ceased to be member of the Committee w.e.f. July 14, 2016.*
** ceased to be member of the Committee w.e.f. 21.03.2017 due to resignation from directorship of the Company.*
 # appointed as member of the Committee w.e.f. 14.11.2016.

On November 14, 2016, the Committee, inter alia, recommended to the Board the appointment of Mr. Deepak Tiwary, Chief Executive Officer (CEO) of the Company w.e.f. 14th November, 2016 and also designate as Whole Time Director (WTD) of the Company w.e.f. 30th May, 2017.

The Chairman of Nomination and Remuneration Committee was present at the Annual General Meeting of the Company..

V. STAKEHOLDERS' RELATIONSHIP/ GRIEVANCE COMMITTEE

The Stakeholder Relationship/ Grievance Committee's specifically look into the shareholder's and investors complaints on the matter relating to transfer of shares, non-receipt of annual report, non-receipt of dividend, payment of unclaimed dividend etc.

The Stakeholder Relationship/ Grievance Committee's is headed by Ms. Uma Agarwal and Mr. Pratap Kumar Samantaray was Company Secretary and Compliance officer till 30th May, 2017.

The Board of directors in order to expedite the process of share transfer has delegated the power of share transfer to the M/s. Link Intime India Private Limited as registrar and share transfer agent of the Company.

During the financial year 2016-17, company has not received any investor complaint and no compliant is pending as on March 31, 2017.

VI. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Board of directors in its meeting held on December 12, 2015 constituted the Corporate Social Responsibility (CSR) Committee and in compliance with the provisions of Section 135(1) of Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014.

CSR Committee was reconstituted on February 12, 2017 because of Ms. Uma Agarwal Appointment and she was designated as Chairperson of the committee w.e.f. March 30, 2017.

A meeting of the CSR Committee was held on February 11, 2017 to review the status of expenditure on CSR.

Composition of the Committee:

S.No.	Name of the Director	Category	Meetings attended
1.	Ms. Uma Agarwal (Chairperson of the Committee)	Independent Director	1
2.	Mr. Shashikant Vyankatesh Chaoji	Independent Director	1
3.	Mr. P. P. Agarwal	Non-Executive Director	1
4.	Mr. T. Balaji Achar*	Executive Director	-
5.	Ms. Varsha Jain**	Non-Executive Director	-

**ceased to be member of the Committee w.e.f. 21.03.2017 due to resignation from directorship of the Company.*
*** ceased to be member of the Committee w.e.f. 30.11.2016 due to resignation from the directorship of the Company.*

VII. GENERAL BODY MEETINGS

The particulars of the Annual General Meetings held during the last three years are given below:

Annual General Meeting	Venue	Date & Time	Whether Special Resolution Passed
21st Annual General Meeting	4-4/5, Manoramaganj, Navratan Bagh, Main Road, Indore (M.P.) - 452001	02.09.2014 At 11.00 a.m.	No
22nd Annual General Meeting	Plot No. 4, 6th Avenue, Harington Road, Chetpet, Chennai (T.N.) - 600031	30.09.2015 At 11.00 a.m.	Yes
23rd Annual General Meeting	Plot No. 4, 6th Avenue, Harington Road, Chetpet, Chennai (T.N.) - 600031	28.09.2016 At 11.30 a.m.	Yes

Special Resolution passed through Postal Ballot in last year: No Special resolution was passed through postal ballot.

Special Resolution proposed to be passed through Postal Ballot: No Special resolution is proposed to be passed through postal ballot.

VIII. SEPARATE MEETING OF INDEPENDENT DIRECTOR

During the year under review, a separate meeting of Independent Directors, without the attendance of Non-Independent Directors and members of the Management, was held on February 11, 2017 as required under Schedule IV to the Companies Act, 2013 (Code for Independent Directors) and Regulation 25 (3) of SEBI (LODR) Regulations, 2015.

In the aforesaid meeting, the independent Directors:

(a) Reviewed the performance of Non-Independent Directors and Board as whole;

(b) Reviewed the performance of the Chairman, taking into account the views of Non-Executive Directors and the Whole-time Director; and

(c) Assessed the quality, quantity and timeliness of flow of information between the Companies Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

All independent directors were present at the meeting, deliberated on the above and expressed their satisfaction on each of the matter.

Terms of appointment of Independent Directors

The Non-Executive Independent Directors fulfill the conditions of independence specified in Section 149 of the Companies Act, 2013 and Regulation 16 (b) of the SEBI (LODR) Regulations, 2015. A Formal Letter of Appointment been issued to Independent Directors at the time of appointment, as provided in Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

Annual Evaluation of Board Performance and Performance of its Committee and of Directors:

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 the Board has carried out the annual evaluation of its own performance, performance of individual Directors, Chairman of the Board, and the evaluation of the working of its Committees.

The Nomination Committee has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committee and Directors.

Performance of the Board was evaluated by the Members after seeking inputs from all the Directors on the basis of criteria such as Board Composition and structure, effectiveness of board processes, information and functioning, etc.

Performance evaluation of Independent Directors and of the Chairman was carried out by entire Board, excluding the Director being evaluated. Performance evaluation of Non- Independent Director was carried out by the Independent Directors, who also reviewed the performance of the Board as whole. Performance of the Committees was evaluated by the Board after seeking inputs from members who are not member of Committee on the basis of criteria such as the composition of the Committees, effectiveness of committee meetings, etc. The Nomination & Remuneration Committee also reviewed the performance of the Board, its Committees and the Directors.

The Chairman of the Board provided feedback to the Directors on an individual basis, as appropriate. Significant highlights, learning and action points with respect to the evaluation were discussed among the Board members.

IX. MEANS OF COMMUNICATION

a. Quarterly, half-yearly and annual financial Results: The quarterly, half-yearly and annual financial results of the Company are published in News Today, English daily newspaper and in Malai Sudar vernacular daily newspaper.

b. Annual Report: Annual Report containing, inter alia, Audited Annual Accounts, Directors' Report, Auditors' Report and other important information is circulated to members and others entitled thereto. The management Discussion and Analysis Report forms part of the Annual Report.

c. Website: The Company has its own website http://bhatiacoalindia.com/BIIL/Index.htm which contains all important public domain information and information as prescribed under the Companies Act, 2013 and SEBI (LODR), Regulations, 2015, including details of the corporate contact persons and share transfer agent of the Company, shareholding pattern, etc.

X. GENERAL SHAREHOLDERS INFORMATION

a. Twenty Fourth Annual General Meeting

Day and Date	**:**	Friday, September 29, 2017
Time	**:**	02.00 P.M.
Venue	**:**	Plot No.4, 6th Avenue, Harington Road, Chepet, Chennai, Tamilnadu-600031
Email	**:**	cs@bhatiacoalindia.com

b. Financial Year

The Company follows the period of 1st April to 31st March, as Financial Year.

c. Dividend payment date:

Board has not recommended dividend, hence not applicable.

d. Listing on Stock Exchanges and details of price index:

The shares of the Company are listed on BSE Limited, Mumbai (Stock Code: 531178) and Ahmedabad Stock Exchange. Company has paid the annual listing fees of BSE Limited.

e. Performance in comparison to broad-based indices such as BSE Sensex:

Month	Quoted Price at BSE		BSE Sensex	
	High (₹)	Low (₹)	High	Low
April, 2016	08.73	07.92	26100.54	24523
May, 2016	10.00	08.46	26837.20	25058
June, 2016	10.50	07.81	27105.41	25911
July, 2016	10.50	09.04	28240.20	27034
August, 2016	10.00	09.03	28532.25	27628
September, 2016	11.55	09.95	29077.28	27717
October, 2016	11.55	08.54	28477.65	27488
November, 2016	12.00	11.00	28029.80	25718
December, 2016	13.17	11.36	26803.76	25754
January, 2017	13.02	11.40	27980.39	26447
February, 2017	13.35	12.00	29065.31	27590
March, 2017	12.70	08.61	29824.62	28716

Source : www.bseindia.com

f. Registrar and Transfer Agents:

M/s Link Intime India Private Limited
C-101, 247 Park,
L.B.S. Marg, Vikhroli (West),
Mumbai – 400083
Tel.: +91 22 49186270; Fax: +91 22 49186060
E-mail:rnt.helpdesk@linktime.co.in
Website: www.linkintime.co.in

g. Share Transfer System:

Share transfers received by the share transfer agent/Company are registered within statutory time frame provided, from the date of receipt, provided the documents are complete in all respects.

h. Distribution of shareholding as on 31st March, 2017

(a)

Slab of Shareholders	No. of Shareholders	No. of Share	% of total amount
1 - 500	599	140512	1.0645
501 - 1000	209	168982	1.2802
1001 - 2000	203	286624	2.1714
2001 - 3000	57	145101	1.0992
3001 - 4000	30	108687	0.8234
4001 - 5000	29	133288	1.0098
5001 - 10000	56	376025	2.8487
Above 10000	63	11840781	89.7029
Total	**1246**	**13200000**	**100.000**

(b)

Sr.No.	Categories	No. of Share Holders	No. of Shares	% of Total Shares
1.	Promoters, Directors, their relatives & promoter group	12	8402576	63.66
2.	Bodies Corporate	54	769744	5.83
3.	NRI / OCBs	5	1661	0.01
4.	Banks / Financial Institutions	0	0	0
5.	General Public	1173	4026019	30.50
	Total	**1244**	**13200000**	**100.00**

i. Dematerialization of Shares

About 94.57% of total equity shares of the Company are held in dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on March 31, 2017.

j. Cumulative redeemable preference shares

Company has issued 8,00,000, 8% Cumulative redeemable preference shares of ₹ 100/- each on 7th May, 2007 to the promoters of the Company. The rate of interest over the Cumulative redeemable preference shares are reduced from 8% to 2% vide and redemption period was increased from five (5) years to seven (7) years members' resolution dated 6th June, 2009.

Further redemption period of 2% Cumulative Preference Shares has been increased from Seven (7) year to Twelve (12) year with the written consent of all (100%) preference shareholders, pursuant to Section 106 of the Companies Act, 1956.

Said preference shares are not listed with any of the stock exchange.

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

The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments.

l. Plant locations

The Company being involved in trading activities does not have any plant.

m. Address for correspondence

Hemang Resources Limited
(Formerly, Bhatia Industries &Infrastructure Limited)
Plot no.4, 6th Avenue,
Harington Road, Chepet,
Chennai, Tamil Nadu-600031
E-mail: cs@bhatiacoalindia.com

XI. DISCLOSURES

a. Other disclosures

i. Disclosures on material significant related party transactions with its promoters, the Directors or the Management, subsidiaries or relatives etc. that may have potential conflict of interest.

The appropriate disclosure for the transactions entered with the related party is made in notes to the accounts which form part of this annual report. There are no materially significant related party transactions which have potential conflict with the interest of the Company at large.

ii. No instances of non-compliances in any matter related to the capital market during the last three years.

iii. No penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the last three years.

b. Detail of Capital market non-compliance, if any

There was no non-compliance by the Company of any legal requirements; nor has there been any penalty, strictures imposed on the Company by any stock exchanges, SEBI or any statutory authority, on any matter related to capital markets during last three years;

c. Vigil Mechanism / Whistle Blower Policy

The Company has in place a Whistle Blower Policy, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud, or violation of the company's Code of Conduct or Ethics Policy. The Policy provides for adequate safeguard against victimization of employee who avail of the mechanism, and provides for direct access to the Chairman of the Audit Committee. The company affirms that no employee has been denied access to the Audit Committee.

The Whistle Blower Policy has been hosted on the Company's website.

d. Compliance of mandatory and non-mandatory requirements

The company has complied with the mandatory requirements of the SEBI (LODR) Regulations, 2015.

The Company has also ensured the implementation of following non-mandatory requirements.

i. Unmodified audit opinions / reporting.

ii. The internal auditor report directly to audit committee.

e. Code of Conduct

The Company is committed to conduct its business in conformity with ethical standards and applicable laws and regulations. This commitment stands evidenced by the Code of Conduct adopted by the Board of Directors which is applicable to each member of the Board of Directors and senior management of the Company. A copy of the Code of Conduct has been put on the Company's website (http://www.bhatiacoalindia.com/BIIL/InvRelation.htm) The Board of Directors and senior management of the Company have confirmed regarding compliance with the said Code for the year ended March 31, 2017.

f. Extraordinary General Meeting

No Extra-Ordinary General Meeting of the members was held during the year under review.

g. Code Conduct for Prevention of Insider Trading

In accordance with the requirement of the SEBI (Prohibition of Insider Trading) Regulations, 2015 the Company has formulated a code of conduct and same is placed on company's web site.

A declaration signed by the Company's Chief Executive Officer is published in this Report.

XII. REMUNERATION OF DIRECTORS:

a. Pecuniary transactions with non-executive director

During the year under review, there were no pecuniary transactions with any of the non-executive director of the Company.

b. Criteria of making payments to non-executive directors

Non-executive directors of the Company play a crucial role in the independent functioning of the Board. They bring in an external perspective to decision-making, and provide leadership and strategic guidance while maintaining objective judgment. They also oversee corporate governance framework of the Company.

The Remuneration Policy, inter alia, disclosing criteria of making payments to directors, key managerial personnel and employees is placed on the Company's website.

c. Detail of remuneration to directors

In 2016-17, the Company did not advance any loans to any of the executive and/or Non-executive directors. Details of remuneration paid/payable to directors during 2016-17 are provided in an annexure to the Directors' Report in Section VI of Form MGT-9, i.e., extract of the Annual Return.

No stock options have been issued to any Directors during the year.

XIII. DECLARATION BY CHIEF EXECUTIVE OFFICER

[Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I, Deepak Tiwary, Chief Executive Officer (CEO) and Whole Time Director (WTD) of the Hemang Resources Limited hereby declare that all the members of Board of Directors and Senior Management have affirmed compliance with the Code of Conduct of Board of Director and Senior Management of the Company.

Sd/-
Deepak Tiwary
CEO & WTD

Place: Chennai
Date: 30.05.2017

XIV. CEO/CFO CERTIFICATION:

The Chief Executive Officer, Mr. Deepak Tiwary and the Chief Financial Officer, Mr. M.S. Balaji Rao have furnished the requisite certificate to the Board of Directors pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CEO and CFO Certificate

under Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

A. We have reviewed the financial statements and cash flow statements for the year and that to the best of their knowledge and belief:

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

   (2) these statements together present a true and fair view of the company's affair and are in compliance with existing accounting standards, applicable laws and regulation.

B. There are to the best of our knowledge and belief, no transaction entered into by the company during the year which is fraudulent, illegal or violative of the company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control system of the company pertaining to financial reporting and have disclosed to the auditor and the committee deficiencies in designing or operation of such internal controls, if any, of which we are aware and the steps they have taken or propose to take to ratify these deficiencies.

D. There is no instance to be indicated to the auditor and Audit Committee in respect of : -

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

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

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

For, Hemang Resources Limited
(Formerly, Bhatia Industries & Infrastructure Limited)

Sd/-	Sd/-
M. S. Balaji Rao	**Deepak Tiwary**
CFO	**CEO**

Date: 30.05.2017

XV. COMPLIANCE CERTIFICATE FROM PRACTICING COMPANY SECRETARY:

The certificate of the Practicing Company Secretary for compliance of conditions of Corporate Governance as stipulated in Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is reproduced below.

CERTIFICATE REGARDING COMPLIANCE CONDITION OF CORPORATE GOVERNANCE

To the Members of
Hemang Resources Limited
Plot No. 4, 6th Avenue, Harington Road
Chetpet, Chennai - 600031 (TN)

We have examined the compliance of conditions of Corporate Governance by Hemang Resources Limited., for the year ended March 31, 2017 as stipulated Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was limited to review of 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 on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (LODR) Regulations, 2015.

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

Place: Indore
Date: 03.08.2017

For Ajit Jain & Co.
Company Secretaries

Sd/-
CS Ajit Jain
CP No.: 2876, M. No.: 3933

MANAGEMENT DISCUSSION AND ANALYSIS

1. INDUSTRY STRUCTURE AND DEVELOPMENTS:

COAL INDUSTRY

India is endowed with large quantum of coal resources (308 BT), of which around 90% comprises non-coking coal. It is the third largest coal producer in the world after China and the US. The total coal production in India was around 626 MT in FY 2016, which has increased to 724 MT in FY 2017. India imported a total of 212 MT of coal in FY 2015, 193 MT in FY 2016 and 160 MT in FY 2017 which is equivalent to around 22% of the domestic coal consumption in the country based on tonnage. In FY 2017, total coal imports by India fell by 33 MT, though still constituting nearly 24% of the total coal consumption in the year based on tonnage.

In order to satisfy the coal demand, the Indian coal industry needs more investment and private players to raise their production level. Government has taken initiatives by making Statutory Acts, with an object to ensure continuity in coal mining operations and production of coal and to promote optimum utilization of coal resources consistent with the requirement of industry. Better infrastructure by road enable fast movement of coal among various locations in the Country, infrastructure section in India is getting better by way of various projects undertaken by the Government.

REAL ESTATE INDUSTRY

The world sees India as a land of opportunity for business and investment. The Indian real estate sector has been a major beneficiary of the strong economic growth witnessed in India since the year 2000. The growth in sector, supported by series of reforms has not only resulted in significant residential and commercial real estate, but also complemented the development of physical and social infrastructure of the country.

While the whole economy was going through the policy reform, real estate sector remained in headlines due to many policy level changes. Real Estate (Regulation and Development) Act 2016 (RERA), Benami Transaction Prohibition (Amendment) Act 2016, amendments in Real Estate Investment Trusts (REITs) regulations, Goods and Services Tax (GST) and Demonetisation, were the ones that were considered to have the potential to change the way real estate sector work. Besides these, a couple of announcements seemed to be made in the passing but is extremely crucial to this sector. These were the intent to digitise land records, change in arbitration norms for construction industry and setting up of a government committee to look into the strategic sale of government assets that include land and manufacturing units. All these changes are perceived to be the game changers for the industry in coming years.

2. OPPORTUNITIES & THREATS/ RISK CONCERN

The Company's business comprises of two segment viz. Infrastructure and Coal Trading.

Demand of Coal comes from core industry segments like Power, Steel, Cement and many industries where heating is a process requirement. Given policy initiatives, Indirect tax reforms (namely introduction of GST) the entire gamut of manufacturing activities are expected to get a boost. While increasing government support will boost the coal production in the country, bottlenecks, likes domestic coal transportation and lack of proper road connectivity, availability of railway wagons and siding, mismatch of demand and supply of wagons and coal offtakes, delay in mining activities at captive coal blocks and concern relating to the increasing ash content of coal from some locations will impact and limit indigenous coal production increase. Thus there remains an attractive opportunity for import and trading of imported coal

The challenges in real estate sector are of demand-supply mismatch and high unsold inventory across the country. However due to the new regulation it will get smooth in coming years and actual users will increase in place of investors.

3. OUTLOOK

COAL INDUSTRY

India is the third largest coal producer in the world after China and the US. The total coal production in India was around 626 MT in FY 2016, which has increased to 724 MT in FY 2017. The total coal demand in the country is expected to be around 1.5 BT. Supported by government reforms and strong growth in outputs from Coal India, Indian coal production will rise to 1.01 billion ton in 2020. Despite the challenges, then, the future of coal in India appears positive. "We expect coal to retain its primacy in India over the coming years and energy poverty remains a key concern."

The Indian coal market is set to witness great boost in near future because of the rising government initiatives.

The power sector accounts for more than 70 per cent of India's coal use and supported a five-fold increase in coal use in electricity generation over the past few decades. As such, the power sector is clearly central to the coal outlook in India.

The coal demand has been rising constantly in India due to growth & high demand from major coal consuming sectors, including power. We estimate that coal production will grow in anticipation to the demand for thermal coal and coking coal by power and steel sectors, respectively, will gain momentum in near future.

REAL ESTATE INDUSTRY

The Indian real estate market size is expected to touch US$ 180 billion by 2020. Although it's hard to forecast the real estate market that is highly sentiment driven in India, several factors will drive the future trend. Recent demonetisation that became the front-page news and a most debatable topic of the year is one of the major factors that may drive the short-

term trends. While everybody agreed that the measure would help the economy in the long term, the short-term consequences were harsh for the residential real estate sector as the overall transaction volume come to a halt. The commercial market which is so far un-impacted by the demonetisation drive may also see an impact in the form of shortage of supply and increase in rents. Transaction volume in the residential sector will remain constrained, but the current oversupply in the market will be mitigated in the coming quarters, as very limited new projects are being launched. Yet, things are looking up in the coming year, with end users may start looking the market again. Having said that, I am a firm believer of the positive impact of all these reforms and believe that these are just small hurdles and the overall property markets should come on the edge of recovery shortly.

4. INTERNAL CONTROL SYSTEMS:

The Company has a proper and adequate Internal Control System to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition, and those transactions are authorized, recorded and reported correctly.

The Company, in consultation with its Statutory Auditors, periodically reviews and ensures the adequacy of Internal Control Procedures for the orderly conduct of business and also includes a review to ensure overall adherence to Management Policies and applicable Laws & Regulations. The Company's internal audit team carries out extensive audits throughout the year, across all functional areas.

5. HUMAN RESOURCES DEVELOPMENTS:

Our Philosophy is "Human Resource" is the most important factor for achieving efficiency, productivity and quality. Human Relationship Management assumes great importance in the Company and human resources are the great asset.

During the year under review, the Company continued its emphasis on Human Resource Development as one of the critical area of its operation. Realizing that, the human capital being the Company's greatest asset, the up gradation of skills, personality and attitude of its employees is always looked after. Measures are also being implemented for enhancing the motivation and commitment of the work force and building up a unique positive work culture. Employer – Employee relation throughout the year were cordial.

The Company organizes periodical trainings to encourage and develop vital human resource. All the efforts are aimed to ensure develop and nurture the entrepreneurial attitude and skill among the employees. The Company places on record its appreciation for the valuable contributions made by employees at all levels.

6. FINANCIAL PERFORMANCE:

The Financial Statements for the year ended March 31, 2017 have been prepared in compliance with the requirement of Companies Act 2013 and Generally Accepted Accounting Principles (GAAP) in India.

During Financial Year 2016-17, the Company recorded total income of ₹ 25436.58 Lacs, of which income from operations is ₹ 24959.70 Lacs and other income of ₹ 476.88 Lacs.

For the year FY 2016-17, Earning before interest, Depreciation, tax and Amortization was ₹ 833.38 Lacs.

For the FY 2016-17, Depreciation was ₹ 0.89 Lacs and interest and financial charges were ₹ 1027.01 Lacs and Profit before tax (PBT) was ₹ (147.02) Lacs.

Profit after tax (PAT) was ₹ (98.80) Lacs and Earning Per Share (EPS) of ₹ (0.75).

Out of the PAT of ₹ (98.80) Lacs, ₹ 57.14 Lacs has been apportioned to Capital Redemption Reserve.

Factor affecting the reduction in turnover are entire market downfall, reduction in imported coal price, increase in demands of domestic coal. Profit of the company was reduced due to increase in finance cost and loss on foreign exchange transaction.

7. SEGMENT WISE PERFORMANCE:

Company's business comprises two segment viz. Coal Trading Division and Infrastructure division. During the Financial Year 2016-17, there is no turnover from Infrastructure division and entire income from operation of ₹ 24959.70 Lacs is from Coal Trading division.

As on March 31, 2017, Coal Trading Division is having Segment Assets of ₹ 14444.89 Lacs and Segment liabilities of ₹ 11345.41 Lacs and Infrastructure division is having Segment Assets of ₹ 1043.61 Lacs and Segment Liabilities of ₹ Nil.

8. CAUTIONARY STATEMENT:

Certain statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be forward-looking statements within the meaning of applicable securities laws and regulations which have been prepared in compliance with the requirements of the Companies Act, 2013, the Accounting Standards issued by the Institute of Chartered Accountants of India, the Listing Agreements, SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and all other applicable rules and regulations. The actual performance may vary depending on the market fluctuations, changes in Government policies, rules and regulations change in economic conditions nationally as well as internationally.

INDEPENDENT AUDITOR'S REPORT

To,
The Members of,
Hemang Resources Limited
(Formally Known as Bhatia Industries and Infrastructure Limited)

Report on the Standalone Financial Statements

We have audited the accompanying (Standalone) financial statements of ***HEMANG RESOURCES LIMITED ("the Company")*** which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the (Standalone) Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these (Standalone) financial statements that give a true and fair view of the financial position, financial performance and 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

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

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, 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 March 31, 2017, and its Profit/Loss and its Cash Flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
   a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

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

d. in our opinion, the aforesaid (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.

e. On the basis of written representations received from the directors as on March 31, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017 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 our separate Report in **"Annexure B"**.

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

   i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note : 2.8 (b),(c),(d),(e),(f),(g),(h) to the financial statements;

   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.

   iv. The Company has provided requisite disclosures in the standalone financial statements as regard its holding and dealings in Specified Bank Notes as defined in the Notification S. O. 3407(E) dated the 8th November 2016 of the Ministry of Finance, during the period from 8th November 2016 to 30th December 2016. Based on audit procedures performed and the representations provided to us by the Management we report that the disclosures are in accordance with the books of account maintained by the company and as produced to us by the Management. Also refer Note no. 2.16 to the standalone financial statements.

For and on behalf of
Jain & Thakker
Chartered Accountants
Firm's registration number: 014829S

Sd/-
Bharat Kumar Jain
Partner
Membership number: 206829

Place: Chennai
Date : 30th May 2017

Annexure "A" to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2017:

1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;

(b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.

(c) The title deeds of immovable properties are held in the name of the company.

2) (a) The management has conducted the physical verification of inventory at reasonable intervals.

b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.

3) granted any unsecured loans to parties covered under section 189 of the Companies Act 2013 and hence reporting under this clause does not arise.

4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.

5) The Company has not accepted any deposits from the public and 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 Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been 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 with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2017 for a period of more than six months from the date on when they become payable.

b) According to the information and explanation given to us, there are dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of dispute which have not been deposited, Details are mentioned below.

Statute	Forum where Dispute is Pending	Amount Involved	Financial year to which the amount relates
Income tax Act	CIT (Appeals)	110000/-	1995-96
Commercial Tax (Surat)	Gujarat High Court	103342468/-	2012-2013
Commercial Tax (Surat)	Joint Commissioner	3667832/-	2006-07
Sales Tax (Maharashtra)	Deputy Commissioner	38340/-	2007-08
Custom Duty	Commissioner (Appeals)	27754116/-	2012-2013
Maharashtra VAT	Deputy Commissioner	5271446/-	2010-11
Custom Duty	Commissioner Appeals (Morbi)	8191647/-	2013-2014
Custom Duty	Commissioner of Customs Mangalore	6361616/-	2014-2015

8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks.

9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

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

11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For and on behalf of
Jain & Thakker
Chartered Accountants
Firm's registration number: 014829S

Sd/-
Bharat Kumar Jain
Partner
Membership number: 206829

Place: Chennai
Date : 30th May 2017

"Annexure B" to the Independent Auditor's Report dated 30th May 2017 Issued to the member of Hemang Resources limited

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

We have audited the internal financial controls over financial reporting of Hemang Resources Limited ("the Company") as of March 31, 2017 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".] These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under 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.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the 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 our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating as at March 31, 2017, 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 and on behalf of
Jain & Thakker
Chartered Accountants
Firm's registration number: 014829S

Sd/-
Bharat Kumar Jain
Partner
Membership number: 206829

Place: Chennai
Date : 30th May 2017

HEMANG RESOURCES LIMITED
(FORMERLY BHATIA INDUSTRIES AND INFRASTRUCTURE LIMITED)
AUDITED BALANCE SHEET AS AT 31.03.2017

₹ in Lacs

Particulars	Note No.	As at 31.03.2017	As at 31.03.2016
I. EQUITY AND LIABILITIES			
(1) Shareholders' Fund			
(a) Share Capital	3	2,120.00	2,120.00
(b) Reserve and Surplus	4	2,023.09	2,121.89
(2) Current liabilities			
(a) Short Term Borrowings	5	3,609.57	1,039.59
(b) Trade Payables	6	7,318.77	15,958.73
(c) Other Current Liabilities	7	295.39	273.14
(d) Short Term Provisions	8	121.68	253.96
TOTAL	..	**15,488.50**	**21,767.31**
II. ASSETS			
(1) Non Current Assets			
(a) Fixed Assets	9	11.30	5.72
(b) Non Current Investments	10	20.75	9.18
(c) Deferred Tax Asset (Net)	11	57.29	8.80
(d) Long Term loans and Advances	12	1.47	73.63
(e) Other Non Current Assets	13	314.50	-
(2) Current Assets			
(a) Inventories	14	2,255.23	2,438.99
(b) Trade Receivables	15	9,041.52	15,565.23
(c) Cash and Bank Balances	16	2,031.11	1,410.63
(d) Short Term Loans and Advances	17	1,692.68	2,205.27
(e) Other Current Assets	18	62.65	49.86
TOTAL	..	**15,488.50**	**21,767.31**
Significant Accounting Policies	1		
Other Notes on Financial Statements	2		

As per our Separate Report Attached
FOR JAIN & THAKKER
CHARTERED ACCOUNTANTS
FRN No. 014829S

Sd/-
BHARAT KUMAR JAIN
Partner
Membership No. 206829

Place: Chennai
Date : 30/05/2017

For and on behalf of the Board
For HEMANG RESOURCES LIMITED
(FORMERLY BHATIA INDUSTRIES AND INFRASTRUCTURE LIMITED)

Sd/-
DEEPAK TIWARY
Director & CEO
DIN: 06605701

Sd/-
P.P. AGARWAL
Director
DIN: 00038545

Sd/-
M S BALAJI RAO
Chief Financial Officer

Sd/-
PRATAP KUMAR SAMANTARAY
Company Secretary

HEMANG RESOURCES LIMITED

(FORMERLY BHATIA INDUSTRIES AND INFRASTRUCTURE LIMITED)

AUDITED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2017

₹ in Lacs

	Particulars	Note No.	For the Year Ended 31.03.2017	For the Year Ended 31.03.2016
I.	Revenue from Operations	19	24,959.70	43,517.35
II.	Other Income	20	476.88	357.42
III.	**Total Revenue (I+II)**		**25,436.58**	**43,874.77**
IV.	Expenses:			
	(a) Purchases of Stock in Trade	21	23,575.07	40,862.27
	(b) Decrease / (Increase) in Inventories of			
	(i) Stock in Trade	22	174.41	657.39
	(c) Employee Benefits Expenses	23	351.59	351.58
	(d) Finance Cost	24	1,027.01	1,077.24
	(e) Depreciation and Amortization	25	1.61	0.89
	(f) Net Loss on Foreign Exchange Translation	26	-	19.43
	(g) Other Expenses	27	453.91	726.42
	Total Expenses		**25,583.60**	**43,695.22**
V.	**Profit before exceptional and extraordinary items and tax (III-IV)**		**(147.02)**	**179.55**
VI.	Exceptional items		**-**	**-**
VII.	**Profit before extraordinary items and tax (V - VI)**		**(147.02)**	**179.55**
VIII.	*Extraordinary items*		-	**-**
IX.	**Profit before tax (VII-VIII)**		**(147.02)**	**179.55**
X.	**Tax expense:**			
	(1) Current tax		-	58.00
	(2) Deferred tax		(48.49)	(6.68)
	(3) Short Provision W/off -Income Tax		0.27	(0.97)
XI.	**Profit/(Loss) for the period from continuing operations (IX - X)**		**(98.80)**	**129.20**
XII.	Profit/(Loss) from discontinuing operations		-	-
XIII.	Tax expense of discontinuing operations		-	-
XIV.	**Profit/(Loss) from discontinuing operations after tax(XII-XIII)**		-	-
XV.	**Profit/(Loss) for the period (XI+XIV)**		**(98.80)**	**129.20**
XVI.	Earnings per Equity Share: (F.V. ₹ 10/-)			
	(1) Basic	28	(0.75)	0.98
	(2) Diluted	28	(0.75)	0.98
	Significant Accounting Policies	1		
	Other Notes on Financial Statements	2		

As per our Separate Report Attached
FOR JAIN & THAKKER
CHARTERED ACCOUNTANTS
FRN No. 014829S

Sd/-
BHARAT KUMA JAIN
Partner
Membership No. 206829

Place: Chennai
Date: 30/05/2017

For and on behalf of the Board

For HEMANG RESOURCES LIMITED
(FORMERLY BHATIA INDUSTRIES AND INFRASTRUCTURE LIMITED)

Sd/-
DEEPAK TIWARY
Director & CEO
DIN: 06605701

Sd/-
M S BALAJI RAO
Chief Financial Officer

Sd/-
P.P. AGARWAL
Director
DIN: 00038545

Sd/-
PRATAP KUMAR SAMANTARAY
Company Secretary

HEMANG RESOURCES LIMITED

(FORMERLY BHATIA INDUSTRIES AND INFRASTRUCTURE LIMITED)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2017

₹ in Lacs

Particulars	Year Ended 31.03.2017		Year Ended 31.03.2016	
	Amount	Amount	Amount	Amount
Cash Flow From Operating Activities				
Net Profit before Tax	**(147.02)**		**179.55**	
Adjustments for :				
Dividend Received				
Depreciation	1.61		0.89	
Financial Income	(219.57)		(315.20)	
Excess Provision W/off Income Tax	(0.27)		0.97	
Loss/ (Profit) on Foreign Exchange Fluctuation	(103.58)		(148.40)	
Loss/ (Profit) on Sales of Investment	-		(41.84)	
Financial Expense	902.60		940.16	
Cash Operating Profit before working capital changes	**433.77**		**616.13**	
Increase / (Decrease) in Trade Payables	(8,536.38)		868.20	
Increase / (Decrease) in Short Term Provisions	(132.28)		(264.34)	
Increase / (Decrease) in Other Current Liabilities	22.25		(354.34)	
Increase / (Decrease) in Other Non - Current Liabilities	-		-	
(Increase) / Decrease in Inventories	183.76		596.16	
(Increase) / Decrease in Trade Receivables	6,523.71		1,313.78	
(Increase) / Decrease in Long Term Loans & Advances	72.16		-	
(Increase) / Decrease in Other Non Current Assets (Excl. Misc. Expenses)	(314.50)		-	
(Increase) / Decrease in Short term Loans & Advances	512.59		(865.14)	
(Increase) / Decrease in Other Current Assets	(12.79)		8.77	
Net Cash From Operating Activities (A)	**(1,247.71)**	**(1,247.71)**	**1,919.22**	**1,919.22**
Cash Flow From Investing Activities				
Dividend Income	-		-	
Interest Income	219.57		315.20	
Purchase of Fixed Assets	(7.18)		(2.66)	
Sales/ (Purchase) of Investments	(11.58)		118.64	
Increase in Fixed Deposits and other Deposits with Bank	(660.42)		(95.19)	
Net Cash Used In Investing Activities (B)	**(459.61)**	**(459.61)**	**335.99**	**335.99**
Cash Flow From Financing Activities				
Increase/(Decrease) in Short Term Borrowings	2,569.98		(1,709.43)	
Dividend Paid on Preference Shares	-		-	
Dividend Paid on Equity Shares	-		-	
Dividend Distribution Tax Paid	-		-	
Financial Expense	(902.60)		(940.17)	
Net Cash Used In Financing Activities (C)	**1,667.38**	**1,667.38**	**(2,649.60)**	**(2,649.60)**
Net Increase In Cash and Cash Equivalents (A + B + C)		**(39.94)**		**(394.39)**
ADD :Cash and cash equivalents - Opening - 1st April		**59.73**		**454.12**
Cash and cash equivalents - Closing - 31st March		**19.79**		**59.73**

Footnote to Cash Flow Statement:

1. Components of Cash and Cash Equivalents are produced as under.

₹ in Lacs

Particulars	2016-17	2015-16
Cash & Cash Equivalents		
Balances with Banks		
Current Account	19.04	59.04
Cash on hand	0.75	0.69
Total of Cash & Cash Equivalent	**19.79**	**59.73**

2. Reconciliation of Cash and Cash Equivalents with Cash and Bank Balances as per the Balance Sheet Balances

₹ in Lacs

Particulars	2016-17	2015-16
Cash and cash equivalents as above	**19.79**	**59.73**
Add : Other Cash and Bank Balances		
Earmarked Balances - Equity Dividend Account	14.78	14.78
Fixed Deposit account maturity more than 3 month & less than 12 months	1995.77	1163.00
Fixed Deposit account having maturity More than 12 Months	0.77	173.12
Cash and Bank Balances classified as Current (Refer Note 15)	**2031.11**	**1410.63**

As per our Separate Report Attached
FOR JAIN & THAKKER
CHARTERED ACCOUNTANTS
FRN No. 014829S

Sd/-
BHARAT KUMAR JAIN
Partner
Membership No. 206829

Place: Chennai
Date : 30/05/2017

For and on behalf of the Board

For HEMANG RESOURCES LIMITED
(FORMERLY BHATIA INDUSTRIES AND INFRASTRUCTURE LIMITED)

Sd/-
DEEPAK TIWARY
Director & CEO
DIN: 06605701

Sd/-
P.P. AGARWAL
Director
DIN: 00038545

Sd/-
M S BALAJI RAO
Chief Financial Officer

Sd/-
PRATAP KUMAR SAMANTARAY
Company Secretary

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31.03.2017

Note No. 3: SHARE CAPITAL

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2016
Authorized Capital		
15,000,000 Equity Shares of ₹10/- each	1,500.00	1,500.00
(Previous year 15,000,000 Equity Shares of ₹ 10/- each)		
800,000 2% Cumulative Redeemable Preference Shares of ₹ 100/- each	800.00	800.00
(Previous year 800,000 Shares of ₹ 100/- each)		
	2,300.00	**2,300.00**
Issued, Subscribed & Fully Paid up Share Capital		
13,200,000 Equity Shares ₹ 10/- each	1,320.00	1,320.00
(Previous Year 13,200,000 Equity Shares ₹ 10/- each)		
800,000 2% Cumulative Redeemable Preference Shares of ₹ 100/- each	800.00	800.00
(Previous year 800,000 Shares of ₹ 100/- each)		
	2,120.00	**2,120.00**

1. The Company has two types of shares referred to as Equity shares having a face value of Rs.10/- each & Preference Shares having a face value of ₹100/- each.
2. The Equity share holder is eligible for one voting Right per share held.
3. Preference Shares hold preferential right of Dividend at fixed rate of 2% and preferential repayment of principal amount at the time of Redemption. Due for redemption during the Financial Year 2021-22.
4. In the F.Y. 2011-12 The Company had issued 9,900,000 Fully paid up Bonus Equity Shares of ₹ 10/- each in the ratio of 3:1.
5. Shareholder holding more than 5% of shares are :-

Name	% of Holding	No. of Shares
Equity Shares @ ₹ 10/- each		
Mr. Surinder Singh Bhatia	14.08 %	1,858,840 Equity Shares of ₹ 10/- each
	(P.Y. 14.08%)	*(P.Y. 1,858,840 Equity Shares of ₹ 10/- each)*
Ishhar Overseas Ltd.	7.97%	1,051,896 Equity Shares of ₹ 10/- each
	(P.Y. 7.97%)	*(P.Y. 1,051,896 Equity Shares of ₹ 10/- each)*
Preference Shares @ ₹ 100/- each		
Mr. Gurvinder Singh Bhatia	50.00%	4,00,000, 2% Cumulative Redeemable Preference Shares of ₹ 100/- each
	(P.Y. 50.00%)	*(P.Y. 4,00,000, 2% Cumulative Redeemable Preference Shares of ₹ 100/- each)*
Mr. Surinder Singh Bhatia	50.00%	4,00,000, 2% Cumulative Redeemable Preference Shares of ₹ 100/- each
	(P.Y. 50.00%)	*(P.Y. 4,00,000, 2% Cumulative Redeemable Preference Shares of ₹ 100/- each)*

6. Reconciliation of Equity Shares :

Particulars	No. of Shares	Amount (₹ in Lacs)
Opening Shares	13,200,000	1320.00
	(PY 13,200,000)	*(PY 1320.00)*
Add: Addition during the year	Nil	Nil
	(PY Nil)	*(PY Nil)*
Closing Shares	13,200,000	1320.00
	(PY 13,200,000)	*(PY 1320.00)*

7. Reconciliation of Preference Shares :

Particulars	No. of Shares	Amount (₹ in Lacs)
Opening Shares	800,000	800.00
	(PY 800,000)	*(PY 800.00)*
Add: Addition during the Year	Nil	Nil
	(PY NIL)	*(PY NIL)*
Closing Shares	800,000	800.00
	(PY 800,000)	*(PY 800.00)*

Note No. 4: RESERVE AND SURPLUS

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2016
General Reserve		
Opening Balance	100.00	100.00
Closing Balance	**100.00**	**100.00**
Capital Redemption Reserve		
Opening Balance	514.23	457.09
Less: Reversed to profit and loss account during the year	-	-
Add: Addition during the year	57.14	57.14
Closing Balance (refer note 2.8)	**571.37**	**514.23**
Surplus of Statement of Profit & Loss		
Opening Balance	1,507.66	1,435.60
Add: Reversed from capital redemption reserve during the year	-	-
Add: Profit during the year	(98.80)	129.20
Total (a)	**1,408.86**	**1,564.80**
Less: Appropriations during the year		
Capital Redemption Reserve	57.14	57.14
Proposed Dividend on Equity Shares	-	-
Proposed Dividend on Preference Shares	-	-
Dividend Distribution Tax	-	-
Total of Appropriation (b)	**57.14**	**57.14**
Closing (a - b)	**1,351.72**	**1,507.66**
Grand Total	**2,023.09**	**2,121.89**

Note No. 5: SHORT TERM BORROWINGS

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2016
SECURED		
Loans repayable on demand		
From Banks		
Cash Credit Hypothecation Limits from[1]		
Central Bank of India	395.68	386.19
Bank of India	215.26	451.74
	610.94	**837.93**
Other Loans & Advances		
Buyer's Line of Credit Facilities from[1&2]		
Bank of India	1,826.49	-
Central Bank Of India	1,115.20	-
Inter Corporate Deposit		
Unsecured Loan		
Bhatia Global Trading Ltd.	56.94	201.66
	2,998.63	**201.66**
	3,609.57	**1,039.59**

[1] *Cash Credits & Buyer's Line Credit are secured by way of hypothecation on Stocks, Receivables, Bills and other Chargeable Current Assets, both present & future of the Company, under the ranking first charge on pari- passu basis under Consortium Agreement and collateral securities by way of equitable mortgage of immovable properties and personal guarantee of the Promoter of the Company.*

[2] *The Company has availed the Buyer's Credit facilities from both the above Banks by ear - marking the limits of Foreign Letter of Credit and such facilities are within the sanctioned limits.*

Note No. 6: TRADE PAYABLES

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2012
Sundry Creditors for Goods	7,138.73	14,931.17
Sundry Creditors for Expenses	180.04	1,027.56
	7,318.77	**15,958.73**

Note No. 7: OTHER CURRENT LIABILITIES

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2016
Interest Accrued but not due on Borrowings	15.49	7.13
Income received in advance	0.04	0.07
Unpaid Dividend on Equity Share	14.78	14.79
Others:		
Statutory Liabilities	100.86	58.27
Advance From Customers	115.13	146.58
Other Current Liabilities	49.09	46.30
	295.39	**273.14**

Note No. 8: SHORT TERM PROVISIONS

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2016
Provision for Employee Benefits	15.60	20.89
Others:		
Provision for Expenses	106.08	233.07
Provision for Income Tax	-	-
Proposed Dividend on Equity Share	-	-
Provision for Dividend on Preference Shares	-	-
Provision for Dividend Distribution Tax	-	-
	121.68	**253.96**

Note No. - 9 FIXED ASSETS

₹ in Lacs

PARTICULARS	Useful life (In Years)	ORIGINAL COST				DEPRECIATION & AMORTIZATION				NET BOOK VALUE	
		As at April 1, 2016	Additions during the year	Deductions/ Retirement during the year	As at March 31, 2017	As at April 1, 2016	Provided during the year	Written Back during the year	As at March 31, 2017	As at March 31, 2017	As at March 31, 2016
TANGIBLE ASSETS:											
Computers & Printers	3	0.84	1.33	0.00	2.17	0.33	0.54	0.00	0.87	1.30	0.51
Network & Server	6	0.39	0.00	0.00	0.39	0.06	0.06	0.00	0.12	0.27	0.33
Furniture & Fixtures	10	1.01	4.19	0.00	5.20	0.09	0.25	0.00	0.34	4.86	0.91
Office Equipments	5	1.80	1.82	0.24	3.38	0.34	0.49	0.07	0.76	2.62	1.46
Vehicles	10	2.86	0.00	0.00	2.86	0.35	0.27	0.00	0.62	2.24	2.51
TOTAL		**6.90**	**7.34**	**0.24**	**14.00**	**1.17**	**1.61**	**0.07**	**2.71**	**11.29**	**5.72**
PREVIOUS YEAR		**4.23**	**2.68**	**0.00**	**6.90**	**0.29**	**0.89**	**0.00**	**1.17**	**5.72**	

Note No. 10: NON CURRENT INVESTMENTS

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2016
TRADE		
Investment Property		
Land & Site Development	8.98	8.98
	8.98	**8.98**
NON TRADE		
Non Current Investments -at Cost		
- ***Investment in Equity Instruments***		
Quoted Shares		
95 Equity Shares of ₹ 10 each in DB Corp Ltd.	0.20	0.20
(P.Y 95 Equity Shares of ₹ 10 each)		
[Market Value as on 31.03.2017 is ₹ 0.36 Lacs *(PY ₹ 0.29 Lacs)*]		
	0.20	0.20
Investment in Gold Bond		
400 units of Sovereign Gold Bonds -2016-17 @ 2893 per unit	11.57	-
	11.57	-
	20.75	**9.18**

Details of Investments

Name of the Company[1]	Relationship	% of Shareholding
95 Equity Shares in DB Corp Ltd.	NA	-

[1] All investments are fully paid up.

Note No. 11: DEFERRED TAX ASSET (NET)

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2016
Deferred Tax Asset	57.29	8.80
	57.29	**8.80**

Note No. 12: LONG TERM LOAN AND ADVANCES

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2016
(Unsecured, Considered Good)		
Security Deposits	1.47	73.63
	1.47	**73.63**

Note No. 13: OTHER NON CURRENT ASSETS

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2016
(Unsecured, Considered Good)		
Others*	314.50	-
	314.50	**-**

*Includes amount receivable from court receiver

Note No. 14: INVENTORIES

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2016
Stock in Trade		
Imported Coal[1]	1,168.71	1,343.13
Goods in Transit[2]	51.89	61.23
Land[3]	1,034.63	1,034.63
	2,255.23	**2,438.99**

Mode of Valuation

[1] Imported Coal : At Cost (including Direct Expenses with specific identification method) or Market Price whichever is lower.

[2] Goods in Transit : At Cost or Market Price whichever is lower.

[3] Land : At Cost (including Registration Expenses.)

Note No. 15: TRADE RECEIVABLES

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2016
(Unsecured, Considered Good)		
Debt outstanding for a period exceeding Six months	2,118.72	2,064.55
Other Debts	6,922.80	13,500.68
	9,041.52	**15,565.23**

Note No. 16: CASH & BANK BALANCES

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2016
Cash & Cash Equivalents		
Balances with Banks		
Current Account	19.04	59.04
Cash in Hand	0.75	0.69
	19.79	**59.73**
Other Bank Balances		
Fixed Deposit account having maturity more than 3 months but less than 12 months[1]	1,995.77	1,163.00
Fixed Deposit account having maturity More than 12 Month[1]	0.77	173.12
Earmarked Balances - Equity Dividend Account2	14.78	14.78
	2,011.32	**1,350.90**
Grand Total	**2,031.11**	**1,410.63**

[1] Held as security against Bank Guarantee & Letter of Credit.

[2] This balance is earmarked with bank for Unpaid & Unclaimed Dividend ₹ 2.51 Lacs for F.Y. 2010-11 and ₹ 4.56 Lacs for F.Y. 2011-12, ₹ 4.07 Lacs for F.Y. 2012-13 and ₹ 3.64 Lacs for F.Y. 2013-14.

Note No. 17: SHORT TERM LOAN AND ADVANCES

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2016
Advance for Coal Purchase	17.99	637.78
Advances to Companies	373.64	406.66
Advance for Expenses	579.94	356.64
Advance Income Tax	547.20	443.83
Advance for Insurance	1.39	0.88
VAT Receivable	4.96	5.16
Service tax Receivable	-	46.26
Loans to Employees	0.57	1.32
Prepaid Expenses	28.43	122.30
Security Deposit (Rent)	0.61	0.59
Other Deposits Refundable	137.95	183.85
	1,692.68	**2,205.27**

Note No. 18: OTHER CURRENT ASSETS

₹ in Lacs

Particulars	As at 31.03.2017	As at 31.03.2016
Interest Accrued but not due on Fixed Deposits	62.65	49.86
Accrued Income on Foreign Currency roll over	-	-
	62.65	**49.86**

Note No. 19: REVENUE FROM OPERATIONS

₹ in Lacs

Particulars	Year Ended on 31.03.2017	Year Ended on 31.03.2016
Coal Trading Division		
Sale of Products		
Imported Coal [1]	23,855.38	41,233.31
Indigenous Coal	-	713.74
Sale of Services		
Ocean Freight Received	1,140.32	1,570.30
	24,959.70	**43,517.35**

[1] Sales of Imported Coal is net off by Rate, Quality & Quantity Deductions amounting to NIL (P.Y. ₹ 133.54 Lakhs)

Note No. 20: OTHER INCOME

₹ in Lacs

Particulars	Year Ended on 31.03.2017	Year Ended on 31.03.2016
Interest Income	219.57	315.20
Dividend	0.02	0.01
Other non-operating income (Ref. Note.2.1)	257.29	42.21
	476.88	**357.42**

Note No. 21: PURCHASE OF STOCK-IN-TRADE

₹ in Lacs

Particulars	Year Ended on 31.03.2017	Year Ended on 31.03.2016
Coal Trading Division		
Imported Coal	21,370.54	38,655.94
Indigenous Coal	-	704.39
Cargo handling charges paid	1,058.59	1,501.94
Ocean Freight Paid	1,145.94	-
	23,575.07	**40,862.27**

Note No. 22: CHANGE IN INVENTORIES OF STOCK-IN-TRADE

₹ in Lacs

Particulars	Year Ended on 31.03.2017	Year Ended on 31.03.2016
(a) Opening Stock		
(i) Imported Coal	1,343.12	2,000.51
(ii) Land	1,034.63	1,034.63
Total of Opening Stock	**2,377.75**	**3,035.14**
(b) Closing Stock		
(i) Imported Coal	1,168.71	1,343.12
(ii) Land	1,034.63	1,034.63
Total of Closing Stock	**2,203.34**	**2,377.75**
Net (Increase)/Decrease in Closing Stock	**174.41**	**657.39**

Note No. 23: EMPLOYEE BENEFIT EXPENSES

₹ in Lacs

Particulars	Year Ended on 31.03.2017	Year Ended on 31.03.2016
Salaries and Wages	285.06	319.89
Director's Remuneration	21.52	14.46
Contribution to Provident Fund and Others	38.68	13.77
Staff Welfare expenses	6.33	3.46
	351.59	**351.58**

Note No. 24: FINANCE COST

₹ in Lacs

Particulars	Year Ended on 31.03.2017	Year Ended on 31.03.2016
Interest Expenses	676.98	710.15
Other Borrowing costs	350.03	367.09
	1,027.01	**1,077.24**

Note No. 25: DEPRECIATION & AMORTIZATION

₹ in Lacs

Particulars	Year Ended on 31.03.2017	Year Ended on 31.03.2016
Depreciation	1.61	0.89
	1.61	**0.89**

Note No. 26: Net (Gain)/Loss on Foreign Exchange Translation

₹ in Lacs

Particulars	Year Ended on 31.03.2017	Year Ended on 31.03.2016
Foreign Exchange Fluctuation	-	19.43
	-	**19.43**

Note No. 26: OTHER EXPENSES

₹ in Lacs

Particulars	Year Ended on 31.03.2016	Year Ended on 31.03.2015
Administrative, Selling and other expenses		
Brokerage & Commission	9.70	12.25
Electricity & Water Expenses	7.30	6.74
Membership & Subscription	0.86	0.52
Insurance Charges	7.38	5.70
Legal & Professional Charges	59.76	75.20
Listing Fees	2.29	2.09
Office Expenses	84.16	18.05
Pollution Control & Preventive Expenses	-	-
Rent & Taxes	95.83	66.97
Repairs & Maintenance Expenses	4.83	5.12
Sampling & Analysis Charges	16.50	50.55
Selling & Distribution Expenses	112.94	412.04
Stationary & Printing	3.29	5.42
Statutory Auditor's Remuneration (Also refer note 2.4)	3.55	3.58
Telephone, Postage & Telegram Expenses	8.57	9.74
Travelling Expenses	22.61	27.15
Vehicle Running & Maintenance Expenses	14.34	15.66
Prior Period Adjustments (Net) (refer note 2.1)	-	9.64
	453.91	**726.42**

Note No. 27: EARNING PER SHARE (AS 20)

₹ in Lacs

Particulars	Year Ended on 31.03.2017	Year Ended on 31.03.2016
Net Profit available to shareholders	(98.80)	129.20
Dividend & Dividend Distribution Tax on Preference Shares	-	-
Net Profit available to Equity Shareholders	(98.80)	129.20
Outstanding No. of shares (Adjusted) (Nos.)	1,32,00,000.00	1,32,00,000.00
Basic & Diluted Earnings Per Share of Face Value of ` 10/- each	(0.75)	0.98

HEMANG RESOURCES LIMITED

Corporate Information

1. Hemang Resources Limited (Formerly Bhatia Industries And Infrastructure Limited) (the Company) having CIN L65922TN1993PLC101885 was incorporated on 08/07/1993 under laws of Republic of India. The Company is mainly engaged in Trading of all type of Coal, Stevedoring, Logistic services & Trading in land.

SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of Preparation

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material aspects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on an accrual basis and under the historical cost convention.

The Accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

1.2 Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / materialize.

1.3 Revenue Recognition:

a. Coal Trading:

Revenue from sale of coal is recognized on the basis of dispatches made to customers, which is considered as transfer of ownership and represents amount billed for goods sold excluding Sales Tax/ VAT.

b. Revenue from sale of coal on High Seas basis is accounted for on the basis of date of agreement entered with the customers during the year.

c. Claims received for rejection/ quality in coal sold are netted off from sales amount, except for the claim related to the previous year which is shown under selling & distribution.

d. Other Income -Cargo Handling charges is the amount recovered in excess of the amount paid by the Company for the services in proportion of the quantity dispatched.

e. Dividend income is accounted when the right to receive it is established.

1.4 Fixed Assets & Capital work-in-progress:

a. Fixed Assets are stated at cost less accumulated depreciation except otherwise stated. Costs of Fixed assets are arrived at after including therein attributable expenses for bringing the respective assets to working condition.

b. The company does not have any Capital Work-in-Progress.

1.5 Depreciation:

Depreciation on Fixed Assets is provided using Straight Line Method. The Fixed Assets are depreciated over the useful life prescribed in Schedule II of the Companies Act, 2013. Depreciable amount is calculated after considering 5% of original cost as residual value. No Depreciation has been charged on Land held as Investment Property.

1.6 Inventories:

a. **Imported Coal:** At Cost (including Direct Expenses with specific identification method) or Market Price, whichever is lower.

b. **Indigenous Coal:** At Cost (including Direct Expenses) using FIFO Method or Market Price, whichever is lower.

c. **Goods In Transit/ Unclear Stock:** At Cost.

d. **Land:** Valued at Cost including Registration Expenses.

1.7 Retirement Benefits:

a. The Company has provided for value of unutilized leave due to employees at the end of the year.

b. The Company has taken Group Gratuity policy with the Life Insurance Corporation of India (LIC) for future payment of Gratuities calculated on the basis of actuarial Valuation and the premium paid on such policy has been charged to Profit & Loss Account.

1.8 Investment:

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long term investments.

Long term Investments are carried at cost. No provision has been made for diminution in the value of investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

1.9 Earning Per Share

Basic earnings per share is computed by dividing the Profit / (Loss) for the period after tax (including the post tax effect of extraordinary items, if any) attributable to equity shareholders after deducting preference dividends and any attributable tax thereto by the weighted average number of equity shares outstanding during the year.

1.10 Cash and cash equivalents (for purposes of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances, highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

1.11 Foreign Currency Transaction:

a. Transaction in foreign currency is accounted for at the exchange spot rate on the date of transaction. Receivable and payables are translated at the closing rate of exchange prevailing on Balance Sheet date. The difference because of fluctuation in the rate of exchange is recognized in the Profit & Loss account.

b. Transactions covered by cross currency swaps and options contracts to be settled on future dates are recognized at the year-end rates of the underlying foreign currency. Effect arising of the swap contract is being adjusted on the date of settlement.

c. Transaction covered by Forward contracts to be settled on future date recognized at the Hedged Rate of the underlying foreign currency at the year end.

d. Premium & Bank Margin incurred on Forward contracts to be settled on future date are proportionately recognized at the year end.

1.12 Borrowing Costs:

Borrowing cost includes Interest, amortization of ancillary costs incurred in connection with the arrangement of borrowing to the extent related / attributed to the acquisition / construction of qualifying assets are capitalized up to the date when such assets are ready for its intended use. All other borrowing costs are charged to Profit & Loss account.

1.13 Lease

Lease, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased items, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight line basis over the lease term.

1.14 Provisions and Contingent Liabilities:

A provision is recognized when an enterprises has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to present value and are determined based on best estimates required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent Liabilities are not provided for in the accounts and are disclosed by way of Notes.

1.15 Provision for Current and Deferred Tax:

Provision for current tax is made after taking into consideration benefits admissible under the provision of the Income Tax Act, 1961. Deferred Tax liabilities and assets are recognized at substantively enacted tax rates, subject to the consideration of prudence, on timing difference, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent period.

NOTE – 2

OTHER NOTES ON FINANCIALS STATEMENTS

2.1 Prior Period Adjustments includes Nil for current year (P.Y. ₹ 9.64 Lakhs).

2.2 Excess provision W/off amounting ₹ 29.17 lakhs for current year (P.Y. ₹ 0.11 lakhs) and prior year liability of ₹ 50.37 Lakhs (P.Y. ₹ 0.27 Lakhs) are grouped under other non-operating income.

2.3 Additional information required under Para (viii) of Part-II of Schedule-III to the Companies Act, 2013, is follows:

(₹ in Lacs)

	Particulars	31.03.2017	31.03.2016
a.	**Value of Import on C.I.F. basis**	9223.49	10115.23
b.	**Earning in Foreign Currency**		
	i. Export of goods on F.O.B. basis	Nil	Nil
	ii. Royalty, Know-how	Nil	Nil
	iii. Professional and Consultation fees	Nil	Nil
	iv. Interest and Dividend	Nil	Nil
	v. Commission Received	150.61	Nil
c.	**Expenditure in foreign currency**		
	i. Dispatch/ Demurrages	20.95	149.49
	ii. Commission	39.59	3.86
	iii. Others	79.26	4.04

2.4 Related Party (AS- 18)

Certain transaction on account with concern / Companies of the group has taken place during the year. Details as required under Accounting Standard -18 "Related Party Disclosure" prescribed under Companies (Accounting Standard) Rules, 2006 is as under :-

Related Party Disclosures:

As per Accounting Standard 18, the disclosures of Transactions with the related parties are given below:-

(i) List of related parties for current year (FY 2016-17) with whom transactions have taken place and relationship:-

Sr. No.	Name of Related Party	Relationship
1	Mr. T. Balaji Achar	Key Managerial Personnel
2	Mr. M.S. Balaji Rao	
3	Mr. Deepak Tiwary	
4	Mr. Pratap Kumar Samantaray	

(ii) List of related parties for previous year (F.Y. 2015-16) with relationship:-

Sr. No.	Name of Related Party	Relationship
1	Mr. B. L. Kakrecha	Key Managerial Personnel
2	Mr. T. Balaji Achar	
3	Mr. M. S. Balaji Rao	
4	Ms. Komal Thakkar	

Transactions During the Year with Related Parties:

Sr. No.	Nature of Transaction	Key Management Personnel	Relatives of Key Management Personnel	Significant influence of KMP on other Enterprises	Grand Total
1	**Salary**	**43.27** *113.16*	**-** -	**-** -	**43.27** *113.16*
2	**Leave Travel Allowance**	**1.26** *3.63*	**-** -	**-** -	**1.26** *3.63*
3	**Director Remuneration (Incls. Other reimbur. Exp)**	**22.23** *14.78*	**-** -	**-** -	**22.23** *14.78*
4	**Expenses incurred by KMP on behalf of Company**	**6.73** *4.06*	- -	- -	**6.73** *4.06*

Note : Bold Figures represent Current Year Figures & Figures highlighted and in Italics represent Previous Year

(₹ in Lacs)

2.5 Statutory Auditor's Remuneration

	Auditor's Remuneration:	31.03.2017	31.03.2016
a.	Statutory Audit Fees[1]	2.40	2.40
b.	Tax Audit Fees[1]	1.05	1.04
c.	Other Services[1]	0.13	0.14

[1] Figures are inclusive of Service Tax.

2.6 Derivative Instruments:

The Company uses forward exchange contracts and currency options to hedge its exposure in foreign currency. The information on Derivative Instruments is as follows:

a. Derivative Instrument outstanding as at end of the period are as under: (Hedged amount)

(₹ in Lacs)

	31.03.2017		31.03.2016	
Currency Pair	**Buy**	**Sell**	**Buy**	**Sell**
INR/ USD	4527.87	-	619.69	-

b. Foreign Exchange Currency Exposures recognized by the Company that have not been hedged by Derivative instrument or otherwise as at end of the period are as under:

(₹ in Lacs)

	31.03.2017		31.03.2016	
Currency Pair	**Buy**	**Sell**	**Buy**	**Sell**
USD / INR	-	-	3753.64	-

2.7 Segment (AS – 17)

The Company's operations comprises of Trading of Coal and Infrastructure/ Trading of Land. Reporting of these segments has been done as required in Accounting Standard – 17 "Segment Report" prescribed under Companies (Accounting Standard) Rules, 2006.

Segment Reporting

Segment Information:

The company has identified two reportable segments viz. Coal Trading Division and Infrastructure division reported taking into account nature of products and services, the different risks and return and the internal reporting systems. The accounting policies adopted for segment reporting are in line with following additional policies for segment reporting.

(a) Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

(b) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, Tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable" .

Segment-Wise Revenue, Results and Capital Employed for the Period Ended 31.03.2017 **₹ in Lacs**

S. No.	Particulars	Coal trading Division		Infrastructure Division		Unallocable Division		Consolidated Total	
		2016-17	2015-16	2016-17	2015-16	2016-17	2015-16	2016-17	2015-16
1	**Segment Revenue**								
	External Turnover	24,959.70	43,517.46	-	-	-		24,959.70	43,517.46
	Less: Inter Segment Turnover	-	-	-	-	-	-	-	-
	Total Revenue	**24,959.70**	**43,517.46**	**-**	**-**	**-**		**24,959.70**	**43,517.46**
2	**Segment Result**								
	Profit before Interest & Taxes	310.39	574.50	-	-	-	-	310.39	574.50
	Less: Unallocable Income			-	-	-	-	-	-
	Operating profit	**310.39**	**574.50**	**-**	**-**	**-**	**-**	**310.39**	**574.50**
	Less: Interest Expenses	676.98	710.15	-	-	-	-	676.98	710.15
	Add : Interest Income	219.57	315.20	-	-	-	-	219.57	315.20
	Profit Before Tax	**(147.02)**	**179.55**	**-**	**-**	**-**	**-**	**(147.02)**	**179.55**
	Income Taxes	(48.22)	50.35	-	-	-	-	(48.22)	50.35
	Profit from Ordinary Activities	**(98.80)**	**129.20**	**-**	**-**	**-**	**-**	**(98.80)**	**129.20**
	Extraordinary Items	-	-					-	-
	Net Profit	**(98.80)**	**129.20**	**-**	**-**	**-**	**-**	**(98.80)**	**129.20**
3	**Other Information**								
	Segment Assets	14,444.89	20,723.70	1,043.61	1,043.61	-	-	15,488.50	21,767.31
	Unallocated Corporate Assets	-	-	-	-	-	-	-	-
	Total Assets	**14,444.89**	**20,723.70**	**1,043.61**	**1,043.61**	**-**	**-**	**15,488.50**	**21,767.31**
	Segment Liabilities	11,345.41	17,525.42	-	-	-	-	11,345.41	17,525.42
	Unallocated Corporate Liabilities								
	Total Liabilities	**11,345.41**	**17,525.42**	**-**	**-**	**-**	**-**	**11,345.41**	**17,525.42**
	Capital expenditure	14.00	6.90	-	-	-	-	14.00	6.90
	Depreciation	1.61	0.89	-	-	-	-	1.61	0.89
	Non- cash Expense other than Depreciation	(103.58)	(148.40)	-	-	-	-	(103.58)	(148.40)

2.8 Contingent Liabilities not provided for:

a. (₹ in Lacs)

S.No.	Contingent Liability not provided for:	31.03.2017	31.03.2016
i.	Bills Discounted with Banks.	433	6178.12
ii.	Bank Guarantees	718.06	721.28
iii	Corporate Guarantee Given to Union Bank of India on Behalf of Bhatia Global Trading Limited	18166	18166

b. The Deputy Commissioner of Commercial Taxes, Surat, has passed an assessment order along with demand notice for ₹ 36.67 lakhs for financial year 2006-07 under Gujarat VAT Act, 2003. The Company has filed an appeal with Joint Commissioner of Commercial Tax, Surat against the above order which is pending for order. The Management is of the opinion that no provision is required for such liability. Meanwhile the company has paid ₹ 8.00 lakhs being part payment towards above pending demand.

c. The Deputy Commissioner of Sales Tax, Surat has passed Assessment order along with demand notice for the financial year 2012-13 under Gujarat VAT Act, 2003 & CST Act, 2003 for ₹ 1033.42 lakhs. The A.O. has charged tax on other income and disallow Highseas Sale, also calculated Interest u/s 42(6) and Penalty under section 34(12) of Gujarat Vat Act,2003. The Company has not accepted the above demand and filed a Writ Petition against the order before Gujarat High Court, Ahmedabad. However there is no provision required as per the management.

d. The Deputy Commissioner of Sales Tax, Chandrapur, M.H. has issued Penalty order of ₹ 0.38 Lakhs under section 61 (2) of MVAT Act towards late submission of VAT Audit report for the financial year 2007-08. The Company did not accept the above demand and filed an appeal before Joint Commissioner of Sales Tax (Appeal), Nagpur, M.H. The appeal is pending before the Joint Commissioner. Against the said demand, the Company has paid a sum of ₹ 0.10 Lakhs, being part payment towards pending demand. However there is no provision required as per the management.

e. The Assistant Commissioner of Sales Tax, Chandrapur, M.H. has passed Assessment order on dated 31.07.2014 and issued demand notice for ₹ 52.71 Lakhs towards Sales Tax and Interest U/S 30 (3) of MVAT for F.Y 2010-11. The Company did not accept the above demand and filed an appeal before Joint Commissioner of Sales Tax (Appeal), Nagpur, M.H. The appeal is pending before the Joint Commissioner. Against the said demand, the Company has paid a sum of ₹ 5.00 Lakhs being Pre-deposit of pending demand. However there is no provision required as per the management.

f. Income Tax Department has raised a demand of ₹1.10 Lakhs for the assessment year 1996-97. The Company has filed an appeal before appropriate authorities against above demand. The Management is of the opinion that no provision is required for such liability.

g. The Customs department has passed order and demanded differential duty, Interest and penalty on the ground of fake certificate of country of origin was produced based on which benefit of exemption has taken of ₹ 81.91 Lakhs. The Company has not accepted the above order and filed an appeal. The Company has already paid Bank Guarantee of ₹ 75.00 Lakhs with self-renewal clause. Against this demand, the company has paid a sum of ₹ 1.99 Lakhs, being Pre-deposit of pending demand. However there is no provision required as per the management.

h. The Customs department has passed an order and demanded differential duty, interest and penalty amounting to ₹ 277.54 lakhs on the ground of classification of Coal i.e. Bituminous Coal, whose GCV moist mineral matter free basis more than 5833 Kcal/kg. The Company did not accepted the above order and filed an appeal , the company has paid a sum of ₹ 22.30 Lakhs being Pre-deposit of pending demand. However there is no provision required as per the management.

i. The Customs department has passed order and demanded differential duty and Interest amounting to ₹ 63.61 lakhs on the ground of classification of Coal i.e. Lignite coal, whose GCV moist mineral matter free basis less than 4614Kcal/Kg. The Company did not accepted the above orders and filed appeal before CESTAT, Bangalore. Against the said demand, the Company has paid a sum of ₹ 11.13 Lakhs being Pre-deposit of pending demand. However there is no provision required as per the management.

j. An Execution Petition No. 240/2011 filed by Vitol against Asian Natural Resources India Ltd. (ANRIL) is pending before the Bombay High Court. During pendency of the said execution petition 54300 MT of coal was imported by Sharp Corp in the vessel named MV Vishva Ekta which was discharged at Tuticorin Port. Hemang Resources Ltd. (HRL) entered into two HSS agreement with Sharp Corp for purchase of 34300 MT coal. At the instance of Vitol, Bombay High Court vide Judges order no. 215/2014 issued precept to Tuticorin Court for attachment of entire quantity of 54300 MT coal. Tuticorin Court vide order dated 22.12.2014 passed in EA No. 159/2014 attached the coal. Later on the Tuticorin court vide order dated 10.12.2015 released 20000 MT coal owned by Sharp Corp and the remaining quantity of 34300 MT coal remained attached.

On attachment of coal of HRL, HRL approached Bombay High Court for releasing the coal on the ground that, they are not party to the Execution Petition hence the coal owned by them cant not be attached. However the court dismissed their

application against which they went in appeal. The Bombay High Court vide order dated 06.09.2016 passed in Appeal No. 794/2015 held that, " on account of various factors such as common directorships, interlocking shareholding HRL is not only part of ANRIL/BIL group, but are alter-egos" hence the attachment of coal was upheld.

That out of 34300 MT 17300 MT coal was auctioned to Global Coal Ventures Pvt. Ltd. in compliance to the order dated 16.11.2016 passed by Tuticorin Court and the balance coal of 17000 MT was also auctioned by the Court Receiver appointed by the Bombay High Court to Global Coal Ventures Pvt. Ltd. for a sum of ₹ 3,14,50,000/- which was deposited with the Court Receiver.

HRL had filed an application under Order 21 Rule 58 of Civil Procedure Code before Tuticorin Court claiming his title over the 34300 MT and also filed an application for transferring the said amount ₹ 3,14,50,000/- to Tuticorin Court. But both the said applications were returned back to HRL holding that the applications are not maintainable. Against this order the management is in the process of filing petition before the Madurai High Court. The Management is hopeful of favorable orders from the higher courts and hence no provision has been made.

2.9 Company has created Capital Redemption Reserve out of the retained earnings of ₹ 571.37 Lakhs f (Previous year ₹ 514.23 Lakhs) for the redemption of the 2% Cumulative Redeemable Preference Share. The allocation is in proportion of the Preference Share Capital to the redemption period. Due to loss the company has created Capital Redemption Reserve for the year from accumulated profit of the earlier years.

2.10 During the year the company has booked an amount of ₹ 112.94 Lakhs in Selling & Distribution Expenses, which includes an amount of ₹ 86.42 Lakhs against rate and quality deduction which was made by customers in earlier years, but the same was disputed by the company and not accepted. However looking to the long term association and future business relation with customer, the Company has accepted those deductions and charged to profit & Loss Account.

2.11 The Company has filed winding up petition before the Hon'ble Gujarat High Court against M/s. Shree Rama News Prints Limited for ₹ 181.35 lakhs. The Management is of the opinion that no provision is required for such amount. As soon as the case will be argued finally, order will be in favor of the company.

2.12 As per condition of lending banks, Board of Directors did not recommend the dividend of ₹ 16.00 Lakhs on 8,00,000 2% Cumulative Redeemable Preference Shares of face value of ₹ 100/- each, for the Financial year ended 31st March 2017.

2.13 The Company is in process of obtaining information from its suppliers/vendors and service providers and Company has written confirmation letters to parties for disclosure as required under Micro, Small and Medium Enterprises Development Act, 2006. As per information to the extent available with the Company, there are no Micro, Small and Medium Enterprises to whom the Company owes dues, which are outstanding for more than 45 days as at 31 March, 2017.

2.14 During the earlier years, the Company has made Interstate sales of ₹ 13179.29 Lakhs against 'C' Form, for which 'C' Forms amounting to ₹ 9242.70 Lakhs has been received from the customers. Based on the past experience, the management is confident to receive balance 'C' Forms from the customers till the finalization of assessment and therefore it has not been treated as Contingent Liability.

(₹ in Lacs)

Financial Year	Total Interstate Sales	C Form Received	C Form Pending
2013-14	885.88	853.45	32.43
2014-15	8239.82	6135.45	2104.37
2015-16	4053.59	2253.80	1799.79
Total	**13179.29**	**9242.70**	**3936.59**

2.15 The balances of Sundry Debtors, other deposits and advances are subject to confirmation from respective parties. Letter seeking confirmations have been sent by the Company but some parties are still to confirm the balances. In view of confirmation not having been received from all customers, the balances under these heads have been shown as per the books of accounts and are subject to reconciliation, if any. However, in the opinion of the management, the respective assets have been shown in the Balance Sheet are according to their realizable value. The adjustment, if any on reconciliation which in the opinion of the management would not be material, would be made once the accounts are fully reconciled.

Sundry Debtors amounting to ₹ 2118.72 Lakhs are outstanding more than 180 days. The management is of the opinion that whole amount will be recovered from parties so that the company has not created any provision on such debtor.

2.16 Reporting on Specified Bank Notes held on demonetization period from 8th November 2016 to 30th December 2016.

(Amount in Rupees)

	SBN's	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	-	2469	24649
(+) Permitted receipts	-	250124	250124
(-) Permitted payments	-	190344	190344
(-) Amount deposited in Banks	-	-	-
Closing cash in hand as on 30.12.2016	-	84429	84429

2.17 The previous year figures are regrouped and rearranged wherever necessary, in order to make it comparable with current year.

As per our Separate Report Attached
FOR JAIN & THAKKER
CHARTERED ACCOUNTANTS
FRN No. 014829S

Sd/-
BHARAT KUMAR JAIN
Partner
Membership No. 206829

Place: Chennai
Date : 30/05/2017

For and on behalf of the Board

For HEMANG RESOURCES LIMITED
(FORMERLY BHATIA INDUSTRIES AND INFRASTRUCTURE LIMITED)

Sd/-
DEEPAK TIWARY
Director & CEO
DIN: 06605701

Sd/-
P.P. AGARWAL
Director
DIN: 00038545

Sd/-
M S BALAJI RAO
Chief Financial Officer

Sd/-
PRATAP KUMAR SAMANTARAY
Company Secretary

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]**

HEMANG RESOURCES LIMITED

(Formerly known as "Bhatia Industries & Infrastructure Limited")

CIN : L65922TN1993PLC101885

Registered Office: Plot No. 4, 6th Avenue, Harington Road, Chetpet , Chennai, Tamil Nadu-600031

Name of the member(s)	
Registered Address	
Email ID	
Folio No./ Client ID	
DP ID	

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

1. Name:_____Address:_____

   E-mail Id: _____ Signature:_____, or failing him

2. Name:_____Address:_____

   E-mail Id: _____ Signature:_____, or failing him

3. Name:_____Address:_____

   E-mail Id: _____ Signature:_____, or failing him

as my/ our proxy to attend and vote for me/ us, on my / our behalf at the Twenty Fourth Annual General Meeting of the Company to be held on Friday, the 29th day of September, 2017 and at any adjournment thereof in respect of following resolutions:

Resolution No.

Ordinary Business

1. Adoption of Financial Statements for the year ended March 31, 2017.
2. To appoint a Director in Place of **Mr. P.P. Agarwal** (DIN: 00038545) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s. Sathish Kumar & Associates, Chartered Accountants, Chennai (FRN: 017448S) as Statutory Auditor of the Company in place of M/s. Jain & Thakkar, Chartered Accountant (FRN-014829S) as Statutory Auditors of the Company.

Special Business

4. Appointment of **Ms. Uma Agarwal** (DIN: 07487973) as Independent Director of the Company.
5. Appointment of **Mr. Deepak Tiwary** (DIN: 06605701) as Whole Time Director of the Company w.e.f. 30.05.2017

Affix 1 ₹ Revenue Stamp

Signed this _____day of _____2017

Signature of Shareholder : _____

Signature of Proxy holder(s) : _____

Note: This Proxy Form, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

Road Map of Venue of AGM