

RUNGEPINCOCKMINARCO INDIA PRIVATE LIMITED

ANNUAL REPORT 2017-18

RungePincockMinarco India Private Limited

(Formerly known as Complete Mining Solutions Private Limited)

Regd. Office: Deepak Complex, Opp. Golf Course, Shastri Nagar, Yerawada,
Pune - 411 006.

Tel: +91-20-6645 8000 Fax: +91-20-2668 3723

CIN: U14200PN2012PTC145300

NOTICE

NOTICE is hereby given that the Sixth Annual General Meeting of RungePincockMinarco India Private Limited shall be held on Friday, 28th September, 2018 at 11.30 a.m. at Sai Hira, Survey No. 93, Mundhwa, Pune – 411 036 to consider and approve the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2018 and the Statement of Profit & Loss for the financial year ended on that date together with the Board's Report and the Auditors' Report thereon.
2. To appoint a Director in place of Shri Sailesh C. Mehta, who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. To appoint Shri Amitabh Bhargava (DIN No. - 00109596) as a Non-Executive Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

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“RESOLVED THAT Shri Amitabh Bhargava (DIN No. - 00109596), who was appointed as an Additional Director of the Company with effect from 20th August, 2018 by the Board of Directors and who holds office up to the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 and who is eligible for appointment, be and is hereby appointed as a Non-Executive Director of the Company liable to retire by rotation.”

For and on behalf of the Board of Directors,



Sailesh C. Mehta

Chairman

(DIN: 00128204)

Pune, 20th August 2018

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, SHOULD BE COMPLETED, STAMPED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

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2. The Record Date to determine entitlement of members to attend and vote at the Meeting will be 27th September, 2018.

3. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated 7th May, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors.

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Annexure to the Notice

Explanatory Statement as required by Section 102 of the Companies Act, 2013

Item No. 3

The Board of Directors of the Company has appointed Shri Amitabh Bhargava as an Additional Director with effect from 20th August, 2018.

The Board of Directors is of the view that his services will indeed add value to the Company and therefore recommends the Resolution at Item No. 3 of this Notice for your approval.

None of the Directors or their relative(s) is/are in any way concerned or interested, in passing of the above mentioned resolution except Shri Amitabh Bhargava.

For and on behalf of the Board of Directors,



Sailesh C. Mehta

Chairman

(DIN: 00128204)

Pune, 20th August 2018

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BOARD'S REPORT

To the Members,

Your Directors have pleasure in presenting the Sixth Annual Report together with Audited Accounts of the Company for Financial Year ended 31st March, 2018.

FINANCIAL RESULTS

The summarised financial results for the year are as under:

	2017-18	2016-17
	(Rs.)	(Rs.)
Total Income	-	20,56,064
Total Expenditure	79,357	4,11,976
Cash Profit before Depreciation & Tax	(79,357)	16,44,088
Depreciation and Amortization Expense	-	--
Profit Before Tax (PBT)	(79,357)	16,44,088
Less :	-	--
a) Deferred Tax Reversal	-	--
b) Exceptional Items	-	--
Net Profit After Tax	(79,357)	16,44,088
Prior Period Adjustment	-	--
Add: Balance brought forward from previous year	1,75,059	(14,69,029)
Profit/(Loss) carried to Balance Sheet	95,702	1,75,059

Profit/ (Loss) before Tax for the year under review was Rs. (79,357) as against Rs. 16,44,088 in the previous year. Net Profit/(Loss) for the current year was Rs. (79,357) as compared to Rs.16,44,088 in the previous year.

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Dividend

In view of Company's financial position, your directors regret their inability to recommend any dividend.

Board of Directors

Composition and Category of Directors:

Sr. No	Name of Director	Category
1	Shri Sailesh C. Mehta	Chairman
2	Shri Partha Bhattacharyya	Non - Executive Director
3	Shri Amitabh Bhargava [#]	Non - Executive Director

[#] Appointed as an Additional Director w.e.f. 20th August, 2018

Five Board Meetings were held during the year. These meetings were held on 30th June, 2017, 11th September, 2017, 16th October, 2017, 18th January, 2018 and 18th March, 2018.

Sr. No	Name of Director	No. of Board Meeting	No. of Board Meetings Attended
1	Shri Sailesh C. Mehta	5	5
2	Shri Partha Bhattacharyya	5	5
3	Shri Amitabh Bhargava [#]	-	-

[#] Appointed as an Additional Director w.e.f. 20th August, 2018

Shri Sailesh C. Mehta retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

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Directors' Responsibility Statement

Pursuant to the provisions of sub-section (5) of Section 134 of the Companies Act, 2013, your Directors confirm that:

- i) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii) the accounting policies had been applied consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year on 31st March, 2018 and of the profit and loss of the Company for that period;
- iii) proper and sufficient care had been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) the annual accounts had been prepared on a going concern basis; and
- v) systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

Statutory Auditors and their Report

The Shareholders of the Company in their Second Annual General Meeting held on 25th August, 2014 had accorded their approval pursuant to the provisions of Sections 139, 141 and other applicable provisions of Companies Act, 2013 and Rules made thereunder

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to appoint M/s. B. K. Khare & Co., Chartered Accountants, as the Statutory Auditor of the Company for the period of 5 years commencing from the conclusion of Second Annual General Meeting until the conclusion of Seventh Annual General Meeting.

The Auditors' Report to the Shareholders for the year under review does not contain any qualification, reservation or adverse remark or disclaimer.

MATERIAL CHANGES AND COMMITMENTS

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

Annual Return

The details forming part of the extract of the Annual Return are enclosed in **Annexure A**.

Related Party Transactions

The Company has entered into contract / arrangements with related parties in the ordinary course of business and on arm's length basis. Thus provisions of Section 188(1) of the Act are not applicable.

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Public Deposits

The Company has not accepted any deposits, covered under Chapter V of the Companies Act, 2013 and hence no details pursuant to Rules 8 (v) and (vi) of the Companies (Accounts) Rules, 2014 are reported.

Personnel

During the year under review, there was no employee who was covered under Section 197 of the Companies Act, 2013 and Rules made thereunder.

PARTICULARS OF LOAN, GUARANTEE AND INVESTMENTS

The details of any loan or guarantee or made any investment pursuant to the provisions of Section 186 of the Companies Act, 2013, if any have been provided in the Notes to Accounts, forming part of this Annual Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

No significant material orders have been passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

Your Company has not carried out any activity relating to the conservation of energy.

There is no Foreign Exchange Transaction during the year.

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Acknowledgement

Your Directors wish to place on record their sincere appreciation to the Governmental authorities and other stakeholders for their continued support during the year.

For and on behalf of the Board of Directors,

Pune
Date 20th August, 2018


Sailesh C. Mehta
Chairman
(DIN: 00128204)

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ANNEXURE- A

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2018

Pursuant to section 92 of the Act and Rule 12(1) of the Companies (Management and Administration) Rules, 2014.

I. Registration Details

1.	CIN	U14200PN2012PTC145300
2.	Registration Date	5 th November, 2012
3.	Name of the Company	RungePincocKMinarco India Private Limited
4.	Category / Sub-Category of the Company	Company Limited by Shares / India Non- Government Company
5.	Address of the Registered office and contact details	Deepak Complex, Opp. Golf Course, Shastri Nagar, Yerawada, Pune – 411 006
6.	Whether listed company Yes / No	No
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	N. A.

II. Principal Business Activities of the Company

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

Sr. No	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1.	Professional Services in the field of mine engineering	09900	100%

III. Particulars of Holding, Subsidiary And Associate Companies

Sr. No	Name and Address of the Company	NIC Code of the Product/ service	CIN/GLN	Holding/ Subsidiary/ Associate	% of Share held	Applicable section
01	Deepak Mining Services Private Limited (DMSPL)	09900	U14100PN2008PTC132562	Holding Company	50.99	2(46)
02	Deepak Fertilisers And Petrochemicals Corporation Limited	20123	L24121MH1979PLC021360	Holding Company	Indirectly holding 50.99 through wholly owned subsidiary DMSPL	2(46)

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2. Non-Institutions									
a) Bodies Corp.									
i) Indian	--	--	--	--	--	--	--	--	--
ii) Overseas	--	--	--	--	--	--	--	--	--
b) Individuals	--	--	--	--	--	--	--	--	--
i) Individual Shareholders holding nominal share capital upto Rs. 1 Lac	--	--	--	--	--	--	--	--	--
ii) Individual Shareholders holding nominal share capital in excess of 1 Lac	--	--	--	--	--	--	--	--	--
c) Others (Specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(2):-	--	--	--	--	--	--	--	--	--
Total Public Shareholding (B)=(B)(1)+(B)(2)	--	--	--	--	--	--	--	--	--
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	--	287152	287152	100.0000	--	287152	287152	100.0000	--

ii. Share Holding of Promoter

Sr. No.	Name of the Promoter	Shareholding at the beginning of the year			No. of Shares held at the end of the year			% Change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Deepak Mining Services Private Limited	1,46,447	50.9998	--	146447	50.9998	--	--
2.	International Mineral Asset Transactions Pty. Ltd.	1,40,704	48.9998	--	140704	48.9998	--	--
3.	Shri Sailesh C. Mehta	1	0.0004	--	1	0.0004	--	--

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

Sr. No.	Name of the Promoter	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
	At the beginning of the year	--	--	--	--
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/ sweat equity etc):	--	--	--	--
	At the End of the year.			--	--

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

Sr. No.	Name of the Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
	For Each of the Top 10 Shareholders	--	--	--	--
	At the beginning of the year	--	--	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc): Reason: Rights Issue	--	--	--	--
	At the End of the year (or on the date of separation, if separated during the year)	--	--	--	--

v. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name of the Director	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
01	Shri Sailesh C. Mehta				
	At the beginning of the year	1	0.0004	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
	At the End of the year			1	0.0004

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Sr. No.	Name of the Director	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
02	Shri Partha Bhattacharyya				
	At the beginning of the year	--	--	--	--
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	--	--	--	--
	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	--	--	--	--
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	--	--	--
Change in Indebtedness during the financial year				
• Addition	--	--	--	--
• Reduction	--	--	--	--
Net Change	--	--	--	--
Indebtedness at the end of the financial year				
i) Principal Amount	--	--	--	--
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	--	--	--

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VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: NOT APPLICABLE

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

B. Remuneration to other Director:

Sr. No	Particulars of Remuneration	Name of Director		Total Amount
1.	Independent Director			
	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	--	--	--

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C. Remuneration to key managerial personnel other than MD / Manager / WTD:

Sr. No	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	Company Secretary	CFO	
1.	Gross salary	--	--	--	--
	(a) Salary as per provisions contained 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	--	--	--	--

VII. Penalties / Punishment/ Compounding of Offences: NIL

INDEPENDENT AUDITOR'S REPORT**To the members of Runge Pincok Minarco India Private Limited****Report on the Financial Statements**

We have audited the accompanying standalone Ind AS financial statements of **Runge Pincok Minarco India Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the statement of Cash Flow and the statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Ind AS financial statements").

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Ind As financial statements to give a true and fair view of the financial position, financial performance including other comprehensive income, statement of cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind As) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

1. Our responsibility is to express an opinion on these standalone Ind As financial statements based on our audit.
2. 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.
3. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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India



4. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditors' 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 operating effectiveness. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind As financial statements.

Opinion

6. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind As financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2018 and its loss, total comprehensive income, its cash flows and changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

7. As required by 'the Companies (Auditor's Report) Order, 2016', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure I a statement on the matters specified in paragraphs 3 and 4 of the Order.
8. 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 including Other Comprehensive Income the Statement of Cash Flow and Changes in Equity dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended);



- e. On the basis of written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of Section 164(2) of the Act.
- f. Section 143(3)(i) mandates the auditor to comment on whether the company has an adequate internal financial controls over financial reporting of the company and the operating effectiveness of such controls. In terms of paragraph 5 of Ministry of Corporate Affairs notification number G.S.R. 583 (E) dated June 13, 2017, exemption has been provided to private limited companies fulfilling certain criteria mentioned in the notification, from the applicability of the requirement of reporting in terms of Section 143(3)(i). As the Company meets the relevant criteria specified in the said notification for the financial year 2017-18, the requirement of Section 143(3)(i) is not applicable to the Company and accordingly no report has been made under the said clause
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended) , in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivate contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For B. K. Khare & Co.
Chartered Accountants
FRN: 105102W

Ravi Kapoor
Partner
Membership Number : 040404
Mumbai
Dated : 29th May 2018




Annexure I referred to in paragraph 7 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date:

- i.
 - a) The Company does not have any fixed assets; therefore it is not required to maintain records showing full particulars, including quantitative details and situation of the fixed assets.
 - b) The Company does not have any fixed assets; therefore no physical verification was undertaken by the company during the Financial Year 2017-18.
 - c) The Company does not own any immovable property; therefore this clause is not applicable to the Company.
- ii. Due to the nature of the business of the company, there is no inventory in hand with the company. Therefore, no physical verification was undertaken by the company during the Financial Year 2017-18
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Therefore, the provisions of paragraph 3(iii)(a), (b) and (c) of the Order are not applicable to the Company.
- iv. In our opinion, and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable.
- v. In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits to which the provisions of Sections 73, 74, 75 and 76 or any other relevant provisions of the Act and the rules framed there under to the extent notified.
- vi. To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under section 148(1) of the Companies Act, 2013, for the products/services of the company.
- vii.
 - a) According to the records of the Company and information and explanations given to us, the Company has generally been regular in depositing statutory dues including Provident Fund, Income-Tax, and Sales-Tax, Service Tax, Custom Duty, Goods & Service Tax, cess and other statutory dues with the appropriate authorities during the year.
According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, Income-tax, Service tax, Sales-tax, Value added tax, Customs duty, Goods & Service Tax, cess were outstanding, at the year-end for a period of more than six months from the date they became payable.
 - b) According to the information and explanations given to us and records of the Company examined by us, there are no dues of Sales Tax, Service Tax, Value Added Tax (VAT), Customs Duty, Excise Duty, Goods & Service Tax and Cess which have not been deposited on account of any dispute.



- viii. Based on the records examined by us and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to any financial institution or bank or Government or debenture holders as at the Balance Sheet date.
- ix. Based on the records examined by us and according to the information and explanations given to us, during the year, no term loans were obtained by the Company. According to the information and explanations given by the management, the Company has not raised any money by way of initial public offer / further public offer.
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the Generally Accepted Auditing Practices in India, and according to the information and explanations given to us, no instance of fraud by the Company or material fraud on the Company by its officers or employees, was noticed or reported to us by the management during the year.
- xi. The Company is not a public company as defined under Section 2(71) of the Act. Therefore, provisions of Paragraph 3(xi) of the said Order in respect of payment of managerial remuneration are not applicable to the Company.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, paragraph 3(xii) of the Order is not applicable.
- xiii. According to the information and explanation given by the management, transactions with related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Therefore, provisions of Paragraph 3 (xiv) are not applicable to the Company.
- xv. According to the information and explanations given by the management, the Company has not entered into non-cash transactions with directors or persons connected with him.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Therefore, provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For B. K. Khare & Co.
Chartered Accountants
FRN: 105102W


Ravi Kapoor
Partner
Membership Number : 040404
Mumbai
Dated : 29th May 2018



RUNGE PINCOCK MINARCO (I) PVT LTD
Balance Sheet as at March 31, 2018

		Amount (Rupees)	
	Notes	31 March 2018	31 March 2017
ASSETS			
Current assets			
Financial assets			
i. Cash and cash equivalents	2	27,55,676	33,32,700
Other current assets	3	3,67,008	3,66,918
Total current assets		31,22,684	36,99,618
Total assets		31,22,684	36,99,618
EQUITY AND LIABILITIES			
Equity			
Equity share capital	4	28,71,520	28,71,520
Other equity			
Reserves and surplus	5	95,702	1,75,059
Total equity		29,67,222	30,46,579
LIABILITIES			
Current liabilities			
Financial liabilities			
i. Trade payables	6	1,55,462	3,39,218
Current tax liabilities	7	-	3,13,821
Total current liabilities		1,55,462	6,53,039
Total liabilities		1,55,462	6,53,039
Total equity and liabilities		31,22,684	36,99,618

Summary of significant Accounting Policies 1
 Accompanying Notes are integral part of financial statements 2-12

As per our attached report of even date
 For B.K.Khare & Co.
 Chartered Accountants
 FRN - 105102W

On Behalf of the Board of Director of
 Runge Pincock Minarco (I) Pvt Ltd



Ravi Kapoor
 Ravi Kapoor
 Partner
 M.No. 040404
 Place: Mumbai
 Date - 29th May 2018

Sailesh C. Mehta
 Sailesh C. Mehta
 Chairman
 DIN: 00128204
 Place - Mumbai
 Date - 29th May 2018

Partha Bhattacharyya

Partha Bhattacharyya
 Director
 DIN: 00329479

Done for



RUNGE PINCOCK MINARCO (I) PVT LTD
Statement of profit and loss for the year ended March 31, 2018

	Notes	Amount (Rupees)	
		Year ended 31 March 2018	Year ended 31 March 2017
Revenue from operations		-	-
Other income	8	-	20,56,064
Total income		-	20,56,064
Expenses			
Cost of materials consumed		-	-
Purchases of stock-in-trade		-	-
Changes in inventories of work-in-progress, stock-in-trade and finished goods		-	-
Service Tax		-	-
Employee benefit expense		-	-
Finance costs		-	-
Depreciation and amortisation expense		-	-
Other expenses	9	79,357	4,11,976
Total expenses		79,357	4,11,976
Profit before tax		(79,357)	16,44,088
Income tax expense			
- Current tax		-	-
- Deferred tax		-	-
Total tax expense		-	-
Profit for the year		(79,357)	16,44,088
Total comprehensive income for the year		(79,357)	16,44,088
Earning per Equity Share: Face value Rs. 10 each (Rs. 10)			
Basic & Diluted earnings per share		(0.28)	5.73
Weighted average number of Equity Share: Face value Rs. 10 each (Rs. 10)			
Basic & Diluted equity shares		2,87,152	2,87,152

Summary of significant Accounting Policies 1
 Accompanying Notes are integral part of financial statements 2-12

As per our attached report of even date
 For B.K.Khare & Co.
Chartered Accountants
 FRN - 105102W

On Behalf of the Board of Director of
 Runge Pincock Minarco (I) Pvt Ltd



Ravi Kapoor
 Partner
 M.No. 040404
 Place- Mumbai
 Date - 29th May 2018

Sailesh C. Mehta

Sailesh C. Mehta
 Chairman
 DIN: 00128204
 Place - Mumbai
 Date - 29th May 2018

Partha Bhattacharyya

Partha Bhattacharyya
 Director
 DIN: 00329479

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RUNGE PINCOCK MINARCO (I) PVT LTD

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

A. Equity Share Capital

	Amount (Rupees)	
	31 March 2018	31 March 2017
Balance at the beginning of the year	5,00,000	5,00,000
Changes in equity shares capital during the year		
Balance at the end of the year	5,00,000	5,00,000

B. Other Equity

	Reserves and surplus			Total
	Securities premium reserve	Retained earnings	Other Reserves (General Reserve & Capital Redemption Reserve)	
Balance at 1 April 2016		(14,69,029)		(14,69,029)
Profit for the year		16,44,088		16,44,088
Other comprehensive income	-	-	-	-
Total comprehensive income for the year	-	16,44,088	-	16,44,088
Balance at 31 March 2017	-	1,75,059	-	1,75,059
Profit for the year		(79,357)		(79,357)
Other comprehensive income	-	-	-	-
Total comprehensive income for the year	-	(79,357)	-	(79,357)
	-	-	-	-
Balance at 31 March 2018	-	95,702	-	95,702

As per our attached report of even date

For B.K.Khare & Co.
Chartered Accountants
FRN - 100537W

On Behalf of the Board of Director of
Runge Pincock Minarco (I) Pvt Ltd

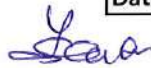

Ravi Kapoor
Partner
M.No. 040404
Place- Mumbai
Date - 29th May 2018




Sailesh C. Mehta
Chairman
DIN: 00128204
Place - Mumbai
Date - 29th May 2018




Partha Bhattacharyya
Director
DIN: 00329479





RUNGE PINCOCK MINARCO (I) PVT LTD
Cash flow statement for the year ended March 31, 2018

	Amount (Rupees)	
	Year ended 31st March 2018	Year ended 31st March 2017
Cash flow from operating activities		
Profit before income Tax	(79,357)	16,44,088
Profit before income tax	(79,357)	16,44,088
Adjustments for		-
Change in operating assets and liabilities, net of effects from		
(Increase)/Decrease in trade receivables	-	11,91,258
Increase in trade payables	(1,83,756)	(17,14,336)
(Increase) in other financial assets	-	1,90,000
(Increase)/decrease in other current assets	(90)	(2,19,476)
Increase in other current liabilities	-	(1,50,858)
Cash generated from operations	(2,63,203)	9,40,676
Income taxes paid	3,13,821	(3,13,821)
Net cash inflow from operating activities	(5,77,024)	12,54,497
Cash flows from investing activities	-	-
Net cash outflow from investing activities	-	-
Cash flows from financing activities	-	-
Net cash inflow (outflow) from financing activities	-	-
Net increase (decrease) in cash and cash equivalents	(5,77,024)	12,54,497
Cash and cash equivalents at the beginning of the financial	33,32,700	20,78,203
Effects of exchange rate changes on cash and cash equivalents		
Cash and cash equivalents at end of the year	27,55,676	33,32,700
Cash and cash equivalents as per above comprise of the following	Year ended 31st March, 2018	Year ended 31st March 2017
Cash and cash equivalents	27,55,676	33,32,700
Bank overdrafts	-	-
Balances per statement of cash flows	27,55,676	33,32,700

As per our attached report of even date
 For B.K.Khare & Co.
 Chartered Accountants
 FRN - 100537W

On Behalf of the Board of Director of
 Runge Pincock Minarco (I) Pvt Ltd



 Ravi Kapoor
 Partner
 M.No. 040404
 Place- Mumbai
 Date - 29th May 2018


 Sailesh C. Mehta
 Chairman
 DIN: 00128204
 Place - Mumbai
 Date - 29th May 2018


 Partha Bhattacharyya
 Director
 DIN: 00329479





Runge Pincock Minarco (I) Private Limited
Deepak Complex, Opp. Golf Course, Shastri Nagar, Yerawada, Pune - 411006.
CIN U14200PN2012PTC145300

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

Corporate Information: -

The Company was incorporated on 5th November 2012 as a subsidiary of Deepak Mining Services Private Limited to undertake activities related to mining, especially coal mining. The Company intends to venture into mine consulting and Mine Development and Operation (MDO) contracts. Deepak Mining Service Private Limited is a wholly owned subsidiary of Deepak Fertilisers and Petrochemicals Corporation Limited.

Note 1: Significant Accounting Policies

(a) Basis of Preparation

Compliance with Ind AS

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

Current / non-current classification

All assets and liabilities have been classified and disclosed as current or non-current as per the Company's normal operating cycle and other criteria set out in division II of Schedule III of the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as up to twelve months for the purpose of current or non-current classification of assets and liabilities.

(b) Key accounting estimates and judgements

The preparation and presentation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of amounts of revenues and expenses during the period.

Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Accounting estimates could change from period to period. Any revision to accounting estimates is recognized prospectively in the current and future periods, and if material, their effects are disclosed in the financial statements. Actual results could differ from the estimates. Any difference between the actual results and estimates are recognized in the period in which the results are known/materialize.

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Runge Pincock Minarco (I) Private Limited

Deepak Complex, Opp. Golf Course, Shastri Nagar, Yerawada, Pune - 411006.

CIN U14200PN2012PTC145300

(c) Revenue Recognition

Revenue for services rendered is recognised on the basis of services rendered and billed to client based on contractual obligation.

The Company recognizes revenue when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the Company.

The Company has entered into a contract with Runge Inc. dba Runge Pincock Minarco, whereby service fees are payable to Runge Inc. dba Runge Pincock Minarco by the Company for assistance provided in execution of customer contracts by the Company as a proportion of income earned by the Company. Provision for such service fee payable is recorded in the financial statements to the extent that corresponding revenue earned from customers is recognised.

(d) Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

(e) Provisions, Contingent Liabilities & Contingent assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

(f) Recent Accounting Developments

i. Standard Issued but not yet effective :

IND AS 115: Revenue from Contracts with Customers

The Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendments Rules, 2018, notifying Ind AS 115, 'Revenue from Contracts with Customers'. The Standard is applicable to the Company with effect from 1st April, 2018.

Revenue from Contracts with Customers Ind AS 115 establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. Ind AS 115 will supersede the current revenue recognition standard Ind AS 18 - Revenue and Ind AS 11 - Construction Contracts when it becomes effective.

The Company is in the process of evaluating the possible impact of Ind AS 115 and will adopt the standard from 1st April, 2018.

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Runge Pincock Minarco (I) Private Limited

Deepak Complex, Opp. Golf Course, Shastri Nagar, Yerawada, Pune - 411006.

CIN U14200PN2012PTC145300

(g) Earnings per share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

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RUNGE PINCOCK MINARCO (I) PVT LTD
Notes to financial statements for the year ended March 31, 2018

Note 2: Cash & Cash Equivalents

	Amount (Rupees)	
	31 March 2018	31 March 2017
Balances with banks		
- in current accounts	27,55,676	33,32,700
Cash on hand	-	-
Total cash and cash equivalents	27,55,676	33,32,700

Note 3: Other Current Assets

	Amount (Rupees)	
	31 March 2018	31 March 2017
Taxes Recoverable	53,187	53,097
MAT Credit Entitlement	3,13,821	3,13,821
Total Other Current Assets	3,67,008	3,66,918

Note 4: Equity Share Capital

	Amount (Rupees)	
	31 March 2018	31 March 2017
Authorised		
25,00,000 equity shares of Rs. 10/- each. (March 31, 2017 : 25,00,000 equity shares of Rs 10/- each)	2,50,00,000	2,50,00,000
Issued, subscribed and fully paid share capital	2,50,00,000	2,50,00,000
2,87,152 equity shares of Rs. 10/- each. (March 31, 2017 : 2,87,152 equity shares of Rs 10/- each)	28,71,520	28,71,520
Fully Paid Share Capital	28,71,520	28,71,520

(i) Reconciliation of the number of Equity Shares

	31 March 2018		31 March 2017	
	No of Shares	Amount	No of Shares	Amount
Equity Shares				
Balance as at the beginning of the year	2,87,152	28,71,520	2,87,152	28,71,520
Add: Issued during the year	-	-	-	-
Closing Balance	2,87,152	28,71,520	2,87,152	28,71,520

Terms and rights attached to equity shares

Equity shares have a par value of INR 10. They entitle the holder to participate in dividends, and to share in the proceeds of winding up the company

(ii) Shares of the company held by holding/ultimate holding company

	31 March 2018	31 March 2017
Deepak Mining Services Private Limited. (Holding Company)	1,46,447	1,46,447
Deepak Fertilisers & Petrochemicals Corporation Limited.(Ultimate Holding Company)	-	-

(iii) Details of shareholders holding more than 5% shares in the company

	31 March 2018		31 March 2017	
	Number of shares	% Holding	Number of shares	% Holding
Deepak Mining Services Private Limited.	1,46,447	51%	1,46,447	51%
International Mineral Asset Transactions Private Ltd	1,40,704	49%	1,40,704	49%



RUNGE PINCOCK MINARCO (I) PVT LTD

Notes to financial statements for the year ended March 31, 2018

Note 5: Reserves & Surplus

	Amount (Rupees)	
	31 March 2018	31 March 2017
Retained earnings	95,702	1,75,059
Total reserves and surplus	95,702	1,75,059
(i) Retained earnings	Amount (Rupees)	
	31 March 2018	31 March 2017
Opening balance	1,75,059	(14,69,029)
Net profit for the period	(79,357)	16,44,088
Closing Balance	95,702	1,75,059

Note 6: Trade Payables

	Amount (Rupees)	
	31 March 2018	31 March 2017
Towards Micro, Small & Medium Enterprises	-	-
Trade payables	1,55,462	3,39,218
Total trade payables	1,55,462	3,39,218

Note 7: Current Tax Liabilities

	Amount (Rupees)	
	31 March 2018	31 March 2017
Provision for Taxation	-	3,13,821
Total other current liabilities	-	3,13,821

Note 8: Other income

	Amount (Rupees)	
	31 March 2018	31 March 2017
Other non-operating income	-	1,05,734
Liabilities not longer payable written back	-	19,45,283
Interest income on income tax refund	-	5,047
Total other income	-	20,56,064

Note 9: Other expenses

	Amount (Rupees)	
	31 March 2018	31 March 2017
Foreign exchange Fluctuations(Net)	-	21,021
Legal and Professional Fees	1,100	32,144
membership & Subscription	-	1,04,170
Travelling and Conveyance	-	13,188
Payments to auditors (refer note below)	40,000	40,000
Balance Write off	-	1,90,000
Miscellaneous expenses	38,257	11,453
Total other expenses	79,357	4,11,976

Details of payments to auditors

	Amount (Rupees)	
	31 March 2018	31 March 2017
Payment to auditors		
As auditor:		
Audit fee	40,000	40,000
Total payments to auditors	40,000	40,000



RUNGE PINCOCK MINARCO (I) PVT LTD

Notes to financial statements for the year ended March 31, 2018

Note 10: Related Party disclosures

Name of Related Parties and nature of relationship

Ultimate Holding Company:

Deepak Fertilisers And Petrochemicals Corporation Limited

Holding Company:

Deepak Mining Services Private Limited

Entities having significant influence over the Company by reason of voting Power:

International Mineral Asset Trasnactions Private Limited

Runge Inc. dba RunghePincocKMinarco (Holding Company of International Mineral Asset Trasnactions Private Limited)

Key Management Personnel:

Shri S.C Mehta

Shri Partha Bhattacharyya

	Transactions/ Balances	Deepak Mining Services Private Limited	International Mineral Asset Trasnactions Private Limited	Deepak Fertilisers And Petrochemicals Corporation Limited	Runge Inc. dba Runge PincocK Minarco	Total
	Amount (Rupees)	Amount (Rupees)	Amount (Rupees)	Amount (Rupees)	Amount (Rupees)	Amount (Rupees)
a)	Reimbursement of Expenses	-	-	3,51,020	-	3,51,020

Note 11 - Previous year's figures have been regrouped wherever necessary to confirm to current year's groupings

Note 12 - Previous year's figure are given in bracket/italics

