

AMBA RIVER COKE LIMITED

ANNUAL REPORT 2016-17

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NOTICE

NOTICE is hereby given that the Twentieth Annual General Meeting of the Members of Amba River Coke Limited will be held at its Registered Office at "JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai 400051 on Thursday, 16th June, 2017 at 2.30 P.M. to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017, and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr Pradeep Bhargava (DIN 03628767), who retires by rotation and, being eligible, offers himself for re-appointment.
3. To ratify the appointment of the Auditors of the Company and their remuneration fixed at the seventeenth Annual General Meeting of the Company held on 18th August, 2014, and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary resolution:

"RESOLVED THAT pursuant to the first proviso to Section 139(1) of the Companies Act, 2013, read with the first proviso to Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Registration No. 117366W/W-100018), as the Auditors of the Company to hold office from the conclusion of the 17th Annual General Meeting until the conclusion of the 22nd Annual General Meeting of the Company, on such remuneration as may be decided by the Board of Directors of the Company, made at the 17th Annual General Meeting of the Company held on 18th August, 2014, be and is hereby ratified."

SPECIAL BUSINESS

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs. 5.00 lakhs (Rupees five lakhs only) plus service tax as applicable and reimbursement of actual travel and out of pocket expenses, to be paid to M/s. D C Dave & Co. (Firm Registration No. 000611) Cost Auditors of the Company, for the financial year 2017-18, as approved by the Board of Directors of the Company, be and is hereby ratified."

By Order of the Board
For Amba River Coke Limited
Rajeev Jain
Company Secretary
ACS 9724

Place: Mumbai
Date : 13th May, 2017

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

The instrument(s) appointing the proxy, if any, shall be deposited at the Registered Office of the Company at JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 not less than forty eight (48) hours before the commencement of the Meeting and in default, the instrument of proxy shall be treated as invalid. Proxies shall not have any right to speak at the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. The statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts in respect of the business under Item No. 4 set out above and the details in respect of Directors proposed to be re-appointed at the Annual General Meeting, is annexed hereto.
3. The details in respect of Director proposed to be re-appointed at the Annual General Meeting, is annexed hereto.
4. Members are requested to intimate the Company at its registered Office at JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai 400 051, immediately on any change in their address in respect of the equity shares held in physical mode and to their Depository Participants (DPs) in respect of equity shares held in dematerialised mode.
5. All the documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Company's Registered Office at JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 on all working days of the Company, between 10.00 a.m. and 1.00 p.m. upto the date of the Annual General Meeting.

ANNEXURE TO NOTICE

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT 2013

The statement pursuant to Section 102(1) of the Companies Act, 2013 for Item No. 4 of the accompanying notice is as under:

Item No. 4

The Board of Directors of the Company, on the recommendation of the Audit Committee has, at its meeting held on 24th April, 2017, considered and approved the appointment of M/s. D C Dave & Co. as the Cost Auditor of the Company to conduct audit of the cost records for the financial year 2017-18 on a remuneration of Rs. 5.00 lakhs (Rupees five lakhs only) per annum plus service tax as applicable and reimbursement of actual travel and out of pocket expenses.

Pursuant to Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration, as approved by the Board of Directors of the Company on the recommendation of the Audit Committee, is required to be subsequently ratified by the Members of the Company.

The Resolution as at Item No. 4 of the Notice is therefore set out as an Ordinary Resolution for approval and ratification by the Members.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives is in any way concerned or interested, financially or otherwise, in the resolution.

Your Directors recommend the resolution as at Item No. 4 for your approval.

By Order of the Board
For Amba River Coke Limited
Rajeev Jain
Company Secretary
ACS 9724

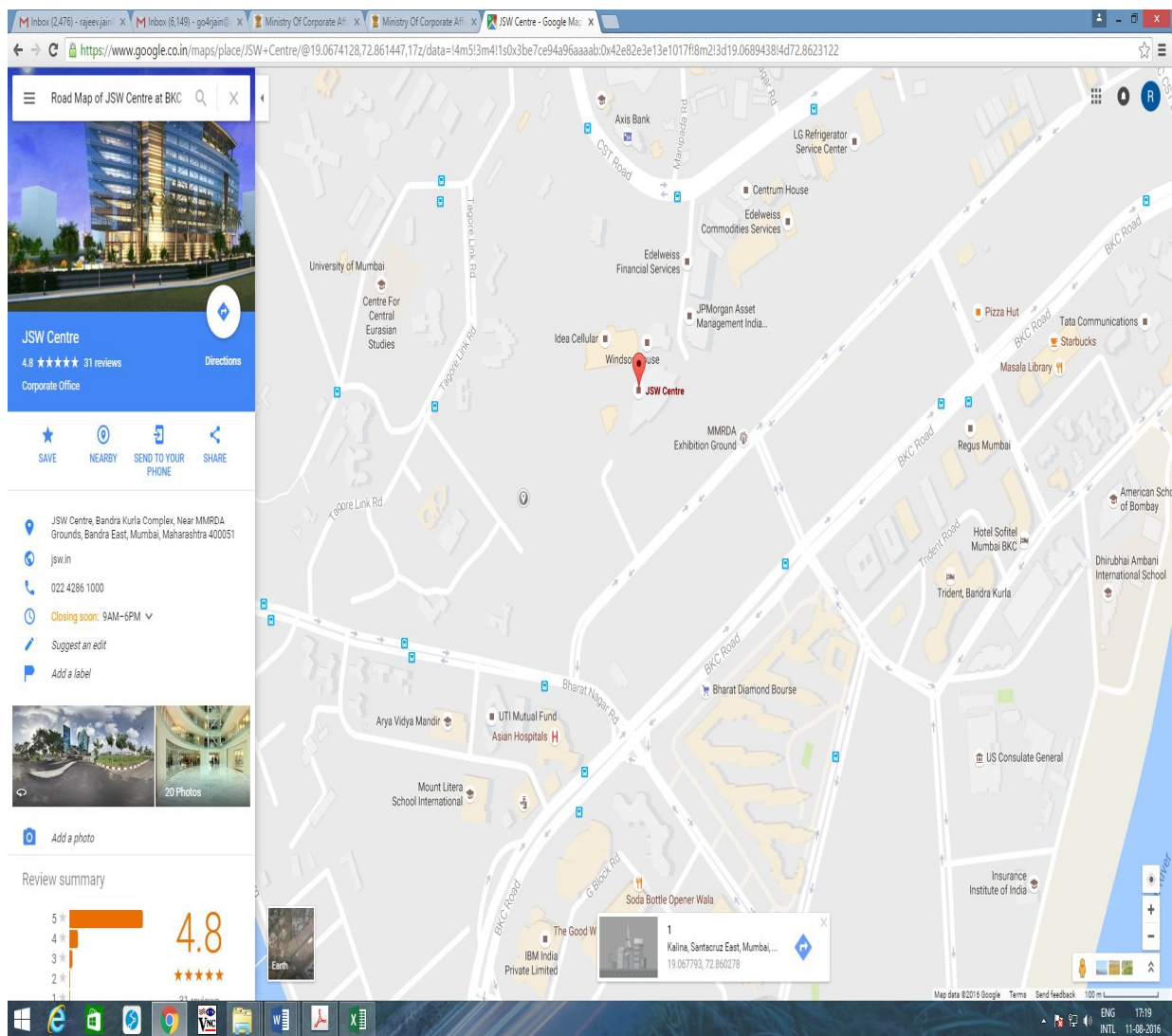
Place: Mumbai
Date : 13th May, 2017

Details of Director seeking appointment/re-appointment at the ensuing Annual General Meeting

Name of Director	Mr Pradeep Bhargava
Date of Birth	30.03.1960
Date of first appointment on the Board	04.10.2011
Qualification	Associate Member of the Institute of Chartered Accountants of India.
Experience/Expertise in specific functional area	He possesses rich experience spanning over 30 years in the field of accounts, finance and taxation. He has served various central and state public sector organizations as well as various private sector organizations in textile, construction, cement, oil & gas and steel industry.
Terms and conditions of appointment/re-appointment	Non-executive Director liable to retirement by rotation
Details of remuneration sought to be paid and remuneration last drawn	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Not related to any Director or other Key Managerial Personnel of the Company. The Company does not have a Manager.
Number of Meetings of the Board attended during the FY 2016-17	4/4

Directorship in other Companies as on 31.03.2017	JSW Steel (Salav) Limited Dolvi Coke Projects Limited Ispat Energy Limited
Chairman/Membership in other Companies as on 31.03.2017	Nil
No. of shares held in the Company as on 31.03.2017	NIL

ROUTE MAP TO THE VENUE OF ANNUAL GENERAL MEETING



AMBA RIVER COKE LIMITED

DIRECTORS' REPORT

Dear Shareholders,

Your Directors are pleased to present the Twentieth Annual Report, together with the Audited Financial Statements of the Company for the year ended 31st March, 2017.

FINANCIAL RESULTS

(Rs. in crores)

Particulars	For financial year ended 31 st March 2017	For financial year ended 31 st March 2016
(i) Revenue from operations	4,874.20	3,136.46
(ii) Other income	9.80	15.13
(iii) Total Income (i+ii)	4884.00	3151.59
(iv) Expenses		
Cost of materials consumed	3618.62	2177.33
Purchases of traded goods	80.46	42.89
Changes in inventories of finished goods and work-in-progress	(15.11)	0.36
Employee benefits expense	25.61	22.68
Finance costs	134.48	115.70
Depreciation expense	1.06	0.99
Excise duty expense	443.70	290.18
Other expenses	352.33	320.12
Total expenses	4641.15	2970.25
(v) Profit/(Loss) before exceptional items and tax (iii-iv)	242.85	181.34
(vi) Less: Exceptional item	-	-
(vii) Profit/ (Loss) before tax (v-vi)	242.85	181.34
(viii) Less : Tax expenses :		
Current tax	54.15	36.63
Deferred tax liability	29.80	24.57
(ix) Profit/(Loss) after tax (vii-viii)	158.90	120.14

Adoption of Indian Accounting Standards (Ind AS)

In terms of notification issued by Ministry of the Corporate Affairs (MCA), the Company was required to adopt Indian Accounting Standards (Ind AS) in the preparation of its financial statements for accounting period beginning on or after 1st April, 2016, with the comparatives for the periods ending 31st March, 2016, or thereafter.

Accordingly, the financial statements for the year ended 31st March, 2017 with the comparatives for the year ended 31st March, 2016 have been prepared and are reported under Ind AS.

Performance

The Company produced 1.01 million ton of Coke and 3.97 million ton of Pellet during the financial year 2016-17. Capacity utilisation of the Coke Oven plant and Pellet Plant during the FY 2016-17 increased by 5.90 % and 57.90% respectively over the previous year.

The revenue from operations for the year under review was Rs. 4874.20 crores as against Rs.3136.46 crores during the previous year, registering a growth of 55.40% % over the previous year. After considering other income of Rs. 9.80 crores (Rs.15.13 crores for FY 2015-16), total income for the year was Rs. 4884.00 crores as against Rs. 3151.59 crores in the previous year. The Operating EBIDTA was up by 30.29% from previous year. Profit after tax was Rs. 158.90 crores as against the Profit after tax of Rs.120.14 crores in the previous year, representing an increase of 32.26%.

CHANGE IN THE NATURE OF BUSINESS

There was no change in the nature of business during the year under review. No material changes or commitments have occurred between the end of the year under review and the date of the Directors' Report affecting the financial position of the Company.

DIVIDEND

The Board of Directors has not recommended any dividend for the year on the share capital of the Company.

AMOUNT TRANSFERRED TO RESERVES

No amount is proposed to be transferred to the reserves for the year under review.

CREDIT RATING

During the year, CARE Ratings Ltd (formerly known as Credit Analysis & Research Ltd.) downgraded the Company's long term debt/facilities one notch from "AA" to "AA-" while the short term debt/facilities continue to be rated at the highest level of "A1+". CARE Ratings Limited has assigned "AA-" rating to the Secured Redeemable Non-Convertible Debentures of the Company. It has also assigned a stable outlook on the long term rating of the Company.

HOLDING, SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES

Your Company continues to be a wholly-owned subsidiary of JSW Steel Limited. The Company is not having any subsidiary or associate company or joint venture. No company has ceased to be the Company's subsidiary, joint venture or associate during the financial year 2016-17.

FIXED DEPOSIT

Your Company has not accepted or renewed any deposits from the public in terms of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

SHARE CAPITAL

There was no change in the Authorised Capital of the Company during the year under review.

During the year under review, the Company allotted 1,50,30,623 Equity Shares of Rs. 10/- each, aggregating to Rs. 15,03,06,230/-, for cash at par. Accordingly, during the year under review, your Company's paid-up equity share capital has increased from Rs. 916,86,80,470/- to Rs. 931,89,86,700/-.

During the year under review the Company has not:

- (i) Issued equity shares with differential rights as to dividend, voting or otherwise.
- (ii) Issued sweat equity shares
- (iii) Offered shares under a scheme of employees' stock option

DEBENTURES

The Company has issued and allotted 3,000 Secured Redeemable Non-Convertible Debentures of Rs. 10,00,000/- each (NCDs), aggregating to Rs. 300 crores, for cash at par on private placement basis on 10th February, 2017. The NCDs have been listed on BSE Limited on 20th February, 2017. SBICAP Trustee Company Ltd. are the Debenture Trustee for the NCDs.

Name and Address of Debenture Trustee

SBICAP Trustee Company Limited
Apeejay House, 6th Floor,
3 Dinshaw Wachha Road
Churchgate, Mumbai 400020
Tel : 022-43025555;
email : helpdesk@sbicaptrustee.com

DIRECTORS AND KEY MANAGERIAL PERSONNEL

There was no change in the Directors or key managerial personnel during the year.

Mr Pradeep Bhargava, Director (DIN 03628767) is liable to retire by rotation at the ensuing Annual General Meeting, and, being eligible, offers himself for re-appointment. Your Directors recommend his re-appointment as the Director of the Company at the ensuing Annual General Meeting.

The proposal for re-appointment of Mr Pradeep Bhargava as Director of the Company is placed for your approval.

Mr Ajit Kumar Karande (DIN 05134599) completed his term as Whole-time Director on 30th November, 2016. The Board, on the recommendation of the Nomination and Remuneration Committee, re-appointed Mr Ajit Kumar Karande as Whole-time Director of the Company for a period of three years with effect from 1st December, 2016 and also approved remuneration payable to him. The re-appointment and terms thereof were also subsequently approved by the shareholders at the Extra Ordinary General Meeting held on 30th January, 2017.

Mr V Sriram ceased to be the Chief Financial Officer of the Company with effect from 1st January, 2017 upon his transfer to a group company with new assignment. The Board wish to place on record appreciation of his services rendered during his tenure as Chief Financial Officer of the Company.

Mr Gautam Mitra was appointed as the CFO of the Company with effect from 24th April, 2017.

BOARD OF DIRECTORS AND BOARD MEETINGS

The Board of Directors of the Company, as on March 31, 2017, comprised four Non-Executive Directors, including two independent Directors, and one Whole-time Director.

During the year, 4 meetings of the Board of Directors were held: on 29th April, 2016, 13th July, 2016, 17th October, 2016 and 17th January, 2017.

The details of the composition of the Board and the number of Board Meetings attended by the directors are as under:

Name of the Director	Category	Designation	No. of Board meetings attended
Mr Jugal Kishore Tandon	Independent Non-Executive	Director	4
Ms Nayantara Palchoudhuri	Independent Non-Executive	Director	4
Mr Ashok Kumar Aggarwal	Non-Independent Non-Executive	Director	2
Mr Pradeep Bhargava	Non-Independent Non-Executive	Director	4
Mr Ajit Karande	Executive	Whole-time Director	4

The Company has received necessary declarations from Mr Jugal Kishore Tandon and Ms Nayantara Palchoudhuri that they meet the criteria of independence specified under Section 149(6) of the Companies Act, 2013.

COMMITTEES OF BOARD

Audit Committee

The Audit Committee of the Board of Directors, as on March 31, 2017, comprised three Non-Executive Directors, including two Independent Directors.

During the year, the Committee met four times on 29th April, 2016, 13th July, 2016, 17th October, 2016 and 17th January, 2017.

The details of the composition of the Committee and the number of Meetings attended by the members are as under

Name of the Member	Category	No. of meetings attended
Mr Jugal Kishore Tandon	Independent Non-Executive	4
Ms Nayantara Palchoudhuri	Independent Non-Executive	4
Mr Pradeep Bhargava	Non-Independent Non-Executive	4

Mr Jugal Kishore Tandon is the Chairman of the Audit Committee. The Company Secretary acts as the Secretary of the Committee.

Mr Jugal Kishore Tandon, the Chairman of the Committee was present at the last Annual General Meeting held on 13th July, 2016.

The scope and terms of reference of the Committee are in accordance with the provisions of the Companies Act, 2013. The broad terms of reference of the Committee are:

- Reviewing the financial statements before submission to the Board.
- Reviewing the reports of the statutory auditors and internal auditor.
- Reviewing the internal financial controls and risk management systems, including, internal controls over financial reporting, and its adequacy and effectiveness.
- Recommending the appointment, remuneration and terms of appointment of statutory auditors and cost auditors of the company.
- Approving transactions of the Company with related parties and subsequent modifications of the transactions with related parties.

All the recommendations made by Audit Committee to Board during the period under review were accepted by the Board.

Nomination & Remuneration Committee

The "Nomination & Remuneration Committee" of the Board of Directors, as on 31st March, 2017, comprised four Non-Executive Directors, including two Independent Directors.

During the year, the Committee has met two times: on 29th April, 2016 and 17th October, 2016.

The details of the composition of the Committee and the number of Meetings attended by the members are as under:

Name of the Member	Category	No. of meetings attended
Mr Jugal Kishore Tandon	Independent Non-Executive	2
Ms Nayantara Palchoudhuri	Independent Non-Executive	2
Mr Pradeep Bhargava	Non-Independent Non-Executive	2
Mr Ashok Aggarwal	Non-Independent Non-Executive	-

Mr Jugal Kishore Tandon is the Chairman of the Nomination & Remuneration Committee. The Company Secretary acts as the Secretary of the Committee.

Mr Jugal Kishore Tandon, the Chairman of the Committee was present at the last Annual General Meeting held on 13th July, 2016.

The scope and terms of reference of the Committee are in accordance with the provisions of the Companies Act, 2013. The broad terms of reference of the Committee are as under:

- Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and carry out evaluation of every director's performance.
- Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- Recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
- Carry out evaluation of every director's performance.

Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee (CSR), as on 31st March, 2017, comprised two Non-Executive Directors, including one Independent Director, and one Executive Director.

During the year, the Committee has met two times : on 29th April, 2016 and 17th October, 2016.

The details of the composition of the Committee and the number of Meetings attended by the members are as under:

Name of the Member	Category	No. of meetings attended
Mr Jugal Kishore Tandon	Independent Non-Executive	2
Mr Pradeep Bhargava	Non-Independent Non-Executive	2
Mr Ajit Karande	Executive	2

Mr Jugal Kishore Tandon is the Chairman of the Committee. The Company Secretary acts as the Secretary of the Committee.

The terms of reference of the Corporate Social Responsibility Committee are as under:

- Formulate and recommend to the Board, a Corporate Social Responsibility Policy (CSR Policy) for the Company, which shall indicate a list of CSR projects or programs which the Company plans to undertake falling within the purview of Schedule VII of the Companies Act 2013, as may be amended from time to time;
- Recommend the amount of expenditure to be incurred on each of the activities to be undertaken by the Company, while ensuring that it does not include any expenditure on an item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Companies Act, 2013;
- Approve the Annual Report on CSR activities to be included in the Director's Report forming part of the Company's Annual Report and attribute reasons for short comings in incurring expenditures, if any.
- Monitor the CSR Policy and CSR activities of the Company from time to time; and
- Institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company.

POLICIES

Vigil Mechanism / Whistle Blower Policy

Pursuant to the provisions of the Companies Act, 2013, the Company has adopted Whistle Blower Policy/Vigil Mechanism ("the Policy"). The Policy has been formulated to provide a mechanism for directors and employees of the Company to report genuine concerns or grievances about unethical behavior and actual or suspected fraud. The Company believes in adopting highest standards of professionalism, honesty, integrity and ethical behavior. Accordingly, the Policy encourages all employees to report any suspected violations, unethical behavior, actual or suspected fraud or any unethical or improper activity, including misuse or improper use of accounting policies and procedures resulting in misrepresentation of accounts and financial statements.

The Policy specifies the procedure and reporting authority for reporting such concerns or grievances. The Policy also provides for adequate safeguards against victimization or unfair treatment of directors or employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee/Ethic Counsellor in exceptional cases.

Nomination Policy and Remuneration Policy

The Company has formulated Nomination Policy approved by the Nomination and Remuneration Committee and the Board of Directors for appointment of directors and key managerial personnel. The Policy provides a frame work and set standards for the appointment of persons to serve as Directors on the Board of the Company and for appointment of the Key Managerial Personnel (KMP) and Senior Management of the Company, who have the capacity and ability to lead the Company towards achieving sustainable development.

The Company has also formulated 'Remuneration Policy', approved by the Nomination and Remuneration Committee, relating to the remuneration of the directors, key managerial personnel and other employees, with the broad objectives to attract, retain and motivate directors, KMP and other employees, establish clear relationship of remuneration to performance, balance between components of fixed and variable pay appropriate to the working of the Company and its goals.

The Executive Directors' (EDs) compensation is based on the appraisal system where their individual goals are linked to the organization goal. EDs are paid compensation as per the agreement entered into between them and the Company subject to approval of the Board and of the members of the Company in General Meeting and such other approval as the case may be.

The Independent Non-Executive Directors are paid remuneration by way of sitting fees and commission, if any.

The KMP, Senior Management Personnel and other employees of the Company are paid remuneration as per the Company's policies and / or as approved by the Committee, as may be applicable.

The Whole-time Director of the Company has not received any commission from the Company and has also not received any remuneration or commission from the Company's holding company.

Board Evaluation Policy

Pursuant to the provisions of the Companies Act, 2013, a "Board Evaluation Policy" has been framed and approved by the Nomination and Remuneration Committee and the Board. The purpose of the Board Evaluation is to achieve persistent and consistent improvement in the governance of the Company at the Board level with an intention to establish and follow "best practices" in Board governance in order to fulfill its fiduciary obligation to the Company. The Board believes that the evaluation will lead to a closer working relationship among Board members, greater efficiency in the use of the Board's time, and increased effectiveness of the Board as a governing body.

Corporate Social Responsibility Policy

Pursuant to the Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has adopted Corporate Social Responsibility Policy (CSR Policy), as recommended by the Corporate Social Responsibility Committee and approved by the Board of Directors.

The policy strives to address social issues and Company's commitment towards Corporate Social Responsibility. In line with the approach and strategy, the CSR Policy provides interventions in the field of health, education, livelihood, vocational education, women empowerment, environment sustainability and responsible citizenship. Taking a note of the importance of synergy and interdependence at various levels, the Policy adopts a strategy for working directly or in partnership, wherever appropriate giving priority to the areas in the immediate vicinity of the plant locations. However, certain programs might be expanded beyond this geographical purview and upscaled.

The Company's key thematic interventions as per the Schedule VII of the Companies Act 2013 include:

- Improving living conditions (eradication of hunger, poverty, malnutrition etc.)
- Promoting social development (education, skill development, livelihood enhancements etc.)
- Addressing social inequalities (gender equality, women empowerment etc.)
- Ensuring environmental sustainability
- Preserving national heritage
- Sports training
- Supporting technological incubators
- Rural development projects

The disclosure as per Rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 in respect of CSR activities undertaken by the Company during the FY 2016-17 is annexed to this report as **Annexure-B**

Risk Management Policy

The Company has formulated and implemented a Risk Management Policy for evaluating business risks. A Risk Management framework has been set up to anticipate, discuss and respond to the identified and emerging risks that may have adverse impact on the Company in achieving its business objectives and sustainable growth. The framework deals with the identified risks along with the risk response strategies to ensure resilience with an intention to protect the stakeholders interest. The risks are reviewed on regular basis for any change since last assessment. The risks and the risk response strategies are also reviewed by the Board.

EVALUATION OF DIRECTORS, COMMITTEES AND BOARD

A structured questionnaire was prepared for evaluation of the Board/Committees covering all aspects of the Board's / Committee's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A separate set of questionnaire has also been prepared for self-

evaluation by each individual Directors based on certain parameters such as level of engagement and contribution, independence of judgement, safeguarding interest of the Company and stakeholders, etc. The responses received from each Director on the abovementioned sets of questionnaire are tabulated for reference of the Nomination & Remuneration Committee and the Board for evaluation purpose.

The annual evaluation of the performance of non-independent Directors, the Board and the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties, was carried out by the Independent Directors at their separate meeting held without the attendance of the non-independent Directors and the members of the management. The annual performance evaluation of every Director was carried out by the Nomination and Remuneration Committee of the Board based on the specified parameters. The Board carried out the annual performance evaluation of the Independent Directors individually, its own performance as well as of the working of the Committees of the Board.

The Directors expressed their satisfaction with the evaluation process.

AUDITORS AND AUDITORS REPORT

Statutory Auditors

At the Annual General Meeting (AGM) held on 18th August, 2014, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI firm registration No. 117366W/W-100018) were appointed as the Statutory Auditors of the Company for a period of five years to hold office from the conclusion of the 17th AGM till the conclusion of 22nd AGM, subject to the ratification of such appointment by the members of the Company at every subsequent AGM.

In terms of Section 139(1) of the Companies Act, 2013, the appointment of the Statutory Auditors to hold office from the conclusion of the 17th AGM till the conclusion of 22nd AGM is placed at the ensuing Annual General Meeting for ratification.

The report of the Statutory Auditors is self-explanatory and, there being no qualification, reservation or adverse remarks, does not require any further elucidation under Section 134(3) of the Companies Act, 2013.

Cost Auditors

In terms of Section 148(2) of the Companies Act, 2013 read with the Companies (Cost Records and Audit), Amendment Rules 2014, your Company is required to get its cost accounting records audited by a Cost Auditor. Accordingly, the Board has, on the recommendation of the Audit Committee, appointed M/s D C Dave & Co., Cost Accountants, (Firm Registration No. 000611) as the Cost Auditors of the Company, to conduct audit of the cost accounting records for the Financial Year 2017-18 on a remuneration of Rs. 5.00 lacs plus service tax as applicable and reimbursement of actual travel and out of pocket expenses. The remuneration approved by the Board is subject to the ratification of the shareholders in terms of Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014. Your Directors recommend ratification of payment of remuneration to M/s D C Dave & Co. as approved by the Board, for the audit of the cost accounting records of the Company for the financial year 2017-18.

Secretarial Auditors

In terms of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board appointed M/s. Vanita Sawant & Associates, Practicing Company Secretaries for conducting Secretarial Audit of the Company for the financial year 2016-17. The report of the Secretarial Auditors is enclosed as **Annexure-C** to this report. The report is self-explanatory and, there being no observation or qualification, do not require any further comments.

The Board has, at its meeting held on 24th April, 2017, re-appointed M/s. Vanita Sawant & Associates, Practicing Company Secretaries, as Secretarial Auditor, for conducting Secretarial Audit of the Company for financial year 2017-18.

RELATED PARTY TRANSACTIONS

All transactions entered into with the related parties during the year ended 31st March, 2017 were in the ordinary course of business and on arm's length basis. However, all the related party transactions are placed before the Audit Committee for review and approval. The details of the material related party transactions entered during the year ended 31st March, 2017 are disclosed in terms of Section 134(3) of the Companies Act, 2013 in Form AOC-2 attached hereto as **Annexure-D**. Suitable disclosure on Related Party transactions as required by the Ind AS 24 has been made in the notes to the Financial Statements.

In terms of Section 177(4)(iv) of the Companies Act 2013, all transactions of the Company with Related Parties or any subsequent modification thereof is required to be approved by the Audit Committee. Further, in terms of Rule 6A of the Companies (Meetings of Board and its Powers) Rules, 2014, the Audit Committee may grant omnibus approval for transactions with Related Parties and the Audit Committee shall, after obtaining approval of the Board of Directors, specify the criteria for making the omnibus approval. The Audit Committee has, after obtaining the approval of the Board of Directors, specified the criteria for making omnibus approval for related party transactions to be entered by the Company. The omnibus approval of the Audit Committee is obtained for Related Party Transactions which are of repetitive nature and / or entered in the Ordinary Course of Business and are at Arm's Length. The Related Party Transactions are reviewed by an independent accounting firm to establish compliance with the requirements of Related Party Transactions under the Companies Act, 2013.

INTERNAL CONTROLS AND INTERNAL FINANCIAL CONTROLS

Internal control

The Company has a proper and adequate system of internal control commensurate with the size and nature of its business. Internal control systems are integral of Company's corporate governance. Some significant features of internal control system are:

- Adequate documentation of policies, guidelines, authorities and approval procedures covering all the important functions of the company.

- Deployment of an ERP system which covers most of its operations and is supported by a defined on-line authorisation protocol.
- Ensuring complete compliance with laws, regulations, standards and internal procedures and systems.
- De-risking the company's assets/ resources and protecting them from any loss.
- Ensuring the integrity of the accounting system; the proper and authorised recording and reporting of all transactions.
- Preparation and monitoring of annual budgets for all operating and service functions.
- Ensuring a reliability of all financial and operational information.
- Regular review of audit plans, significant audit findings, adequacy of internal controls, compliance with Accounting Standards etc. by the Audit Committee, comprising of independent directors/non-executive directors.
- A comprehensive Information Security Policy and continuous updation of IT Systems.

The internal control systems and procedures are designed to assist in the identification and management of risks, the procedure-led verification of all compliance as well as an enhanced control consciousness.

Internal audit

The Company has an internal audit function that inculcates global best standards and practices of international majors into the Indian operations. The Company has an internal auditor reporting to Audit Committee comprising Independent / Non-executive Directors. The Company successfully integrated the COSO framework with its audit process to enhance the quality of its financial reporting, compatible with business ethics, effective controls and governance.

The Company extensively practices delegation of authority across its team, which creates effective checks and balances within the system to arrest all possible gaps. The internal audit team has access to all information in the organisation – this is largely facilitated by ERP implementation across the organisation.

Audit plan and execution

Internal Audit department prepares a risk-based Audit Plan. The frequency of audit is decided by risk ratings of areas / functions. The audit plan is carried out by the internal team. The audit plan is reviewed periodically to include areas which have assumed significant importance in line with the emerging industry trend and the growth of the company.

Internal Financial Control

The Company has developed and implemented a framework for ensuring internal controls over financial reporting. This framework includes a risks and control matrix covering entity level controls, process and operating level controls and IT general controls.

The entity level policies include anti-fraud policies (like code of conduct, conflict of interest, confidentiality and whistle blower policy) and other policies (like organization structure, HR policy, IT security policy). The company has also prepared Standard Operating Procedures

(SOP) for each of its processes like procure to pay, order to cash, hire to retire, treasury, fixed assets, inventory, manufacturing operations etc.

During the year, controls were tested and no reportable material weakness in design and effectiveness was observed. There have been no significant changes in the Company's internal financial controls during the year.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not given any loan, provided any guarantee, given any security or made any investment during the financial year under review which attracts the provisions of Section 186 of the Companies Act, 2013 and requires approval of the shareholders.

STOCK OPTIONS GRANTED TO THE ELIGIBLE EMPLOYEES OF THE COMPANY BY THE HOLDING COMPANY UNDER JSWSL EMPLOYEE STOCK OWNERSHIP PLAN-2016

JSW Steel Limited ('JSWSL'), the Holding Company, has formulated JSWSL Employees Stock Ownership Plan-2016 ('JSWSL ESOP Plan') to be implemented through JSW Steel Employees Welfare Trust ('Trust) to grant stock options to the eligible employees of JSWSL and its Indian Subsidiaries. The JSWSL ESOP Plan involves acquisition of Shares of JSWSL from the Secondary Market. In all, three grants would be made.

Your Company being a wholly-owned subsidiary of JSWSL, a total of 44,490 options have been granted by JSWSL on 17th May, 2016 to the eligible employees of the Company, including the Whole-time Director, under the 1st Grant pursuant to the JSWL ESOP Plan. The Whole-time Director, Mr Ajit Karande has been granted 14,830 options. In terms of JSWSL ESOP Plan, 50% of these options will vest at the end of third year and balance 50% at the end of fourth year.

DISCLOSURE UNDER SECTION 67(3) OF THE COMPANIES ACT, 2013

During the year under review no special resolution was passed under Section 67(3) of the Companies Act, 2013 and, hence, no information as required under Section 67(3) of the Companies Act, 2013 read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 is disclosed.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has a Policy on prevention of sexual harassment at work place. An Internal Complaints Committee has been constituted to redress the complaints received regarding sexual harassment. All employees are covered under this policy.

No complaints pertaining to sexual harassment were received during the year under review.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS WHICH WOULD IMPACT THE GOING CONCERN STATUS OF THE COMPANY AND ITS FUTURE OPERATIONS

During the year under review, no significant material orders were passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.

EXTRACT OF ANNUAL RETURN

In accordance with the provisions of Section 134(3)(a) of the Companies Act, 2013, the extract of the Annual Return in Form MGT – 9 for the financial year 2016-17 is annexed as **Annexure-E** and forms part of this report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Sections 134 (3)(c) and 134(5) of the Companies Act, 2013, your Directors confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts for the year under review 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 were operating effectively; and
- (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.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures pertaining to particulars of employees as required in terms of the Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as **Annexure-F** and forms part of this report. However, there were no employees who were in receipt of remuneration which was in the aggregate, in excess of the prescribed limits and therefore the related disclosures in terms of the abovementioned section and rules is not attached to the Directors' Report.

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

The information required pursuant to the provisions of Section 134 (3) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 regarding conservation of energy, technology absorption or innovation and foreign exchange earnings and outgo, is provided as **Annexure-A** and forms part of this report.

APPRECIATION

Your Directors would like to express their appreciation for co-operation and assistance received from Government authorities, financial institutions, banks, debentureholders, vendors, customers, shareholders and other business associates during the year under review. The Directors also wish to place on record their appreciation of the devoted and committed services rendered by all the employees of the Company.

For and on behalf of the Board

Ajit Karande
Whole-time Director

Pradeep Bhargava
Director

Date : 13th May, 2017
Place: Mumbai

Information in accordance with the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 regarding Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo.

(A) Energy Conservation

(i) Steps taken or impact on conservation of energy

Pellet Plant

1. Operated pellet plant at maximum rated capacity during H2 of FY 2016-17. Higher pellet production rate has resulted in electric power savings to the tune of 3% and savings in heat input /Mt of pellet to the tune of 3%.
2. Thickener overflow water is taken directly by gravity through launders to makeup the water level at wet grinding ball mill pump box, resulting in stoppage of one 315 kW HT drive ball mill process water pump. This modification has resulted in power savings to the tune of Rs.10 lac per annum.
3. 100 Nos. of wind driven turbo air ventilators were installed during FY 2016-17 across all buildings of pellet plant. This has not only resulted in excellent air ventilation in plant, but has also allowed sufficient natural light inside the plant, thus resulted in substantial power savings.
4. Capacitor banks installed for LT drives of wet grinding and green balling area. This has significantly reduced the copper losses of electric power.

Coke Oven

1. Reduction of Specific Power consumption by 6 % during the year by way of following measures:
 - (a) Reduction in power consumption by installing DO (Dissolved oxygen) analyzer in water treatment plant and the online values utilized to reduce the speed of air blower by using VFD (Variable Frequency Drive)
 - (b) 76 kw production water pump was stopped by making modifications in battery oven top so as to reuse the water for Ascension pipe sealing which resulted in reducing power consumption and water consumption
 - (c) Cooling tower fans VFDs are taken in auto mode by reading the required outlet water temperature set points given as per the process necessity and ambient temperature.
 - (d) HPLA pump was taken in auto mode with ammonia liquor flow, henceforth the speed of the pump increases only during coal cake charging operation in battery and thereby utilizing the VFD installed.

- (e) Better voltage regulation by commissioning of capacitor banks which suffices the motors to take higher load and this helped in stopping one of the 560kw pumps in water circulation circuit.
2. Fuel consumption was reduced by 2% in Battery A by consistently achieving coke production targets which helped in optimizing the heating regime of batteries.
 3. Necessary modifications were done to achieve zero liquid discharge in coke oven by utilizing the excess water from boiler, soft water plant and cooling towers in coke quenching which helped in reducing specific water consumption.

(ii) Steps taken for utilizing alternate source of energy

Nil

(iii) Capital Investment on Energy Conservation equipment

No capital investment made on energy conservation equipment during the FY 2016-17.

(B) Technology absorption

Efforts made towards technology absorption, benefits derived and details of imported technology (Imported during the last three years reckoned from the beginning of the financial year) are as under:

Coke Oven Plant

NIL

Pellet Plant

Imported Technology	Benefits	Year of Import / Absorption	Status of Implementation
Indurating Machine Equipment	Heat hardening of Pellets	2013-2014	Commissioned
Pelletizing Disc	Green balling	2013-2014	Commissioned
Wet Grinding System	Grinding of iron ore fines	2013-2014	Commissioned
Filtration System	Dewatering of ground iron ore	2013-2014	Commissioned
Additive and Bentonite Grinding System	Dry grinding of limestone, coke, bentonite	2013-2014	Commissioned
Rotofeeder for limestone and coal addition	Controlled addition of ground limestone and coke at mixer	2015-2016	Commissioned
Rotofeeder for bentonite addition	Controlled addition of ground bentonite at mixer	2016-2017	Commissioned in May 2017

Research & Development

Pellet Plant

The Company has not undertaken any research and development activities during the year under review and, hence, no expenditure has been incurred thereon during the year.

Coke Oven Plant

As a part of Research and Development, a system was developed to modify the method of heating coke oven battery involving heating of End Vertical/flues with coke oven gas (to attain desired End Vertical/flues Temperature (EVT) on both pusher and coke side) and remaining flues of all heating walls with blast furnace gas/mixed gas.

(C) Foreign Exchange Earnings and Outgo pending

There have been no foreign exchange earnings during the year under review.

Foreign Exchange outgo during the year was:-

		Rs. in crores	
	Particulars	2016-17	2015-16
a.	CIF Value of Imports		
	- Capital Goods	0.96	23.98
	- Raw Materials	1475.63	1249.00
	- Stores & spare parts	5.92	13.84
b.	Other Expenditure	55.68	53.41

Annual Report on Corporate Social Responsibility Activities for FY 2017-18

(Pursuant to Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014)

1. A brief outline of the Company's CSR policy, including overview of the projects or programs proposed to be undertaken and reference to the web-link to the CSR Policy and projects or programs:

Kindly refer the Corporate Social Responsibility Policy, forming part of this Annual Report.

2. The composition of the CSR Committee:

The Corporate Social Responsibility Committee of the Company currently constitutes of the following Members:

Mr Jugal Kishore Tandon – Chairman

Mr Pradeep Bhargava - Member

Mr Ajit Karande – Member

3. Average Net Profit of the company for last 3 financial years: Rs. 5776.57 lakhs

4. Prescribed CSR expenditure (2% of amount): Rs.115.54 lakhs

5. Details of CSR activities/projects undertaken during the year:

a) total amount to be spent for the financial year: Rs.115.54 lakhs

b) total amount spent in the financial year: Rs.115.56 lakhs

c) amount un-spent, if any: Nil

d) manner in which the amount spent during financial year, is detailed below:

Projects or activities Description	Sector in which the Initiatives were Covered	(1) Geographical Area where Projects are implemented (2) the State and the district where projects or Programs was undertaken	Amount outlay (budget) project or programs wise (Rs. In Lakhs)	Amount spent on the projects or programs (1) Direct Expenditure on projects or programs (2) Overheads:	Cumulative expenditure up to the reporting period (Rs. in Lakhs)	Amount spent Direct or through implementing agency
Preparation of mangroves nursery in jute Bags, Mangrove Plantation, Mangroves Interpretation Centre, Video Documentary for complete project etc.	Addressing Environmental Issues	Around Amba River Creek, Dolvi , Dist - Raigad – Maharashtra	37.35	37.66	37.66	Direct/Through Implementing Agency *
Crop cultivation, Composite farming for fisherman, Preventive health check-up program for farmers & fishermen family, Water storage pond for villagers, Construction of Pond gate & Feed stacking room, Tailoring training, Pond cleaning, Home base poultry farming for farmers & fisherman, Cement concrete road	Livelihood Promotions	Dolvi , Dist - Raigad - Maharashtra	50.00	39.85	39.85	Direct/Through Implementing Agency *
E-learning project for schools, Construction of Bus stand, Providing Solar Lamps (Street light), Cement concrete of road, Construction of sakav, Repairing work of small jetty	Rural Development activities	Dolvi , Dist - Raigad - Maharashtra	22.19	35.94	35.94	Through Implementing Agency *
Training & Capacity Building, Honorarium of Supervisor	Administration expenses	Dolvi , Dist - Raigad - Maharashtra	6.00	2.11	2.11	Direct/Through Implementing Agency *
Total			115.54	115.56	115.56	

* CSR activities have been carried out directly and through several other private, Non-Governmental Organisations and Charitable Institutions

We hereby confirm that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

For and on behalf of the

Board of Directors of Amba River Coke Limited

Ajit Karande
Whole-time Director
DIN: 05134599

Jugal Kishore Tandon
Chairman of CSR Committee
DIN: 01282681

Secretarial Audit Report

(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(For the Financial Year 2016-17)

10th April, 2017

The Members/Board of Directors
Amba River Coke Limited
JSW Centre,
Bandra Kurla Complex,
Bandra (E),
Mumbai 400 051

Foreword

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Amba River Coke Limited, (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minutes books, forms and returns filed and other records maintained by Amba River Coke 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 there under;
 - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.
 - (iv) Foreign Exchange Management Act, 1999 and the applicable rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (no foreign exchange transactions during the audit period);
 - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');
- (to the extent applicable consequent upon listing of company's NCDs w.e.f 20.02.2017.)

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) Other applicable laws:
Factories Act, 1948
The Payment of Gratuity Act, 1972

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s), if applicable;

During the period under review, based on my examination and verification of the books, papers, minute books, forms and returns filed and other records produced to me and according to information and explanations given to me by the Company, I report that the Company has in my opinion, complied with the provisions of the Companies Act, 2013 (Act) and the Rules made thereunder, the Memorandum and Articles of Association of the Company and also applicable provisions of the aforesaid laws, standards, guidelines, agreements, etc., subject to the following observations: Nil

I report that, during the year under review:

1. The status of the Company during the financial year has become that of a debt listed Public Company w.e.f 20.02.2017
2. The Company is a subsidiary of another listed company.
3. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes took place in the composition of the Board of Directors during the period under review Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda are sent 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.

Decisions are carried through unanimously and there have been no dissenting members' views, which needs to be captured and recorded as part of the minutes.

I further report that:

There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that:

During the audit period the Company has effected the following activities/ events/actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above:-

- (i) JSWSL Employees Stock Option (ESOP) 2016 (JSWSL ESOP 2016) of JSW Steel Ltd., the holding Company, & stock options granted to the eligible employees of the Company pursuant to the JSWSL ESOP 2016.
- (ii) Internal Financial Control & Risk Management Systems were evaluated & found to be adequate.
- (iii) The Internal Audit Plan for FY 2016-17 was reviewed and approved.
- (iv) An Extra-Ordinary General Meeting was held during the audit period under Review to approve the issue of Redeemable NCDs on private placement basis and the re-appointment of the WTD.
- (v) Increased the remuneration of the WTD.
- (vi) Resignation of the Chief Financial Officer.
- (vii) Issued shares by way of Rights Issue.
- (viii) Issued Redeemable NCDs to Mutual Funds/Banks by way of private placement.

Place: Mumbai

Date: 10th April 2017

Vanita Sawant & Associates
Vanita Sawant
Practising Company Secretary
FCS 6210. CP No. 10072

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

To
The Members
Amba River Coke Ltd
JSW Centre,
Bandra Kurla Complex,
Bandra (E),
Mumbai 400 051

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

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I 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. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I have obtained the Management Representation about the compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of 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.

Vanita Sawant
Name: Vanita Sawant & Associates
Membership No: 6210
Certificate of Practice No: 10072

Date: 10th April 2017

Place: Mumbai

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

1. Details of contracts or arrangements or transactions not at arm's length basis:

(a)	Name(s) of the related party and nature of relationship	Nil (All contracts or arrangements or transactions with related parties are at arm's length basis).
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts / arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	date(s) of approval by the Board	
(g)	Amount paid as advances, if any:	
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

2. Details of material contracts or arrangement or transactions at arm's length basis:

(a)	Name(s) of the related party and nature of relationship	JSW Steel Limited, Holding company
(b)	Nature of contracts/arrangements/ transactions	Sale of coke/pellet /scrap etc., Purchase of Steel etc, Issue of equity shares
(c)	Duration of the contracts/arrangements/ transactions	Period 01.04.2016 to 31.03.2017
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Sale of coke/pellet /scrap etc., Purchase of Steel etc at arms' length basis. Based on the terms of agreement. Selling price is determined based on the actual costs incurred plus a reasonable margin for return on equity and debt repayment obligations. (for details of the transactions during the year refer Note 37 to the financial statements)
(e)	Date(s) of approval by the Board, if any	NA
(f)	Amount paid as advances, if any	Nil

Form No. MGT-9**EXTRACT OF ANNUAL RETURN****As on financial year ended on 31st March 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:**

CIN	:	U23100MH1997PLC110901
Registration Date	:	September 25, 1997
Name of the Company	:	AMBA RIVER COKE LIMITED
Category / Sub-Category of the Company	:	Public Company/Limited by shares
Address of the Registered office and contact details	:	JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai 400051 Phone: 022-42861000 ; Fax : 022-42863000
Whether listed company	:	Yes *
Name, Address and Contact details of Registrar and Transfer Agent, if any:	:	Link Intime India Private Limited C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai 400078 Tel : 022 25963838/2251; Fax : 022 25946979

* Secured Redeemable Non-Convertible Debentures of the Company were listed on 20.02.2017

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:**

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Manufacture of Coke	19101	38.87
2	Manufacture of Pellet	24109	58.14

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN / GLN	Holding/subsidiary/ associate	% of shares held	Applicable section
1	JSW Steel Limited	L27102MH1994PLC152925	Holding Company	100.00 *	Section 2(46)

* **Note:** Includes shares held by Nominees

Category of Shareholders	No. of Shares held at the beginning of the year i.e as on 01.04.2016				No. of Shares held at the end of the year i.e as on 31.03.2017				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2)Non-Institutions									
a) Bodies Corp.									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (Trust)	-	-	-	-	-	-	-	-	-
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)	91,68,67,977	70 *	91,68,68,047	100.00	93,18,98,600	70 *	93,18,98,670	100.00	-

* Note : Shares held by Nominees

ii. SHAREHOLDING OF PROMOTERS:

Sl. No	Shareholder's Name	Shareholding at the beginning of the year i.e as on 01.04.2016			Shareholding at the end of the year i.e as on 31.03.2017			% 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	JSW Steel Limited	91,68,68,047*	100.00	33.20	93,18,98,670*	100.00	32.66	-
	Total	91,68,68,047*	100.00	33.20	93,18,98,670*	100.00	32.66	-

* Note : 70 shares held by Nominees

iii. **CHANGE IN PROMOTERS' SHAREHOLDING** (PLEASE SPECIFY, IF THERE IS NO CHANGE):

Sl. No.	Name of the Shareholder	Shareholding at the beginning of the year i.e. as on 01.04.2016		Date wise increase/(Decrease) in shareholding during the year			Cumulative Shareholding during the year		At the end of the year i.e as on 31.03.2017
		No. of shares	% of total shares of the Company	Date	No of shares	Reason for increase/decrease	No. of shares	% of total shares of the Company	
1	JSW Steel Limited	91,68,68,047 *	100.00	16.05.2016	1,50,30,623	Allotment	93,18,98,670	100.00	93,18,98,670*

* Note : 70 shares held by Nominees

iv. **SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):**

Sl. No.	Name of the Shareholder	Shareholding at the beginning of the year i.e as on 01.04.2016		Date wise Increase/(Decrease) in shareholding during the year			Cumulative Shareholding during the year		At the end of the year i.e as on 31.03.2017
		No. of shares	% of total shares of the Company	Date	No. of shares	Reason for increase/decrease	No. of shares	% of total shares of the Company	
1	-	-	-	-	-	-	-	-	-

v. **SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

Sl. No.		Shareholding at the beginning of the year i.e as on 01.04.2016	Cumulative Shareholding during the year		
	For each of the Directors and KMP	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	Nil			
	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.**

	Amount in Rs.			
	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1006,25,89,149	-	-	1006,25,89,149
ii) Interest due but not paid		-	-	
iii) Interest accrued but not due	4,08,95,168	-	-	4,08,95,168
Total (i+ii+iii)	1010,34,84,317	-	-	1010,34,84,317
-				
• Addition	578,24,12,806	-	-	578,24,12,806
• Reduction	210,55,62,528	-	-	210,55,62,528
Net Change	367,68,50,278	-	-	367,68,50,278
Indebtedness at the end of the financial year				
i) Principal Amount	1373,94,39,429	-	-	1373,94,39,429
ii) Interest due but not paid	0	-	-	0
iii) Interest accrued but not due	7,92,62,124	-	-	7,92,62,124
Total (i+ii+iii)	1381,87,01,552	-	-	1381,87,01,552

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

Amount in Rs.			
Sl. No.	Particulars of Remuneration	Mr Ajit Karande (Whole-time Director)	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	64,22,898	64,22,898
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	28,800	28,800
	(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)	64,51,698	64,51,698
	Ceiling as per the Act	12,17,71,368	12,17,71,368

B. Remuneration to other Directors:

Amount in Rs.

Sl. No.	Particulars of Remuneration	Mr Jugal Kishore Tandon	Ms Nayantara Palchoudhury	Total Amount
	1. Independent Directors			
	• Fee for attending board / committee meetings	1,90,000	1,70,000	3,60,000
	• Commission	-	-	-
	• Others, please specify	-	-	-
-	Total (1)	1,90,000	1,70,000	3,60,000
	2. Other Non-Executive Directors			
	• Fee for attending board / committee meetings	-	-	-
	• Commission	-	-	-
	• Others, please specify	-	-	-
	Total (2)	-	-	-
	Total (B)=(1+2)	1,90,000	1,70,000	3,60,000
	Total Managerial Remuneration (excluding sitting fees) (A+B)	64,51,698		
	Overall Ceiling as per the Act	14,61,25,641		

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Amount in Rs.

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total
		Mr Rajeev Jain (Company Secretary)	Mr V Sriram (CFO) *	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	54,15,434	25,57,327	79,72,761
	(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	54,15,434	25,57,327	79,72,761

* up to 31.12.2016

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			NIL		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NIL		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NIL		
Punishment					
Compounding					

Annexure – F to Directors' Report

Details pertaining to remuneration in terms of Section 197 (12) of the Companies Act, 2013 and rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- (i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2016-17 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2016-17 are as under:

Sr. No.	Name of Director / KMP and Designation	Remuneration of Director/KMP for financial year 2016-17 (Rs In crores)	% Increase in Remuneration in the Financial Year 2016-17	Ratio of remuneration of each Director to the median remuneration of employees
1.	Ajit Karande (Whole - Time Director)	0.70	7.28%	11:1
2.	V Sriram (Chief Financial Officer) *	0.27	3.96%	N.A.
3.	Rajeev Kumar Jain (Company Secretary)	0.56	8.02%	N.A.

* up to 31.12.2016

- (i) The median remuneration of employees of the Company during the financial year was Rs. 6.41 lacs.
- (ii) In the Financial Year, there was an increase of 9.52% in the median remuneration of employees.
- (iii) There were 240 permanent employees on the rolls of Company as on March 31, 2017 (Previous year ended 31st March, 2016; 205 Nos).
- (iv) Average percentage increase made in the salaries of employees other than the managerial personnel in FY 2016-17 was 8.31%.
- (v) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.
- (vi) details of top ten employees in terms of remuneration drawn areas under:

Sl. No.	Name	Designation	Qualification	Total Experience (No. of years)	Age (years)	Remuneration (Rs. p.a.)	Date of commencement of employment	Previous employment (Designation)	% of equity shares held in the Company
1	M Sivasubramonia Pillai *	Asso. Vice President	B.Tech (Chemical)	38	63	7798094	01-01-2015	JSW Steel Ltd. Asso. Vice President)	-
2	Ajit Karande	Asso. Vice President	BE (Metallurgy), Diploma in Metallurgy,	30	55	6999852	01-12-2013	JSW Steel Ltd. (Asso. Vice President)	-
3	Rajeev Kumar Jain	Company Secretary	BSc (Electronics), CS	24	51	5626177	01-04-2013	JSW Steel Ltd. (General Manager)	-
4	Samir Kumar Lenka	General Manager	M.Sc. In Defence & S, BA, PGD in HR Mgmt, PG Certificate in Business Management	31	52	4062686	01-12-2013	JSW Steel Ltd. (General Manager)	-
5	R M Patil	General Manager	BE (Electrical)	29	52	3721055	01-04-2014	JSW Steel Ltd. (General Manager)	-
6	Anil Mahadeo Mhatre *	General Manager	B.E.	22	46	3413664	01-06-2016	JSW Steel Ltd. (General Manager)	-
7	Mallineni Sukumar	General Manager	B.Tech (Chemical), M.Tech (Chemical)	28	51	3405992	08-10-2014	Bhushan Steel Ltd (General Manager)	-
8	B H Balkrishna Pai *	Dy. General Manager	B.E (Mech)	30	53	1887909	01-06-2016	JSW Steel Ltd. (Dy.General Manager)	-
9	V Sriram *	Dy. General Manager	B.Com, CA, Diploma in Operational Research	16	58	2740449	01-12-2013	JSW Steel Ltd. (Dy. General Manager)	-
10	Sunil Ravaji Shinde	Dy. General Manager	B.Tech (Electrical), Diploma in Ind Electronic	23	44	3644143	01-12-2013	JSW Steel Ltd. (Asst. Gen. Manager)	-

* For part of the year

- Remuneration shown above includes Salary, Performance Reward / Special Allowance, House Rent Allowance / Perquisite for Accommodation, Leave Travel Allowance, Medical Reimbursement, Perquisite for Car, Bonus, Variable Pay, Commission and Company's contribution to Provident Fund but does not include Leave Encashment and Company's contribution to Gratuity Fund. The monetary value of perquisites is calculated in accordance with the provisions of the Income-Tax Act, 1961 and Rules made thereunder.
- The employees mentioned above are not covered under Rule 5 (3) (viii) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- The nature of employment is contractual.
- The employees mentioned above are not a relative of any Director of the Company.

INDEPENDENT AUDITOR'S REPORT

To The Members of Amba River Coke Limited Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of Amba River Coke Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2017, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Ind AS 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, 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) prescribed under Section 133 of the Act.

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 Ind AS 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 Ind AS financial statements based on our audit.

In conducting 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 of the Ind AS financial statements 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 Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS 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 Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness

of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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, 2017, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. 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 purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
- e) On the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 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 A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- 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 Ind AS 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 financial statements as regards 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; and such disclosures are in accordance with the books of accounts maintained by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

A. Siddharth
Partner
(Membership No. 31467)

Mumbai, dated: 13 May 2017

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

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

We have audited the internal financial controls over financial reporting of Amba River Coke Limited (“the Company”) as of 31st March, 2017 in conjunction with our audit of the Ind AS financial statements of the Company for the year then ended.

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 (the “Guidance Note”) 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.

Auditor’s 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 issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 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 issued by the Institute of Chartered Accountants of India.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

A. Siddharth
Partner
(Membership No. 31467)

Mumbai, dated: 13 May 2017

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a program of verification of fixed assets to cover all the items in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) The Company does not have any immovable properties of freehold or leasehold land and acquired building and hence reporting under paragraph 3(i)(c) of the Order is not applicable.
- (ii) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.
- (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.
- (iv) The Company has not granted any loans, made investment, provided guarantees or securities during the year and hence reporting under paragraph 3(iv) of the Order is not applicable.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit and hence reporting under paragraph 3(v) of the Order is not applicable.
- (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, *prima facie*, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities. As informed to us the provisions of Employees' State Insurance were not applicable to the Company during the current year.

- (b) There were no undisputed amounts payable in respect of Provident Fund, Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues in arrears as at 31st March, 2017 for a period of more than six months from the date they became payable.
- (c) Details of dues of Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty and Value Added Tax which have not been deposited as on 31st March, 2017 on account of disputes are given below :

Name of statute	Nature of dues	Forum where dispute is pending	Period(s) to which the amount relates *	Amount unpaid (Rs. in crores)	Amount paid under protest (Rs. in crores)
The Customs Act, 1962	Customs Duty (Including Interest and Penalty)	CESTAT	2014-15 to 2016-17	259.71	6.25

* Period represents the earliest year to the latest year

- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks and dues to debenture holders. The Company has not taken any loans or borrowings from financial institutions and government.
- (ix) In our opinion and according to the information and explanation given to us, money raised by way of term loans and issue of non-convertible debentures have been applied by the Company during the year for the purpose for which they were raised, other than temporary deployment pending application of proceeds. The Company has neither raised any moneys by way of initial public offer/ further public offer (including debt instruments) nor were such proceeds pending to be applied, during the current year.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) The Company is not a Nidhi Company and hence reporting under paragraph 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under paragraph 3(xiv) of the Order is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-I of the Reserve Bank of India Act, 1934.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm Registration No. 117366W/ W-100018)

A. Siddharth
Partner
(Membership No. 31467)

Mumbai, dated: 13 May 2017

AMBA RIVER COKE LIMITED
Balance sheet as at March 31, 2017

Rs in crores

	Notes	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
I. ASSETS				
(1) Non-current assets				
(a) Property, plant and equipment	2	30.94	31.19	31.99
(b) Capital work-in-progress		4.78	21.51	9.80
(c) Financial assets				
(i) Investments	3	36.11	40.05	68.62
(ii) Finance lease receivable	4	2,191.37	2,258.13	2,308.69
(iii) Other financial assets	5A	1.41	1.28	1.16
(d) Deferred tax assets (net)	39	43.14	86.20	100.00
(e) Current tax assets (net)		0.32	-	3.46
(f) Other non-current assets	6A	49.57	27.81	4.77
Total non current assets		2,357.64	2,466.17	2,528.49
(2) Current assets				
(a) Inventories	7	686.87	382.38	493.24
(b) Financial assets				
(i) Trade receivables	8	67.86	360.52	638.27
(ii) Cash and cash equivalents	9A	0.36	8.43	1.43
(iii) Bank balances other than (ii) above	9B	8.98	0.80	2.00
(iv) Finance lease receivable	4	77.01	67.69	59.31
(v) Other financial assets	5B	4.28	13.25	5.26
(c) Other current assets	6B	303.82	208.59	146.38
Total current assets		1,149.18	1,041.66	1,345.89
TOTAL ASSETS		3,506.82	3,507.83	3,874.38
II. EQUITY AND LIABILITIES				
(1) Equity				
(a) Equity share capital	10	931.90	916.87	842.22
(b) Other equity	11	402.53	238.98	153.10
Total equity		1,334.43	1,155.85	995.32
(2) Non current liabilities				
(a) Financial liabilities				
(i) Borrowings	12	1,164.74	780.85	835.70
(ii) Other financial liabilities	13	8.18	353.99	566.09
(b) Provisions	14A	2.87	2.47	1.96
(c) Other non current liabilities	15	34.73	54.87	54.87
Total non current liabilities		1,210.52	1,192.18	1,458.62
(3) Current liabilities				
(a) Financial liabilities				
(i) Borrowings	16	1.37	0.44	337.79
(ii) Trade payables	17	519.47	807.09	822.22
(iii) Other financial liabilities	18	254.51	335.50	256.22
(b) Other current liabilities	19	186.26	4.53	4.02
(c) Provisions	14B	0.26	0.40	0.19
(d) Current tax liabilities (net)		-	11.84	-
Total current liabilities		961.87	1,159.80	1,420.44
Total liabilities		2,172.39	2,351.98	2,879.06
TOTAL EQUITY AND LIABILITIES		3,506.82	3,507.83	3,874.38

See accompanying notes to the financial statements

In terms of our report attached
For DELOITTE HASKINS & SELLS LLP
Chartered Accountants

For and on behalf of the Board of Directors

A. SIDDHARTH
Partner

PRADEEP BHARGAVA
Director

AJIT KARANDE
Whole-time Director

Place: Mumbai
Date : May 13, 2017

RAJEEV JAIN
Company Secretary

GAUTAM MITRA
Chief Financial Officer

AMBA RIVER COKE LIMITED

Statement of Profit and Loss for the year ended March 31, 2017

		Rs in crores	
	Notes	For the year ended March 31, 2017	For the year ended March 31, 2016
Revenue			
I. Revenue from operations	20	4,874.20	3,136.46
II. Other income	21	9.80	15.13
III. Total income (I+II)		4,884.00	3,151.59
IV. Expenses			
Cost of materials consumed		3,618.62	2,177.33
Purchases of traded goods		80.46	42.89
Changes in inventories of finished goods and work-in-progress	22	(15.11)	0.36
Excise duty expense		443.70	290.18
Employee benefits expense	23	25.61	22.68
Finance costs	24	134.48	115.70
Depreciation expense	2	1.06	0.99
Other expenses	25	352.33	320.12
Total expenses		4,641.15	2,970.25
V. Profit before tax (III - IV)		242.85	181.34
VI. Tax expense :	39		
Current tax		54.15	36.63
Deferred tax		29.80	24.57
VII. Profit for the year		158.90	120.14
VIII. Other comprehensive income			
A (i) Items that will not be reclassified to profit or loss			
(a) Remeasurements of defined benefit plan's		(0.06)	(0.15)
(b) Equity instrument through other comprehensive income		(3.94)	(28.57)
(ii) Income tax related to items that will not be reclassified to profit or loss			
		0.02	0.05
B (i) Items that will be reclassified to profit or loss			
Changes in foreign currency monetary item translation difference account (FCMITDA)		37.11	(30.80)
(ii) Income tax related to items that will be reclassified to profit or loss			
		(13.29)	10.72
Total other comprehensive income/(loss) (A+B)		19.84	(48.75)
IX. Total comprehensive income for the year (VII+VIII)		178.74	71.39
X. Earnings per equity share of Re 10/- each			
Basic	38	1.71	1.33
Diluted	38	1.71	1.33

See accompanying notes to the financial statements

In terms of our report attached
For DELOITTE HASKINS & SELLS LLP
Chartered Accountants

For and on behalf of the Board of Directors

A. SIDDHARTH
Partner

PRADEEP BHARGAVA
Director

AJIT KARANDE
Whole-time Director

Place: Mumbai
Date : May 13, 2017

RAJEEV JAIN
Company Secretary

GAUTAM MITRA
Chief Financial Officer

AMBA RIVER COKE LIMITED

Statement of changes in Equity for the year ended March 31, 2017

(a) Equity share capital

Balance at the beginning of the year
 Changes in equity share capital during the year
 Balance at the end of the year

Rs in crores			
As at March 31, 2017		As at March 31, 2016	
No. of Shares	Amount	No. of Shares	Amount
916,868,047	916.87	842,220,641	842.22
15,030,623	15.03	74,647,406	74.65
931,898,670	931.90	916,868,047	916.87

(b) Other equity

Particulars	Share application money pending allotment	Reserves and surplus		Items of other comprehensive income			Total
		Retained Earnings	Share options	Foreign Currency Monetary Item Translation Difference Account	Remeasurements of the net defined benefit Plans	Equity instruments through OCI	
Balance as at April 1, 2015	0.35	146.68	-	(6.76)	-	12.83	153.10
Profit for the year	-	120.14	-	-	-	-	120.14
Other comprehensive income for the year	-	-	-	(20.08)	(0.10)	(28.57)	(48.75)
Total comprehensive income for the year	-	120.14	-	(20.08)	(0.10)	(28.57)	71.39
Share issue expenses (net of tax)	-	(0.19)	-	-	-	-	(0.19)
Additional share application money	14.68	-	-	-	-	-	14.68
Balance as at March 31, 2016	15.03	266.63	-	(26.84)	(0.10)	(15.74)	238.98
Profit for the year	-	158.90	-	-	-	-	158.90
Other comprehensive income for the year	-	-	-	23.82	(0.04)	(3.94)	19.84
Total comprehensive income for the year	-	158.90	-	23.82	(0.04)	(3.94)	178.74
Share issue expenses (net of tax)	-	(0.16)	-	-	-	-	(0.16)
Issue of share capital	(15.03)	-	-	-	-	-	(15.03)
Balance as at March 31, 2017	-	425.37	-	(3.02)	(0.14)	(19.68)	402.53

See accompanying notes to the financial statements

In terms of our report attached
 For DELOITTE HASKINS & SELLS LLP
 Chartered Accountants

For and on behalf of the Board of Directors

A. SIDDHARTH
 Partner

PRADEEP BHARGAVA
 Director

AJIT KARANDE
 Whole-time Director

Place: Mumbai
 Date : May 13, 2017

RAJEEV JAIN
 Company Secretary

GAUTAM MITRA
 Chief Financial Officer

Statement of Cash Flows

Rs in crores

	For the year ended March 31, 2017	For the year ended March 31, 2016
Cash flow from operating activities		
Net profit before tax	242.85	181.34
Adjustments for:		
Interest expenses	134.48	115.70
Depreciation expense	1.06	0.99
Unrealised exchange loss/(gain)	69.61	78.00
Export obligation deferred income amortization	(20.14)	-
Dividend income	(1.15)	(1.15)
Interest income	(8.52)	(13.01)
	<u>175.34</u>	<u>180.53</u>
Operating profit before working capital changes	418.19	361.87
Adjustments for :		
(Increase) / decrease in inventories	(304.49)	110.87
(Increase) /decrease in trade receivables	292.65	277.75
Decrease/ (increase) in other financial assets, finance lease receivables and other assets.	(33.73)	(40.69)
(Decrease)/ increase in trade payable and other liabilities	(141.88)	(40.77)
Increase in provisions	0.22	0.62
	<u>(187.23)</u>	<u>307.78</u>
Cash flow from operations	230.96	669.65
Income taxes paid	(65.64)	(21.39)
Net cash generated from operating activities (A)	165.32	648.26
Cash flow from investing activities		
Purchase of property ,plant & equipment including capital advances	(410.73)	(338.80)
Purchase of long term investments (net)	(0.04)	(42.28)
Bank deposits not considered as cash and cash equivalents (net)	(8.18)	1.20
Dividend received	1.15	1.15
Net cash used in investing activities (B)	(417.80)	(378.73)
Cash flow from financing activities		
Proceeds from Issue of Equity Share Capital	-	74.30
Share application money received	-	15.03
Share issue expenses	(0.16)	(0.19)
Proceeds from non current borrowings	577.32	236.35
Repayment of non current borrowings	(205.63)	(134.98)
Proceeds from/ repayment of short-term borrowings (net)	0.93	(337.35)
Interest paid	(128.05)	(115.69)
Net cash used in financing activities (C)	244.41	(262.53)
Net increase / (decrease) in cash and cash equivalents(A+B+C)	(8.07)	7.00
Cash and cash equivalents - opening balances	8.43	1.43
Cash and cash equivalents - closing balances	0.36	8.43

Notes :

- I) The cash flow statement is prepared using the "indirect method" set out in Ind AS 7 "Statement of Cash Flows".
- II) Cash and cash equivalents presented in the cash flow statement consist of cash on hand and unencumbered, highly liquid bank
- III) Non cash transactions :
- Equity shares of Rs. 15.03 crores (previous year 0.35 crores) have been allotted in current year against share application money received in previous year.
 - Additions to property plant and equipment of Rs. 9.49 crores (Previous year Rs. 18.70 crores) forming part of the finance lease arrangement has been recognised as finance lease receivable.

See accompanying notes to the standalone financial statement.

In terms of our report attached
For DELOITTE HASKINS & SELLS LLP
Chartered Accountants

For and on behalf of the Board of Directors

A. SIDDHARTH
Partner

PRADEEP BHARGAVA
Director

AJIT KARANDE
Wholtime Director

Place: Mumbai
Date: : May 13, 2017

RAJEEV JAIN
Company Secretary

GAUTAM MITRA
Chief Financial Officer

AMBA RIVER COKE LIMITED
 Note-2
 Property, plant and equipment

Rs in crores

Particulars	Owned Assets				Total
	Buildings	Furniture and fixtures	Vehicles	Office equipment	
Cost/ Deemed cost					
At April 1, 2015	30.61	0.67	0.23	0.48	31.99
Additions	-	-	0.18	0.01	0.19
At March 31, 2016	30.61	0.67	0.41	0.49	32.18
Additions	-	-	0.81	-	0.81
At March 31, 2017	30.61	0.67	1.22	0.49	32.99
Accumulated depreciation					
Depreciation expense	0.66	0.09	0.09	0.15	0.99
At March 31, 2016	0.66	0.09	0.09	0.15	0.99
Depreciation expense	0.78	0.03	0.13	0.12	1.06
At March 31, 2017	1.44	0.12	0.22	0.27	2.05
Carrying value					
At March 31, 2017	29.17	0.55	1.00	0.22	30.94
At March 31, 2016	29.95	0.58	0.32	0.34	31.19
At April 1, 2015	30.61	0.67	0.23	0.48	31.99
Useful Life of the assets (years)	30	5-10	8	3-10	-
Method of depreciation	SLM	SLM	SLM	SLM	-

a) The Company has availed the deemed cost exemption in relation to the property plant and equipment on the date of transition and hence the net block carrying amount under previous GAAP has been considered as the gross block carrying amount on that date under Ind AS. Refer note below for the gross block value and the accumulated depreciation on April 1, 2015 under the previous GAAP.

Deemed cost as on 1 April, 2015

Rs. in crores

Particulars	Owned Assets				Total
	Buildings	Furniture and fixtures	Vehicles	Office equipment	
Gross block as on April 1, 2015 under previous GAAP	31.50	0.88	0.35	0.73	33.46
Accumulated depreciation till April 1, 2015 under previous GAAP	0.89	0.21	0.12	0.25	1.47
Net block treated as deemed cost as at date of transition under Ind AS	30.61	0.67	0.23	0.48	31.99

b) Certain property plant and equipment are pledged against borrowings, the detailed relating to which have been described in Note 12 pertaining to borrowings.

Particulars	Rs in crores		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Note 3			
Investments (non-current)			
Investment In equity Instruments			
Quoted-others			
(at fair value through other comprehensive income)			
57,54,640 fully paid equity shares of Rs. 10/- each of JSW Energy Limited	36.08	40.02	68.60
	36.08	40.02	68.60
Unquoted-others			
(at amortised cost)			
National Savings Certificates	0.03	0.03	0.02
(Pledged with Deputy Director of Mines, Odisha)			
	0.03	0.03	0.02
Total investment carrying value	36.11	40.05	68.62
(a) Aggregate book value of quoted investments	36.08	40.02	68.60
(b) Aggregate market value of quoted investments	36.08	40.02	68.60
(c) Aggregate carrying value of unquoted investments	0.03	0.03	0.02

Particulars	Rs in crores		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Note 4			
Finance lease receivables (Refer note 28 and 37)			
Non current finance lease receivables	2,191.37	2,258.13	2,308.69
Current finance lease receivables	77.01	67.69	59.31
Total	2,268.38	2,325.82	2,368.00

Particulars	Rs in crores		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Note 5A			
Other financial assets (Non current)			
Security deposits	1.41	1.28	1.16
Total	1.41	1.28	1.16

Particulars	Rs in crores		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Note 5B			
Other financial assets (Current)			
Security deposits	4.28	5.57	5.26
Interest accrued on trade receivables	-	7.68	-
	4.28	13.25	5.26

Particulars	Rs in crores		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Note 6A			
Other non-current assets			
Capital advances	0.92	1.93	4.46
Indirect tax balances/recoverable/credits	42.40	24.87	-
Prepayment and others	6.25	1.01	0.31
Total	49.57	27.81	4.77

Particulars	Rs in crores		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Note 6B			
Other current assets			
Advances to suppliers (Refer note 37)	30.56	31.44	11.04
Indirect tax balances/recoverable/credits	263.81	167.85	130.66
Prepaid expenses	9.45	9.30	4.68
	303.82	208.59	146.38

Particulars	Rs in crores		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Note 7			
Inventories (at lower of cost and net realisable value)			
Raw Materials (Including stock in transit as at March 31, 2017: Rs. 96.38 crores , March 31, 2016 Rs. 144.40 crores., April 1, 2015 Rs. 177.61 crores.)	622.14	325.12	452.48
Work-in-progress	7.61	2.91	4.71
Semi-finished/finished goods	40.09	29.26	25.74
Consumable stores and spares (Including stock in transit as at March 31, 2017: Rs. 1.34 crores , March 31, 2016 Rs. NIL, April 1, 2015 Rs. NIL)	17.03	25.09	10.31
Total	686.87	382.38	493.24

Inventories have been pledged as security against certain bank borrowing of the company as at March 31, 2017. (Refer note 16)

Cost of inventories recognised as expenses

Particulars	For the year ended	
	March 31, 2017	March 31, 2016
Cost of materials consumed	3,618.62	2,177.33
Changes in inventories of finished goods and work-in-progress	(15.11)	0.36
Stores and spares	55.57	53.72

Particulars	Rs in crores		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Note 8			
Trade receivables(Refer Note 37)			
Unsecured, considered good	67.86	360.52	638.27
Total	67.86	360.52	638.27

Ageing of receivables that are past due but not impaired

Particulars	Rs in crores		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
31-90 days	0.12	1.82	64.22
91-180 days	1.50	1.07	-
Total	1.62	2.89	64.22

The credit period on sales of goods ranges from 30 to 90 days with or without security. No interest is charged on trade receivables upto the end of the credit period. Trade receivables are mainly due from related parties. There has been no significant change in the credit quality of receivables past due for more than 180 days.

The Company does not generally hold any collateral or other credit enhancements over these balances nor does it have a legal right of offset against any amounts owed by the Company to the counterparty

Trade receivables have been given as collateral towards borrowings (refer security note Note16)

Particulars	Rs in crores		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Note 9A			
Cash and cash equivalents			
(a) Balance with banks in current account	0.34	8.41	1.42
(b) Cash on hand	0.02	0.02	0.01
	0.36	8.43	1.43

Particulars	Rs in crores		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Note 9B			
Other bank balances			
(a) Term deposits with original maturity for more than 12 months at inception	5.50	-	-
(b) Balances held as margin money	3.48	0.80	2.00
	8.98	0.80	2.00

Balance with bank held as margin money for security towards DSRA (Debt Service Reserve Account) with respect to facility availed from bank.

Details of Specified Bank Notes (SBN) held and transacted during the period from November 8, 2016 to December 30, 2016:

	SBN's	Other denomination notes	Total
Closing cash in hand as on November 8, 2016	0.02	0.001	0.02
(+) Permitted receipts	-	0.03	0.03
(-) Permitted payments	-	0.01	0.01
(-) Amount deposited in banks	0.02	-	0.02
Closing cash in hand as on December 30, 2016	-	0.02	0.02

Explanation : For the purpose of this clause the term 'Specified Bank Notes' (SBN) shall have the same meaning provided in the Government of India, in the Ministry of Finance, Department of Economics Affairs number S.O. 3407 (E), dated the 8 the November , 2016.

Rs in crores

Particulars	As at		As at		As at	
	March 31, 2017		March 31, 2016		April 1, 2015	
Note 10						
Equity share capital						
a Authorised :						
1,300,000,000 Equity share of par value of Rs 10 each.			1,300.00		1,300.00	1,300.00
TOTAL			1,300.00		1,300.00	1,300.00
b Issued and subscribed and paid up:						
931,898,670 (March 31, 2016: 916,868,047 and April 1, 2015: 842,220,641) Equity shares of Rs.10 each fully paid up.			931.90		916.87	842.22
TOTAL			931.90		916.87	842.22
c Reconciliation of equity shares outstanding at the beginning and end of the year :						
Equity share :						
Outstanding at the beginning of the year						
Number of shares			916,868,047		842,220,641	662,269,806
Amount (Rs.in crores)			916.87		842.22	662.27
Issued during the year						
Number of shares			15,030,623		74,647,406	179,950,835
Amount (Rs.in crores)			15.03		74.65	179.95
Outstanding at the end of the year						
Number of shares			931,898,670		916,868,047	842,220,641
Amount (Rs.in crores)			931.90		916.87	842.22
d Terms of rights attached to equity shares						
The Company has a single class of equity shares. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.						
e Shareholders holding more than 5% shares in the Company is set out below:						
Equity share	As at		As at		As at	
	March 31, 2017		March 31, 2016		April 1, 2015	
	No. of Shares	%	No. of Shares	%	No. of Shares	%
JSW Steel Limited (the holding company) and its nominees	931,898,670	100%	916,868,047	100%	842,220,641	100%

AMBA RIVER COKE LIMITED

Particulars	Rs in crores		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Note 11			
Other equity			
Retained earnings	425.37	266.63	146.68
Foreign Currency Monetary Item Translation Difference Account (FCMITDA)	(3.02)	(26.84)	(6.76)
Share application money pending allotment	-	15.03	0.35
Remeasurements of the net defined benefit Plans	(0.14)	(0.10)	-
Equity instruments through other comprehensive Income	(19.68)	(15.74)	12.83
	402.53	238.98	153.10

Particulars	Rs in crores					
	As at March 31, 2017		As at March 31, 2016		As at April 1, 2015	
	Non current	Current	Non current	Current	Non current	Current
Note 12						
Long term borrowings (Secured, at amortised cost)						
Non-convertible debentures						
8.75% Non convertible debenture of Rs 10 lacs each	180.00	-	-	-	-	-
8.65% Non convertible debenture of Rs 10 lacs each	120.00	-	-	-	-	-
Term loans from banks						
Rupee term loans	657.52	203.43	571.49	215.56	636.02	45.71
Foreign currency term loan	211.63	-	216.51	2.26	206.47	2.09
Unamortized upfront fees on borrowings	(4.41)	(3.06)	(7.15)	(2.94)	(6.79)	(1.62)
	1,164.74	200.37	780.85	214.88	835.70	46.18

(I) Details of security:

A. The 8.75% NCDs aggregating to Rs. 180 crores are secured/to be secured by way of first ranking charge on all movable and immovable fixed assets both present and future and on lease hold rights over immovable property of pellet project situated at Village JuiBapuji, Taluka Alibaug, District Raigad, Maharashtra.

B. The 8.65% NCDs aggregating to Rs. 120 crores are secured/to be secured by way of first ranking charge on all movable and immovable fixed assets both present and future and on lease hold rights over immovable property of pellet project situated at Village JuiBapuji, Taluka Alibaug, District Raigad, Maharashtra.

C. Rupee term loans and foreign currency loan from banks are secured as under:

(I) Rupee term loan amounting to Rs. 389.52 crores (F.Y 2015-16: Rs. 229.91 crores and 1 April 2015: Rs. 291.73 crores) is secured by first ranking charge / mortgage / collateral on all movable and immovable fixed assets both present and future and on lease hold rights over immovable property of coke oven project situated at Village JuiBapuji, Taluka Alibag, District Raigad, Maharashtra.

(II) Rupee term loan amounting to Rs. 471.43 crores (F.Y 2015-16: Rs. 557.14 crores and 1 April 2015: Rs. 390.00 crores) is secured by first ranking charge / mortgage / security interest on all movable and immovable fixed assets both present and future and on lease hold rights over immovable property of pellet project situated at Village JuiBapuji Taluka Ali bag, District Raigad, Maharashtra.

(III) 304,373,882 equity shares of the Company held by JSW Steel Limited, the holding company by way of pledge on rupee term loan as disclosed under (i) and (ii) above aggregating Rs. 860.95 crores (F.Y 2015-16: Rs. 787.05 crores and 1 April 2015: Rs. 681.73 crores)

D. Foreign currency term loan is secured by first ranking charge / mortgage on all movable and immovable fixed assets both present and future and on lease hold rights over immovable property of coke oven project situated at Village JuiBapuji, Taluka Alibag, District Raigad, Maharashtra.

(II) Terms of repayment:

(i) Terms of redemption of Non-Convertible Debentures (NCDs) are as under:

- (a) The 8.75% Secured NCDs of Rs. 10,00,000 each aggregating Rs. 180 crores is redeemable on 10.02.2022.
- (b) The 8.65% Secured NCDs of Rs. 10,00,000 each aggregating Rs. 120 crores is redeemable on 12.05.2020.

(ii) Rupee term loan from banks of Rs. 860.94 crores is repayable as under:

- (a) Rs. 471.43 crores is repayable in 22 quarterly installments of Rs. 21.428 crores from 30.06.2017 to 30.9.2022.
- (b) Rs. 389.52 crores is repayable in :
 - (a) 4 quarterly installments of Rs. 29.44 crores from 30.06.2017 to 31.03.2018
 - (b) 16 quarterly installment of Rs 14.57 from 30.06.2018 to 31.03.2022.
 - (c) 4 quarterly installments of Rs. 9.66 crores from 30.06.2022 to 31.03.2023.

(iii) Foreign currency term Loan from Bank of Rs.211.63 crores is repayable on 28.05.2018.

Particulars	Rs in crores		
	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Note 13			
Other financial liabilities (non-current)			
Acceptances for capital projects	8.18	353.99	566.09
	8.18	353.99	566.09

Acceptances include credit availed by the Company from banks for payment to supplier for capital goods by the Company. The arrangements are interest-bearing and are payable within one to five years.

Particulars	Rs in crores		
	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Note 14A			
Provisions (Non current)			
Provision for employee benefits			
Provision for gratuity (Refer note 36ba(i))	1.92	1.62	1.31
Provision for compensated absences (Refer note 36 c)	0.95	0.85	0.65
	2.87	2.47	1.96

Particulars	Rs in crores		
	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Note 14B			
Provisions (Current)			
Provision for employee benefits			
Provision for gratuity (Refer note 36ba(i))	0.15	0.24	0.09
Provision for compensated absences (Refer note 36 c)	0.11	0.16	0.10
	0.26	0.40	0.19

Particulars	Rs in crores		
	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Note 15			
Other non current liabilities			
Export obligation deferred income	34.73	54.87	54.87
	34.73	54.87	54.87

Particulars	Rs in crores		
	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Note 16			
Short term borrowings			
Secured - at amortised cost			
Working capital loans from bank	1.37	0.44	69.01
Unsecured - at amortised cost	-	-	268.78
Commercial papers			
	1.37	0.44	337.79

Details of security

Working capital loans of Rs 1.37 crores (March 31, 2016: Rs 0.44 crores and April 1, 2015: Rs. 69.01 crores) are secured by :

- pari passu first charge by way of hypothecation of stocks of raw materials, finished goods, work-in-progress, consumable stores and spares and book debts / receivables of the Company, both present and future.
- pari passu second charge on movable properties and immovable properties forming part of the fixed/blocked assets of the company, both present and future.

Particulars	Rs in crores		
	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Note 17			
Trade payables			
Acceptances	296.67	697.21	608.03
Other than acceptances	222.80	109.88	214.19
	519.47	807.09	822.22

Acceptances include credit availed by the Company from banks for payment to suppliers for raw materials purchased by the Company. The arrangements are interest-bearing and are payable within one year.

Other than acceptances payables are normally settled with 1 to 180 days payments terms.

Particulars	Rs in crores		
	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Note 18			
Other financial liabilities			
Current maturities of long term debt (Refer note 12)	203.43	217.82	47.80
Unamortized upfront fees on borrowing	(3.06)	(2.94)	(1.62)
	200.37	214.88	46.18
Rent and other deposits	0.13	0.07	0.04
Retention money for capital projects	20.76	79.91	92.49
Payables for capital projects other than acceptance	10.43	17.28	68.33
Interest accrued but not due on borrowings	7.93	4.09	4.09
Payables on purchase of equity shares	-	0.04	42.31
Interest accrued on advances from customers	0.06	-	-
Derivative liabilities	14.83	19.23	2.78
	254.51	335.50	256.22

Particulars	Rs in crores		
	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Note 19			
Other current liabilities			
Statutory liability	6.39	4.53	4.02
Advance from a customer (Refer note 37)	179.87	-	-
	186.26	4.53	4.02

Particulars	For the year ended March 31, 2017	For the year ended March 31, 2016
Note 20		
Revenue from operations		
A. Sales of products		
Sale of manufactured goods (Refer note 37)	4,229.12	2,652.14
Sale of traded goods	81.51	40.63
Subtotal (A)	4,310.63	2,692.77
B. Other operating revenue		
Value added tax refund	240.20	134.14
Interest on finance lease receivable	303.23	309.55
Export obligation deferred income amortisation	20.14	-
Subtotal (B)	563.57	443.69
Total	4,874.20	3,136.46

Particulars	Tonnes	Rs in crores	Tonnes	Rs in crores
Coke	10,08,974	1,675.50	9,45,223	1,122.07
Pellet	39,76,273	2,506.29	25,12,291	1,462.71
Sale of traded goods	1,16,130	81.51	61,102	40.63
Others		47.33		67.36
Total	51,01,377	4,310.63	35,18,616	2,692.77

Particulars	For the year ended March 31, 2017	For the year ended March 31, 2016
Note 21		
Interest income earned on financial assets that are not designated at FVTPL		
Interest income on overdue receivables	8.52	13.01
Other interest income	0.13	0.97
Dividend income from non-current equity investments designated at FVTOCI.		
	1.15	1.15
Total	9.80	15.13

Particulars	For the year ended March 31, 2017	For the year ended March 31, 2016
Note 22		
Changes in inventories of finished goods and work in progress		
Opening Stock :		
Semi-finished/finished goods	29.26	25.74
Work-in-progress	2.91	4.71
Closing Stock:		
Semi-finished/finished goods	(40.09)	(29.26)
Work-in-progress	(7.61)	(2.91)
Excise duty on stock of finished goods (net)	0.42	2.08
Total	(15.11)	0.36

Particulars	For the year ended March 31, 2017	For the year ended March 31, 2016
Note 23		
Employee benefits expense		
Salaries and wages	22.45	20.06
Contribution to provident and other funds (Refer note 36 a)	1.31	1.15
Staff welfare expenses	1.85	1.47
Total	25.61	22.68

Particulars	For the year ended March 31, 2017	For the year ended March 31, 2016
Note 24		
Finance costs		
Interest expenses:		
Borrowings	93.32	80.73
Non convertible debentures	3.60	
Advance from a customer (Refer note 37)	18.99	4.04
Other interest expense	9.15	19.51
Other borrowing costs	9.42	11.42
Total	134.48	115.70

Particulars	For the year ended March 31, 2017	For the year ended March 31, 2016
Note 25		
Other expenses		
Stores and spares consumed	55.57	53.72
Power and fuel	162.87	117.59
Lease rent expenses	0.49	0.58
Repairs and maintenance		
(i) Plant and equipment	48.99	53.99
(ii) Buildings	0.71	1.25
Insurance	2.47	1.92
Rates and taxes	2.40	0.59
Carriage and freight	0.22	1.97
Legal and professional fees	1.26	1.48
Payment to auditors	0.56	0.66
Miscellaneous expenses *	7.18	8.37
Net loss on foreign currency transactions and translation	31.65	42.63
Amortisation of FCMITDA	37.96	35.37
Total	352.33	320.12

* Miscellaneous expenses include Rs. 1.16 crore (Rs. 50,065) towards CSR expenses.

Note :

Auditor remuneration (excluding service tax) :

Particulars	For the year ended March 31, 2017	For the year ended March 31, 2016
As audit fees	0.56	0.65
For tax audit	0.05	0.05
For certification and other services	0.02	0.01
Out of pocket expenses	0.01	-
TOTAL	0.64	0.71

Contingent liabilities and commitments (to the extent not provided for)

		Rs in crores		
		As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
A	Contingent liabilities			
	a. Claims against the company not acknowledged as debt	267.61	-	2.99
	b. Guarantees	12.18	3.00	2.97
B	Capital and other commitment			
i	Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of advances)	8.44	4.74	31.88
ii	Commitment			
	The Company has imported capital goods under the export promotion capital goods scheme to utilise the benefit of a zero or concessional customs duty rate . These benefits are subject to future exports within the stipulated period. Such export obligation at year end aggregate as under.			

		Rs in crores		
		As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
	Export promotion capital goods scheme	646.35	661.24	603.93

Note 27

Additional information

A Disclosure pertaining to micro, small and medium enterprises (as per information available with the Company)

		Rs in crores		
		As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
	Principal amount outstanding as at end of year	-	0.18	0.12
	Interest due on (1) above and unpaid as at end of year	-	-	-
	interest paid to the supplier	-	-	-
	Payment made to the supplier beyond the appointment day during the period	-	-	-
	Interest due and payable for the period of delay	-	-	-
	Interest accrued and remaining unpaid as at end of period	-	-	-
	Amount of further interest remaining due and payable in succeeding year	-	-	-

B Value of imports on CIF basis

		Rs in crores	
		For the year ended March 31, 2017	For the year ended March 31, 2016
	Raw materials	1,475.63	1,249.00
	Store and spare parts	5.92	13.84
	Capital goods	0.96	23.98
	Total	1,482.51	1,286.82

C Expenditure in foreign currency

		Rs in crores	
		For the year ended March 31, 2017	For the year ended March 31, 2016
	Interest and finance charges	16.87	19.37
	Supervision and technical fees	0.67	6.25
	Ocean freight	38.14	27.79
	Total	55.68	53.41

AMBA RIVER COKE LIMITED

Notes to the financial statements

Note 28

Finance leases

The Company has evaluated certain arrangements for sale of its products based on the facts and circumstances existing at the date of transition to Ind AS and have identified them in the nature of lease as the fulfilment of the arrangement depends upon a specific assets and the Company has committed to sell substantially all the production capacity of the assets . After the separating lease payments from the other elements in these arrangement , the Company has recognised finance lease receivable for plant and equipment given under finance lease (Refer note 4) .

The minimum lease payments receivable and the present value of minimum lease receivable as at 31st March 2017 in respect of aforesaid plant and equipment provided under the finance leases are as follows.

Future minimum lease rental receivable under non -cancellable finance lease

Particulars	Rs in crores					
	Minimum lease payments			Present value of minimum lease payments		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Not later than one year	371.79	369.84	366.44	77.01	67.69	59.31
Later than one year and not later than five years	1,487.17	1,479.36	1,465.75	428.56	375.90	328.76
Later than five years	2,812.91	3,167.19	3,506.08	1,762.81	1,882.23	1,979.93
Total	4,671.87	5,016.39	5,338.27	2,268.38	2,325.82	2,368.00
Less: Unearned finance income	2,403.49	2,690.57	2,970.27			
Present value of minimum lease payments	2,268.38	2,325.82	2,368.00			

Unguaranteed residual values of assets given under finance leases at the end of reporting period are estimated at Rs. 976.76 Cores (at March 31, 2016 Rs 976.76 Crore ; at April1, 2015 Rs 976.67 Crore)

The interest rate inherent in the lease is fixed at the contract date for the entire lease term, The average effective interest rate contracted is ranging approxiately between 10.96% to 15.64 % per annum (at March 31, 2016 : 10.96% to 15.64 % per annum, at April 1,2015 : 10.96% to 15.64 % per annum).

Note 29

Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

Company's credit risk arises principally from the trade receivables, finance lease receivable, Cash and cash equivalents and derivatives .

Trade receivables:

Customer credit risk is managed centrally by the Company and subject to established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits defined in accordance with the assessment.

Trade receivables consist of dues from related parties. The outstanding trade receivables are regularly monitored and appropriate action is taken for collection of overdue receivables.

The history of trade receivables shows a negligible allowance for bad and doubtful debts.

Finance lease receivable:

The Company's centralised treasury function manages the financial risks relating to the business. The treasury function focusses on capital protection, liquidity and yield maximisation. Investments of surplus funds are made only in approved counterparties within credit limits assigned for each of the counterparty.

The Company enters into agreements, comprising a transaction or series of related transactions that does not take the legal form of a lease but conveys the right to use the assets in return for payment or series of payments. Finance lease receivable under such arrangements are secured against underlying property, plant and equipment and accordingly, no significant concentration of credit risk persist.

Cash and cash equivalents, derivatives :

Credit risks from balances with banks and financial institutions are managed in accordance with the Company policy. For derivative and financial instruments, the Company attempts to limit the credit risk by only dealing with reputable banks and financial institutions having high credit-ratings assigned by credit-rating agencies.

The Company's maximum exposure to the credit risk for the components of balance sheet as As at March 31, 2017, March 31, 2016 and April 1, 2015 is the carrying amounts mentioned in Note no 8 (trade receivables) except for finance lease receivable and derivative financial instruments. The maximum exposure relating to finance lease receivable and financial derivative instruments is disclosed in Note no 4 and 30 respectively.

Rs in crores

Particulars	As at March 31, 2017		As at March 31, 2016		As at April 1, 2015	
	Carrying amount	Fair value	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets						
Financial assets at amortised cost						
Non-current investments	0.03	0.03	0.03	0.03	0.02	0.02
Other financial assets	5.69	5.69	14.53	14.53	6.42	6.42
Finance lease receivables	2,268.38	2,242.56	2,325.82	2,317.25	2,368.00	2,364.08
Trade receivables	67.86	67.86	360.52	360.52	638.27	638.27
Cash and cash equivalents	0.36	0.36	8.43	8.43	1.43	1.43
Bank balances other than Cash and cash equivalents	8.98	8.98	0.80	0.80	2.00	2.00
Total financial assets at amortised cost (A)	2,351.30	2,325.48	2,710.13	2,701.56	3,016.14	3,012.22
Financial assets at fair value through other comprehensive income						
Non-current investments	36.08	36.08	40.02	40.02	68.60	68.60
Total financial assets at fair value through other comprehensive income (B)	36.08	36.08	40.02	40.02	68.60	68.60
Total financial assets (A) + (B)	2,387.38	2,361.56	2,750.15	2,741.58	3,084.74	3,080.82
Financial liabilities						
Financial liabilities at amortised cost						
Long term borrowings #	1,365.11	1,365.11	995.73	995.73	881.88	881.88
Short term borrowings	1.37	1.37	0.44	0.44	337.79	337.79
Trade payables	519.47	519.47	807.09	807.09	822.22	822.22
Other financial liabilities	62.32	62.32	474.61	474.61	776.13	776.13
Total financial liabilities	1,948.27	1,948.27	2,277.87	2,277.87	2,818.02	2,818.02
# Including current maturities of long-term debt						

Note 31

Level wise disclosure of financial instruments

Rs in crores

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015	Level	Valuation techniques and key input
Non-current investments in equity shares measured at FVTOCI	36.08	40.02	68.60	1	Quoted bid prices in an active market
Finance lease receivables	2,242.56	2,317.25	2,364.08	3	Discounted cash flow - Observable future cash flows are based on terms of discounted at a rate that reflects market risks
Foreign currency forward contracts - Liability	14.83	19.23	2.78	2	prices included within level 1 that are observable for asset or liability, either directly (i.e. as prices) or indirectly (derived from prices).
Non-Current Borrowings	1,366.49	996.17	1,219.67	2	Inputs other than quoted

The fair values of remaining financial assets and liabilities such as trade receivables, trade payables, other financial liabilities, cash and cash equivalents and other bank balances are considered to be the same as their carrying values, due to their short term nature and are categorised as Level III financial instruments.

Note 32

Financial instruments – Fair values and risk management (continued)

Liquidity risk management

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods and its non-derivative financial assets. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

The contractual maturity is based on the earliest date on which the Company may be required to pay.

	Rs in crores			
March 31, 2017	Less than 1 Year	1-5 years	More than 5 years	Total
Financial assets				
Non-current investment			36.11	36.11
Trade receivables	67.86	-	-	67.86
Cash and cash equivalents	0.36	-	-	0.36
Bank balances other than Cash and cash equivalents	8.98	-	-	8.98
Finance lease receivable	77.01	428.56	1,762.81	2,268.38
Other financial assets	4.28	1.41	-	5.69
Total financial assets	158.49	429.97	1,798.92	2,387.38
Financial liabilities				
Carried at amortised cost				
Borrowings				
Long term borrowings	-	1,164.74	-	1,164.74
Short term borrowings	1.37	-	-	1.37
Trade payables	519.47	-	-	519.47
Other financial liabilities	254.51	8.18	-	262.69
Total financial liabilities	775.35	1,172.92	-	1,948.27

	Rs in crores			
March 31, 2016	Less than 1 Year	1-5 years	More than 5 years	Total
Financial assets				
Non-current investment			40.05	40.05
Trade receivables	360.52	-	-	360.52
Cash and cash equivalents	8.43	-	-	8.43
Bank balances other than Cash and cash equivalents	0.80	-	-	0.80
Finance lease receivable	67.69	375.90	1,882.23	2,325.82
Other financial assets	13.25	1.28	-	14.53
Total financial assets	450.69	377.18	1,922.28	2,750.15
Financial liabilities				
Carried at amortised cost				
Borrowings				
Long term borrowings	-	738.38	42.47	780.85
Short term borrowings	0.44	-	-	0.44
Trade payables	807.09	-	-	807.09
Other financial liabilities	335.50	353.99	-	689.49
Total financial liabilities	1,143.03	1,092.37	42.47	2,277.87

AMBA RIVER COKE LIMITED

Notes to the financial statements

Rs in crores

April 1, 2015	Less than 1 Year	1-5 years	More than 5 years	Total
Financial assets				
Non-current investment			68.62	68.62
Trade receivables	638.27			638.27
Cash and cash equivalents	1.43			1.43
Bank balances other than Cash and cash equivalents	2.00			2.00
Finance lease receivable	59.31	328.76	1,979.93	2,368.00
Other financial assets	5.26	1.16		6.42
Total financial assets	706.27	329.92	2,048.55	3,084.74
Financial liabilities				
Carried at amortised cost				
Borrowings				
Long term borrowings		653.64	182.06	835.70
Short term borrowings	337.79	-	-	337.79
Trade payables	822.22	-	-	822.22
Other financial liabilities	256.22	566.09	-	822.31
Total financial liabilities	1,416.23	1,219.73	182.06	2,818.02

Collateral

The Company has pledged part of its trade receivables, and cash and cash equivalents in order to fulfil certain collateral requirements for the banking facilities extended to the Company. There is obligation to return the securities to the Company once these banking facilities are surrendered. (Refer note 12,16 and 18)

Note 33

Financial risk management

The Company has formulated and implemented a Risk Management Policy for evaluating business risks . The risk management policies are established to ensure timely identification and evaluation of risks, setting acceptable risk thresholds, identifying and mapping controls against these risks, monitor the risks and their limits, improve risk awareness and transparency. Risk management policies and systems are reviewed regularly to reflect changes in the market conditions and the Company's activities to provide reliable information to the Management and the Board to evaluate the adequacy of the risk management framework in relation to the risk faced by the Company.

The risk management policies aims to mitigate the following risks arising from the financial instruments:

- Market risk
- Credit risk; and
- Liquidity risk

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in the market prices. The Company is exposed in the ordinary course of its business to risks related to changes in foreign currency exchange rates, commodity prices and interest rates.

The Company seeks to minimize the effects of these risks by using derivative financial instruments to hedge risk exposures. The use of financial derivatives is governed by the Company's policies approved by the Board of Directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivative financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the Management on a continuous basis. The Company does not enter into or trade financial instruments, including derivatives for speculative purposes.

AMBA RIVER COKE LIMITED
Notes to the financial statements
Financial instruments – Fair values and risk management (continued)

Note 33

Foreign currency risk management

The Company's functional currency is Indian Rupees (INR). The Company undertakes transactions denominated in foreign currencies; consequently, exposure to exchange rate fluctuations arise. Volatility in exchange rates affects the Company's revenue from export markets and the costs of imports, primarily in relation to raw materials. The Company is exposed to exchange rate risk under its trade and debt portfolio.

Adverse movements in the exchange rate between the Rupee and any relevant foreign currency result's in increase in the Company's overall debt position in Rupee terms without the Company having incurred additional debt and favourable movements in the exchange rates will conversely result in reduction in the Company's receivables in foreign currency. In order to hedge exchange rate risk, the Company has a policy to hedge cash flows up to a specific tenure using forward exchange contracts . In respect of imports and other payables, the Company hedges its payables as when the exposure arises. Short term exposures are hedged progressively based on their maturity.

All hedging activities are carried out in accordance with the internal risk management policies as adopted by JSW Steel Limited, the parent company and in accordance with the applicable regulations where the Company operates.

The carrying amounts of the Company's monetary assets and monetary liabilities at the end of the reporting period are as follows:

Particulars	March 31, 2017				March 31, 2016				April 1, 2015			
	EURO	USD	INR	Total	EURO	USD	INR	Total	EURO	USD	INR	Total
Financial assets												
Investments	-	-	36.11	36.11	-	-	40.05	40.05	-	-	68.62	68.62
Finance lease receivable	-	-	2,268.38	2,268.38	-	-	2,325.82	2,325.82	-	-	2,368.00	2,368.00
Other financial assets	-	-	5.69	5.69	-	-	14.53	14.53	-	-	6.42	6.42
Trade receivables	-	-	67.86	67.86	-	-	360.52	360.52	-	-	638.27	638.27
Cash and cash equivalents	-	-	0.36	0.36	-	-	8.43	8.43	-	-	1.43	1.43
Bank balances other than cash and cash equivalents	-	-	8.98	8.98	-	-	0.80	0.80	-	-	2.00	2.00
Total financial assets	-	-	2,387.38	2,387.38	-	-	2,750.15	2,750.15	-	-	3,084.74	3,084.74
Financial liabilities												
Long term borrowings	-	212.39	952.35	1,164.74	-	213.24	567.61	780.85	-	205.33	630.37	835.70
Short term borrowings	-	-	1.37	1.37	-	-	0.44	0.44	-	-	337.79	337.79
Trade payable	-	397.80	121.67	519.47	-	794.48	12.61	807.09	-	677.33	144.89	822.22
Other financial liabilities	4.72	23.11	234.86	262.69	5.46	410.49	273.54	689.49	2.69	622.17	197.46	822.31
Total financial liabilities	4.72	633.30	1,310.25	1,948.27	5.46	1,418.21	854.20	2,277.87	2.69	1,504.83	1,310.51	2,818.02

The following table details the Company's sensitivity to a 1% increase and decrease in the INR against the relevant foreign currencies net of hedge accounting impact. 1% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year-end for a 1% change in foreign currency rates, with all other variables held constant. A positive number below indicates an increase in profit or equity where INR strengthens 1% against the relevant currency. For a 1% weakening of INR against the relevant currency, there would be a comparable impact on profit or equity, and the balances below would be negative.

Particulars	Increase		Decrease	
	March 31, 2017	March 31, 2016	March 31, 2017	March 31, 2016
Payable				
USD/INR	2.73	3.39	(2.73)	(3.39)

The Forward exchange contracts entered into by the Company and outstanding are as under:

As at	No. of Contracts	Type	US\$ equivalent Million	INR equivalent (Rs in crores)	MTM (Rs in crores)
March 31, 2017	7	buy	55.58	360.37	14.83
March 31, 2016	28	buy	162.72	1,079.38	19.23
April 1, 2015	15	buy	90.99	569.52	2.78

Unhedged Currency Risk position :

Particulars	March 31, 2017		March 31, 2016	
	US\$ equivalent Million	INR equivalent (Rs in crores)	US\$ equivalent Million	INR equivalent (Rs in crores)
Long term borrowings	32.76	212.39	32.15	213.24
Trade payable	5.77	37.43	7.16	47.48
Other financial liabilities	4.29	27.83	12.60	83.58

AMBA RIVER COKE LIMITED

Notes to the financial statements

Financial instruments – Fair values and risk management (continued)

Note 34

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The borrowings of the Company are principally denominated in rupees and US dollars with a mix of fixed and floating rates of interest. The Company has exposure to interest rate risk, arising principally on changes in base lending rate and LIBOR rates. The Company uses a mix of interest rate sensitive financial instruments to manage the liquidity and fund requirements for its day to day operations. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings.

The following table provides a break-up of the Company's fixed and floating rate borrowings:

	(Rs. in crores)		
	March 31, 2017	March 31, 2016	April 1, 2015
Borrowings			
Fixed rate borrowings	299.52	-	268.78
Variable rate borrowings	1,066.96	996.17	950.89
Total	1,366.48	996.17	1,219.67

The sensitivity analyses below have been determined based on the exposure to interest rates for floating rate liabilities, assuming the amount of the liability outstanding at the year-end was outstanding for the whole year.

interest rates had been 100 basis points higher / lower and all other variables were held constant, the Company's profit for the year ended 31 March 2017 would decrease / increase by Rs.10.67 crores (for the year ended 31 March 2016: decrease / increase by Rs. 9.96 crores). This is mainly attributable to the Company's exposure to interest rates on its variable rate borrowings

Note 35

Capital risk management

The Company being in a capital intensive industry, its objective is to maintain a strong credit rating healthy capital ratios and establish a capital structure that would maximise the return to stakeholders through optimum mix of debt and equity.

The Company's capital requirement is mainly to fund its routine capital investment, repayment of principal and interest on its borrowings and strategic acquisitions. The principal source of funding of the Company has been, and is expected to continue to be, cash generated from its operations supplemented by funding from bank borrowings and the capital markets. The Company is not subject to any externally imposed capital requirements.

The Company regularly considers other financing and refinancing opportunities to diversify its debt profile, reduce interest cost and elongate the maturity of its debt portfolio, and closely monitors its judicious allocation amongst competing capital expansion projects and strategic acquisitions, to capture market opportunities at minimum risk.

The Company monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents & bank balances other than cash and cash equivalents.

Particulars	Rs in crores		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Long term borrowings including Current maturities	1,365.11	995.73	881.88
Short term borrowings	1.37	0.44	337.79
Total Debt	1,366.48	996.17	1,219.67
Less - Cash and cash equivalents	(0.36)	(8.43)	(1.43)
Less - Bank balance other than cash and cash equivalents	(8.98)	(0.80)	(2.00)
Net debt	1,357.14	986.94	1,216.24
Total equity	1,334.43	1,155.85	995.32
Gearing ratio	1.02	0.85	1.22

(i) Equity includes all capital and reserves of the Company that are managed as capital.

(ii) Debt is defined as long term borrowings and short term borrowings, as described in notes 12 and 16.

AMBA RIVER COKE LIMITED

Notes to the financial statements

Note 36

Employee benefits

a) Defined contribution plan:

The Company operates defined contribution retirement benefit plans for all qualifying employees through government administered fund. Company is required to contribute a specified percentage of payroll cost to the fund.

Company's contribution to provident fund for the year is Rs.0.94 crores for the year ended March 31, 2017 (for the year ended March 31, 2016: Rs. 0.84 crores) (included in note 23).

b) Defined benefit plan:

Gratuity

Under the Gratuity plan, the eligible employees are entitled to post-retirement benefit at the rate of 15 days salary for each year of service until the retirement age of 58 and 60, without any payment ceiling. The vesting period for Gratuity as payable under The Payment of Gratuity Act is 5 years.

Under the compensated absences plan, leave encashment is payable to all eligible employees on separation from the Company due to death, retirement, superannuation or resignation. at the rate of daily salary, as per the accumulation of leave days.

The plans in India typically expose the Company to actuarial risks such as: Interest risk, longevity risk and salary risk.

Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

No other post-retirement benefits are provided to employees.

The most recent actuarial valuation of the present value of the defined benefit obligation were carried out at March 31, 2017 by M/S K. A. Pandit, Consultants & Actuaries. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

The gratuity liability is not funded and the same is accounted for based on third party actuarial valuation. The following table sets out the unfunded status of the defined benefit scheme and the amount recognised in the financial statement.

(i) Gratuity (non funded):

(Rs. in crores)

a. Liability recognized in the Balance Sheet	As at March 31, 2017	As at March 31, 2016
Present value of obligation		
Opening balance	1.86	1.40
Service cost	0.21	0.20
Interest cost	0.15	0.12
Actuarial loss on obligation arising from:		
Benefits paid	(0.21)	(0.01)
Closing balance (Refer note14A and14B)	2.07	1.86

(Rs. in crores)

b. Expenses during the year	For the year ended March 31, 2017	For the year ended March 31, 2016
Service cost	0.21	0.20
Interest cost	0.15	0.12
Component of defined benefit cost recognized in statement of profit and loss (a) (Refer note23)	0.37	0.32
Remeasurement of net defined benefit liability	0.06	0.15
Actuarial (gain)/loss on defined benefit obligation	0.06	0.15
Component of defined benefit cost recognized in other comprehensive income (b)	0.06	0.15
Total (a +b)	0.43	0.47

AMBA RIVER COKE LIMITED

Notes to the financial statements

Note 36 (continued)

c. Plan assets

Since gratuity plan is non-funded, hence figures in respect of plan assets are NIL.

d. In assessing the Company's post retirement liabilities, the Company monitors mortality assumption and uses up-to-date mortality tables, the base being the Indian assured lives mortality (2006-2008) ultimate.

e. The estimates of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

f. The discount rate is based on the prevailing market yields of Government of India securities as at the balance sheet date for the estimated term of the obligations.

g. Principal actuarial assumptions

	March 31, 2017	March 31, 2016
Discount rate	7.57%	8.25%
Expected rate (s) of salary increase	6.00%	6.00%
Attrition rate	2.00%	2.00%
Mortality rate during employment	Indian assured lives mortality (2006-2008)	

h. Sensitivity analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant

	March 31, 2017		March 31, 2016	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(0.20)	0.23	(0.15)	0.18
Future salary growth (1% movement)	0.23	(0.20)	0.18	(0.15)
Rate of employee turnover (1% movement)	0.02	(0.03)	0.02	(0.03)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation recognised in the balance sheet.

i. Maturity analysis of projected benefit obligation.

Particulars	Rs in crores			
	Less than a year	Between 2 to 5 years	Over 5 years	Total
As at March 31, 2017				
Defined benefit obligation (Refer note14A and14B)	0.16	0.50	0.97	1.63
As at March 31, 2016				
Defined benefit obligation	0.24	0.40	0.77	1.41

c) Compensated absences

Assumptions used in accounting for compensated absences

Particulars	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015
Present value of unfunded obligation (Rs. in crores)	1.06	1.01	0.75
Expense recognised in Statement of Profit and Loss (Rs. in crores)	0.10	0.30	0.37
Discount rate (p.a)	7.57%	8.25%	7.96%
Salary escalation rate (p.a)	6.00%	6.00%	6.00%

AMBA RIVER COKE LIMITED

Notes to the financial statements

Note 37

Related Party disclosures

A Relationships

1 Holding company

JSW Steel Limited

2 Fellow subsidiaries

JSW Steel Coated Products Limited

JSW Steel (Salav) Limited

3 Key management personnel (KMP)

Mr. Ajit Karande (Whole-time director)

Mr. V. Sriram (Chief financial officer)

Mr. Rajeev Jain (Company secretary)

Mrs. Nayantara Palchoudhuri

Mr. Jugal Kishore Tandon

Mr. Pradeep Bhargava

4 Other related parties

(Enterprises over which Key Management Personnel of the Company or the holding company and Relatives of such personnel exercise significant influence)

JSW Cement Limited

Jindal Steel & Power Limited

Jindal Saw Limited

JSW Severfield Structures Limited

JSW Energy Limited

Jindal Stainless Limited

JSW International Tradecorp Pte. Ltd.

Dolvi Mineral and Metals Private Ltd.

Dolvi Coke Projects Limited

Epsilon Carbon Private Limited (AVH Private Limited)

JSW Jaigarh Port Limited

JSW Power Trading Company Limited

JSW Techno projects Management Limited

JSW Investment Private Limited

JSW IPholding Private Limited

JSW Dharamtar Port Private Limited

AMBA RIVER COKE LIMITED

Notes to the financial statements

Note 37

B. Transactions with related parties

Rs in crores

Sr. No.	Nature of transactions /relationship	For the year ended March 31, 2017	For the year ended March 31, 2016
1	Purchase of goods / power & fuel/ services		
	Holding company		
	JSW Steel Limited	1,537.82	167.68
	Fellow subsidiaries		
	JSW Steel (Salav) Ltd.	10.63	30.19
	Other related parties		
	JSW International Tradecorp Pte. Ltd.	606.25	339.03
	JSW Cement Limited	0.02	0.11
	JSW Energy Limited	125.21	108.26
	Jindal Steel & Power Limited	0.29	1.20
	JSW Dharamtar Port Pvt Ltd	34.95	-
	Dolvi Mineral and Metals Pvt. Ltd.	31.96	40.87
	JSW Jaigarh Port Limited	66.09	33.63
	Total	2,413.22	720.97
2	Sales of goods		
	Holding company		
	JSW Steel Limited	4,205.22	2,669.08
	Fellow subsidiaries		
	JSW Steel (Salav) Ltd.	311.33	105.49
	Other related parties		
	JSW Cement Limited	0.34	3.83
	Epsilon Carbon Private Limited (AVH Private Limited)	47.46	62.19
	Total	4,564.35	2,840.59
3	Finance lease income		
	Holding company		
	JSW Steel Limited	303.23	309.55
	Total	303.23	309.55
4	Issue of equity shares		
	Holding company		
	JSW Steel Limited	15.03	74.65
	Total	15.03	74.65
5	Share application money received		
	Holding company		
	JSW Steel Limited	-	89.68
	Total	-	89.68
6	Compensation to *		
	Key management personnel (KMP)		
	Ajit Karande (Whole-time director)	0.73	0.67
	V. Sriram (Chief financial officer)	0.28	0.35
	Rajeev Jain (Company secretary)	0.58	0.53
	Total	1.59	1.55

AMBA RIVER COKE LIMITED

Notes to the financial statements

B. Transactions with related parties

Rs in crores

Sr. No.	Nature of transactions /relationship	For the year ended March 31, 2017	For the year ended March 31, 2016
7	Sitting Fees		
	Key management personnel (KMP)		
	Nayantara Palchoudhuri	0.01	-
	Jugal Kishore Tandon	0.02	-
	Total	0.03	-
8	Commission on guarantee given on behalf of the Company by the Holding company		
	JSW Steel Limited	-	3.47
	Total	-	3.47
9	Expenses incurred on behalf of the Company Holding company		
	JSW Steel Limited	68.39	118.02
	Total	68.39	118.02
10	Reimbursement of expenses incurred by the Company		
	Dolvi Coke Projects Limited	0.20	0.11
	Total	0.20	0.11
11	Other income		
	Holding company		
	JSW Steel Limited	5.09	10.91
	Fellow subsidiaries		
	JSW Steel (Salav) Limited	3.29	2.10
	Total	8.38	13.01
12	Interest expense		
	Holding company		
	JSW Steel Limited	17.12	4.04
	Total	17.12	4.04
13	Other Expenses		
	Holding company		
	JSW Steel Limited	0.20	-
	Fellow subsidiaries		
	JSW Steel (Salav) Ltd.	0.02	-
	Other related parties		
	JSW Power Trading Company Limited	3.04	-
	JSW IP Holdings Pvt. Ltd.	0.06	0.07
	Total	3.32	0.07
14	Commission paid		
	Holding company		
	JSW Steel Limited	3.50	3.47
	Total	3.50	3.47

AMBA RIVER COKE LIMITED
Notes to the financial statements
Note 37
C. Related parties balances

		Rs in crores		
Sr. No.	Closing balances of related parties	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
1	Security deposits / advance given			
	Holding company			
	JSW Steel Ltd.	1.33	1.20	1.09
		1.33	1.20	1.09
	Other related parties			
	JSW Cement Limited	0.03	0.04	0.11
	Jindal Saw Ltd.	0.04	0.04	-
	Jindal Stainless Ltd.	0.01	0.01	0.01
	JSW Infrastructure Limited	0.34	-	-
	Jindal Steel & Power Ltd.	0.09	0.26	0.64
		0.51	0.35	0.76
2	Trade payables			
	Other related parties			
	JSW Energy Limited	13.15	9.76	8.58
	JSW Severfield Structures Ltd.	0.01	0.01	0.02
	JSW International Tradecorp Pte. Ltd	90.77	-	-
	JSW Jaigarh Port Limited	12.48	3.15	5.07
	Dolvi Minerals and Metals Pvt. Ltd.	27.53	-	41.09
	JSW Dharamtar Port Pvt Ltd	7.18	-	-
	Dolvi Coke Projects Ltd.	0.01	-	0.22
	Jindal Saw Limited	-	-	0.07
	JSW Steel (Salav) Limited	-	6.16	-
		151.13	19.08	55.05
3	Advance from Customer			
	Holding company			
	JSW Steel Ltd.	179.86	-	-
		179.86	-	-
4	Trade receivables			
	Holding company			
	JSW Steel Ltd.	-	347.13	575.62
	Other related parties			
	Epsilon Carbon Private Limited (AVH Private Ltd)	6.87	9.56	7.98
	JSW Steel Salav Ltd	59.33	-	24.90
	JSW Cement Ltd	1.66	3.83	-
		67.86	360.52	608.50
5	Corporate guarantees on behalf of the Company given by the			
	Holding company			
	JSW Steel Ltd.	102.12	102.12	100.17
		102.12	102.12	100.17
6	Share application money pending allotment:			
	Holding company			
	JSW Steel Ltd.	-	15.03	0.35
		-	15.03	0.35
7	Finance lease receivable			
	Holding company			
	JSW Steel Ltd.	2,268.38	2,325.82	2,368.00
		2,268.38	2,325.82	2,368.00
8	Investments			
	Other related parties			
	JSW Energy Limited	36.08	40.02	68.60
		36.08	40.02	68.60

D. Terms and conditions

Sale :

The sales to related parties are in the ordinary course of business. Sale transactions are based on prevailing market price/ long- term arrangements signed with related parties. For the year ended March 31, 2017, the Company has not recorded any loss allowances for trade receivables from related parties.

Purchases :

The purchases from related parties are in the ordinary course of business. Purchase transactions are based on normal commercial terms and conditions and market rates.

* Compensation to key managerial person represent short term employee benefits accrued to them. The future liability for gratuity is provided on an actuarial basis for the Company as a whole, hence the amount pertaining to individual is not ascertainable and therefore not included above.

AMBA RIVER COKE LIMITED

Notes to the financial statements

Note 38

Earnings per share (EPS)

Particulars	Rs in crores	
	For the year ended March 31, 2017	For the year March 31, 2016
Profit for the year	158.90	120.14
Less: Share issue expenses debited to equity	-	(0.12)
Profit attributable to Equity share holders (A)	158.90	120.02
Weighted average number of Equity shareholders for basic EPS (B)	930,045,579	899,732,462
Effect of dilution	-	-
Weighted average number of Equity shares adjusted for the effect of dilution (C)	930,045,579	899,732,462
Basic EPS (Amount in Rs.) (A/B)	1.71	1.33
Diluted EPS(Amount in Rs.) (A/C)	1.71	1.33

Note 39

Income taxes

Indian companies are subject to Indian income tax on a standalone basis. Each entity is assessed to tax on taxable profits determined for each fiscal year beginning on April 1 and ending on March 31. For each fiscal year, the respective entities' profit or loss is subject to the higher of the regular income tax payable or the minimum alternative tax ("MAT").

Statutory income taxes are assessed based on book profits prepared under generally accepted accounting principles in India adjusted in accordance with the provisions of the (Indian) Income tax Act, 1961. Such adjustments generally relate to depreciation of fixed assets, disallowances of certain provisions and accruals, the use of tax losses and depreciation carried forward and retirement benefit costs. Statutory income tax is charged at 30% plus a surcharge and education cess. MAT is assessed on book profits adjusted for certain items as compared to the adjustments followed for assessing regular income tax under normal provisions. MAT for the fiscal year 2016-17 is 21.34%. MAT paid in excess of regular income tax during a year can be set off against regular income taxes within a period of fifteen years succeeding the assessment year in which MAT credit arises subject to the limits prescribed.

(a) Income tax expense/ (benefits)

Particulars	Rs in crores	
	As at March 31, 2017	As at March 31, 2016
Current tax :		
Current tax (MAT)	54.15	36.63
Deferred tax :		
Deferred tax	83.95	62.37
MAT credit entitlement	(54.15)	(37.80)
Total deferred tax	29.80	24.57
Total Tax expense / (benefit)	83.95	61.20

AMBA RIVER COKE LIMITED
Notes to the financial statements

A reconciliation of income tax expense applicable to accounting profit / (loss) before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:

Particulars	Rs in crores	
	As at March 31, 2017	As at March 31, 2016
Profit/loss before tax	242.85	181.34
Enacted tax rate in India	34.608%	34.608%
Expected income tax expense / (benefit) at statutory tax rate	84.04	62.76
Expense not deductible in determining taxable profits	0.40	-
Income exempt from taxation	(0.40)	(0.39)
Effect of tax pertaining to prior years	-	(1.17)
Others	(0.09)	-
Tax expense for the year	83.95	61.20
Effective income tax rate	34.57%	33.75%

Deferred tax assets / liabilities

Significant components of deferred tax assets/ (liabilities) recognised in the financial statements are as follows :

Particulars	Rs in crores		
	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Deferred tax liabilities (net)	(48.82)	48.40	100.00
MAT credit entitlement	91.95	37.80	-
Total	43.14	86.20	100.00

Deferred tax assets balance in relation to :	Rs in crores			
	As at March 31, 2016	Recognised / reversed through profit and loss	Recognised in / reclassified from other comprehensive income	As at March 31, 2017
Plant property and equipment	478.86	(57.13)	-	421.73
Carried forward business loss/ unabsorbed depreciation	332.57	(40.60)	-	291.97
FCMITDA	24.80	-	(13.27)	11.53
Minimum alternative tax (MAT) credit	37.80	54.15	-	91.95
Expense deductible on payment basis	0.99	0.09	-	1.08
Finance lease receivable	(804.74)	20.10	-	(784.63)
Others	15.92	(6.41)	-	9.52
Total	86.20	(29.80)	(13.27)	43.14

Deferred tax assets balance in relation to :	Rs in crores			
	As at April 1, 2015	Recognised / (reversed) through profit and loss	Recognised in / reclassified from other comprehensive income	As at March 31, 2016
Plant property and equipment	530.76	(51.90)	-	478.86
Carried forward business loss/ unabsorbed depreciation	338.40	(5.83)	-	332.57
FCMITDA	14.03	-	10.77	24.80
Minimum alternative tax (MAT) credit	-	37.80	-	37.80
Expense deductible on payment basis	0.73	0.26	-	0.99
Finance lease receivable	(804.22)	(0.52)	-	(804.74)
Others	20.30	(4.38)	-	15.92
Total	100.00	(24.57)	10.77	86.20

The company expects to utilize the MAT credit within a period of 15 years.

Deferred tax assets on carry forward business loss/unabsorbed depreciation have been recognised to the extent of deferred tax liabilities on taxable temporary difference available. It is expected that any reversals of the deferred tax liability would be offset against the reversal of the deferred tax assets.

Note 40

Segment reporting

The Company is in the business of manufacturing raw material for steel products produced by the parent company, having similar economic characteristics, primarily operated in India and reviewed by the Chief Operating Decision Maker for assessment of Company's performance and resources allocation on a consolidate basis.

Note 41

Subsequent events

There are no significant subsequent events that would require adjustments or disclosures in the financial statements.

AMBA RIVER COKE LIMITED

Notes to the financial statements

Note 42

First time adoption Ind AS reconciliations

a. Reconciliations of Balance sheet as at April 1, 2015

	Notes	Amount as per previous GAAP	Effects of transition to Ind AS	Amount as per Ind AS
Rs in crores				
ASSETS				
Non-current assets				
(a) Property, plant and equipment	2	2,299.93	(2,267.94)	31.99
(b) Capital work-in-progress		9.80	-	9.80
(c) Financial assets				
(i) Investments	3	55.78	12.84	68.62
(ii) Finance lease receivable	2	-	2,308.69	2,308.69
(iii) Other financial assets	1,5	22.52	(21.36)	1.16
(d) Deferred tax assets (net)	6	114.42	(14.42)	100.00
(e) Current tax assets (net)	6	-	3.46	3.46
(f) Other non-current assets	1,5	-	4.77	4.77
Total non current assets		2,502.45	26.04	2,528.49
Current assets				
(a) Inventories	2	494.16	(0.92)	493.24
(b) Financial assets				
(i) Trade receivables		638.27	-	638.27
(ii) Cash and cash equivalents	1	3.43	(2.00)	1.43
(iii) Bank balances other than (ii) above	1	-	2.00	2.00
(iv) Finance lease receivable	2	-	59.31	59.31
(v) Other financial assets	1,5	154.98	(149.72)	5.26
(c) Other current assets		-	146.38	146.38
Total current assets		1,290.84	55.05	1,345.89
TOTAL ASSETS		3,793.29	81.09	3,874.38
EQUITY AND LIABILITIES				
Equity				
(a) Equity share capital		842.22	-	842.22
(b) Other equity		111.90	41.20	153.10
Total equity		954.12	41.20	995.32
Share application money pending allotment	1	0.35	(0.35)	-
Non current liabilities				
(a) Financial liabilities				
(i) Borrowings	4	842.49	(6.79)	835.70
(ii) Other financial liabilities	1	-	566.09	566.09
(b) Provisions		1.96	-	1.96
(c) Other non current liabilities	9	-	54.87	54.87
Total non current liabilities		844.80	613.82	1,458.62
Current liabilities				
(a) Financial liabilities				
(i) Borrowings	4	344.01	(6.22)	337.79
(ii) Trade payables	1	824.99	(2.77)	822.22
(iii) Other financial liabilities	1,4	-	256.22	256.22
(b) Other current liabilities	1	825.18	(821.16)	4.02
(c) Provisions		0.19	-	0.19
(d) Current tax liabilities (net)		-	-	-
Total current liabilities		1,994.37	(573.93)	1,420.44
Total liabilities		2,839.17	39.89	2,879.06
Total Equity and Liabilities		3,793.64	80.74	3,874.38

AMBA RIVER COKE LIMITED
Notes to the financial statements
b. Reconciliations of balance sheet as at March 31, 2016

			Rs in crores	
	Notes	Amount as per previous GAAP	Effects of transition to Ind AS	Amount as per Ind AS
ASSETS				
Non-current assets				
(a) Property, plant and equipment	2	2,277.54	(2,246.35)	31.19
(b) Capital work-in-progress		21.70	(0.19)	21.51
(c) Financial assets			-	-
(i) Investments	3	55.78	(15.73)	40.05
(ii) Finance lease receivable	2		2,258.13	2,258.13
(iii) Other financial assets	1,5	80.45	(79.17)	1.28
(d) Deferred tax assets (net)	6	54.99	31.21	86.20
(e) Current tax assets (net)			-	-
(f) Other non-current assets	1,5		27.81	27.81
Total non current assets		2,490.46	(24.29)	2,466.17
Current assets				
(a) Inventories	2	383.68	(1.30)	382.38
(b) Financial assets				
(i) Trade receivables		360.52	-	360.52
(ii) Cash and cash equivalents	1	9.23	(0.80)	8.43
(iii) Bank balances other than (ii) above			0.80	0.80
(iv) Finance lease receivable	2		67.69	67.69
(v) Other financial assets	1,5	212.98	(199.73)	13.25
(c) Other current assets		7.67	200.92	208.59
Total current assets		974.08	67.58	1,041.66
TOTAL ASSETS		3,464.54	43.29	3,507.83
	Notes	Amount as per previous GAAP	Effects of transition to Ind AS	Amount as per Ind AS
EQUITY AND LIABILITIES				
Equity				
(a) Equity share capital		916.87	-	916.87
(b) Other equity		226.43	12.55	238.98
Total equity		1,143.30	12.55	1,155.85
Share application money pending allotment	1	15.03	(15.03)	-
Non current liabilities				
(a) Financial liabilities				
(i) Borrowings	4	788.00	(7.15)	780.85
(ii) Other financial liabilities	1		353.99	353.99
(b) Provisions		2.47	-	2.47
(c) Other non current liabilities	9	353.99	(299.12)	54.87
Total non current liabilities		1,159.49	32.69	1,192.18
Current liabilities				
(a) Financial liabilities				
(i) Borrowings		0.44	-	0.44
(ii) Trade payables	1	825.33	(18.24)	807.09
(iii) Other financial liabilities	1,4		335.50	335.50
(b) Other current liabilities	1	323.74	(319.21)	4.53
(c) Provisions		12.24	(11.84)	0.40
(d) Current tax liabilities (net)			11.84	11.84
Total current liabilities		1,161.75	(1.95)	1,159.80
Total liabilities		2,321.24	30.74	2,351.98
Total Equity and Liabilities		3,464.54	43.29	3,507.83

AMBA RIVER COKE LIMITED
Notes to the financial statements

c. **Reconciliation of Total comprehensive income for the year ended March 31, 2016**

			Rs in crores	
	Notes	Amount as per previous GAAP	Effects of transition to Ind AS	Amount as per Ind AS
REVENUE				
I. Revenue from operations (Gross)	7,2	3,196.16	(59.70)	3,136.46
Less : Excise Duty	7	290.18	(290.18)	-
II. Other income	5	15.01	0.12	15.13
III. Total Income (I+II)		2,920.99	230.60	3,151.59
EXPENSES				
Cost of materials consumed		2,177.33	-	2,177.33
Purchase of stock in trade		42.89	-	42.89
Changes in inventories of finished goods and work-in-progress	2	(0.02)	0.38	0.36
Excise duty expense	7	-	290.18	290.18
Employee benefits expense	8	22.83	(0.15)	22.68
Finance costs	4	115.41	0.29	115.70
Depreciation expense	2	106.26	(105.27)	0.99
Other expenses	2,5	283.50	36.62	320.12
Total Expenses (IV)		2,748.20	222.05	2,970.25
VI. Profit before tax (III - IV)		172.79	8.55	181.34
Tax Expense				
Current Tax		36.63	-	36.63
Deferred Tax	6	21.63	2.94	24.57
Net Profit after tax		114.53	5.61	120.14
Other comprehensive income (Net of Deferred Tax)	10	-	(48.75)	(48.75)
Total comprehensive income for the year		114.53	(43.14)	71.39

d. **Effects of IND AS adoption on Total Equity**

		Rs in crores	
	Notes	As at March 31, 2016	As at April 1, 2015
Net Worth under IGAAP		1,158.34	954.47
Arrangements in the nature of lease	2	101.54	57.27
Financial assets at amortised cost	5	(1.80)	(2.76)
Deferred taxes	6	(20.79)	(17.90)
Equity investments at fair value through OCI	3	(15.74)	12.84
Foreign currency monetary items translation difference account	2	(64.05)	(8.60)
Other IND-AS adjustments	4,5	(1.65)	-
Net Worth under IND AS		1,155.85	995.32

AMBA RIVER COKE LIMITED
Notes to the financial statements

e. Effects of IND AS adoption on Cash Flows for year ended 31 March 2016

		Rs in crores		
	Notes	Amount as per previous GAAP	Effects of transition to Ind	Amount as per Ind AS
Net cash generated from/(used in) operating activities	2,4,5	649.93	(1.67)	648.26
Net cash generated from/(used in) investing activities	2	(395.71)	16.98	(378.73)
Net cash generated from/(used in) financing activities	4,5	(247.22)	(15.31)	(262.53)
Net increase/(decrease) in cash and cash equivalents		7.00	0.00	7.00
Cash and cash equivalents at start of year/period		1.43	-	1.43
Cash and cash equivalents at close of year/period		8.43	0.00	8.43

Notes:

- 1 To comply with the Companies (Accounting Standard) Rules, 2006, certain account balances have been regrouped as per the format prescribed under Division II of Schedule III to the Companies Act, 2013.

2 Finance lease arrangements:

In respect of certain long-term arrangements, existing at the date of transition and identified to be in the nature of finance lease where the Company is lessor, the finance lease receivables determined at the inception of respective arrangements have been recognized on the date of transition with the adjustment of difference vis-a-vis carrying value of respective plant and equipment, if any, in the opening retained earnings, resulting into increase in interest on finance lease receivable and reduction in depreciation charge, and revenue from sale of products and valuation of underlying inventories. Such arrangements were recognized as per their legal form under the previous GAAP.

Foreign currency exchange differences pertaining to long term foreign currency monetary item which were earlier adjusted to the cost of property, plant and equipment under previous GAAP have been accumulated in FCMITDA and amortised over the balance tenure of long term foreign currency monetary item.

3 Fair valuation of investments:

Certain equity investments have been measured at fair value through other comprehensive income (FVTOCI)

The difference between the fair value and previous GAAP carrying value on transition date has been recognized as an adjustment to opening retained earnings / separate component of other equity.

4 Financial liabilities and related transaction costs:

Borrowings and other financial liabilities which were recognized at historical cost under previous GAAP have been recognized at amortised cost under IND AS with the difference been adjusted to opening retained earnings.

Under previous GAAP, transaction costs incurred in connection with borrowings were amortised equally over the tenure of the borrowings. Under IND AS, transaction costs are deducted from the initial recognition amount of the financial liability and charged over the tenure of borrowing using the effective interest method.

Difference in the un-amortised borrowing cost as per IND AS and previous GAAP on transition date has been adjusted to the cost of asset under construction or opening retained earnings, as applicable.

5 Financial assets at amortised cost:

Certain financial assets held on with an objective to collect contractual cash flows in the nature of principal and interest have been recognized at amortised cost on transition date as against historical cost under the previous GAAP with the difference been adjusted to the opening retained earnings.

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6 Deferred tax as per balance sheet approach:

Under previous GAAP, deferred tax was accounted using the income statement approach, on the timing differences between the taxable profit and accounting profits for the period. Under IND AS, deferred tax is recognized following balance sheet approach on the temporary differences between the carrying amount of asset or liability in the balance sheet and its tax base. In addition, various transitional adjustments has also lead to recognition of deferred taxes on new temporary differences.

7 Excise duty:

Under previous GAAP, revenue from sale of goods was presented net of excise duty whereas under IND AS the revenue from sale of goods is presented inclusive of excise duty. The excise duty is presented on the face of the Statement of Profit and Loss as part of expenses.

8 Defined benefit liabilities:

Under IND AS, Remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined liability, are recognized in other comprehensive income instead of profit or loss in previous GAAP.

9 Government grant :

Government grant outstanding as on transition date relating to the purchase of fixed asset and conditional upon fulfillment of future export obligations has been recognized as deferred income under Ind AS with the corresponding adjustment to the carrying amount of Property, plant and equipment (net of cumulative depreciation impact) and opening retained earnings.

10 Other comprehensive income:

Under IND AS, all items of income and expense recognized in the period should be included in profit or loss for the period, unless a standard requires or permits otherwise. Items of income and expense that are not recognized in profit or loss but are shown in the statement of profit and loss as "other comprehensive income" includes remeasurements of defined benefit plans, foreign currency monetary item translation difference account, fair value gain or losses on FVTOCI equity instruments. The concept of other comprehensive income did not exist under previous GAAP.

For and on behalf of the Board of Directors

PRADEEP BHARGAVA
Director

AJIT KARANDE
Whole-time Director

Place: Mumbai
Date : May 13, 2017

RAJEEV JAIN
Company Secretary

GAUTAM MITRA
Chief Financial Officer