



**I. ABRIDGED FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR 2016-17
(Page No. 1 to 15)**

**II. NOTICE OF 55TH ANNUAL GENERAL MEETING
(Page No. 16 to 25)**

MOIL LIMITED

(A Government of India Enterprise)

CIN: L99999MH1962GOI012398

PAN: AAACM8952A

MOIL Bhawan, 1A Katol Road,

NAGPUR – 440 013

Website: www.moil.nic.in,

E-Mail ID: compliance@moil.nic.in,

Ph.: 0712- 2806182, Fax: 0712-2591661



MOIL LIMITED

(A Government of India Enterprise)

Regd. Off.: MOIL Bhawan, 1A Katol Road, NAGPUR – 440 013

Website: www.moil.nic.in, E-Mail ID: compliance@moil.nic.in, Ph.: 0712- 2806182, Fax: 0712-2591661, CIN: L99999MH1962GOI012398

Statement containing salient features of Balance Sheet and Profit and Loss Account for F.Y. 2016-17 (FORM AOC-3-Abridged Financial Statements)

[Pursuant to first proviso to sub-section (1) of section 136 of the Act and Rule 10 of Companies (Accounts) Rules, 2014]

(I) ABRIDGED BALANCE SHEET AS AT 31ST MARCH, 2017

(₹ in Lakhs)

Sr. No.	Particulars	(Standalone) Figure at the end of		(Consolidated) Figure at the end of	
		Current reporting period 31.03.2017	Previous Reporting period 31.03.2016	Current reporting period 31.03.2017	Previous reporting period 31.03.2016
I	EQUITY AND LIABILITIES				
(1)	Shareholders' funds				
	(a) Paid-up Share capital				
	(i) Equity	13318.78	16800.00	13318.78	16800.00
	(ii) Preference	0.00	0.00	0.00	0.00
	(b) Reserves and surplus				
	(i) Capital reserve (including Revaluation reserve if any)	0.00	0.00	0.00	0.00
	(ii) Revenue Reserves	253664.36	327878.79	253664.36	327878.79
	(iii) Capital redemption reserves	3481.22	0.00	3481.22	0.00
	(iv) Surplus	10070.70	658.21	10070.11	500.23
	(c) Money received against share warrants	0.00	0.00	0.00	0.00
(2)	Share Application money pending allotment				
(3)	Non-Current liabilities				
	(a) Long-term borrowings	0.00	0.00	0.00	0.00
	(b) Deferred tax liabilities (Net)	603.07	1047.32	603.07	1047.32
	(c) Long-term provisions	934.57	861.81	934.57	861.81
(4)	Long-term liabilities	378.54	96.91	378.54	96.91
	Current liabilities				
	(a) Short-term borrowings	0.00	0.00	0.00	0.00
	(b) Trade payables	4170.17	2533.32	4170.17	2533.32
	(c) Other current liabilities	16625.20	15459.77	17286.47	16134.32
	(d) Short-term provisions	4089.62	7463.97	3911.40	7463.97
	Total of (1) to (4)	307336.23	372800.10	307818.69	373316.67
II	ASSETS				
(5)	Non-current assets				
	(a) Fixed assets				
	(i) Tangible assets (Original cost less Depreciation)	30532.28	30345.66	31001.01	30832.98
	(ii) Intangible assets (Original cost less Depreciation/ amortization)	2087.28	743.76	2087.28	743.76
	(iii) Capital work-in-progress	11616.14	6762.97	11774.39	6913.35
	(iv) Intangible assets under development	0.00	1276.73	0.00	1276.73
	(b) Non-current investments	21.29	21.29	1.29	1.29
	(c) Deferred tax assets (Net)	0.00	0.00	0.00	0.00
	(d) Long-term loans and advances	123.03	121.23	123.03	121.23
	(e) Other non-current assets	4554.60	6546.04	4356.72	6348.10
(6)	Current assets				
	(a) Current investments	0.00	0.00	0.00	0.00
	(b) Inventories	12217.44	16298.91	12217.44	16298.91
	(c) Trade receivables	24125.09	14204.64	24125.09	14204.64
	(d) Cash and cash equivalents	209112.76	285009.92	209202.14	285119.21
	(e) Short-term loans and advances	1718.72	1650.75	1702.12	1636.19
	(f) Other Current assets	11227.60	9818.20	11228.19	9820.29
	Total of (5) to (6)	307336.23	372800.10	307818.69	373316.67

• Refer Notes on Accounts

For M/s J. S. Uberoi & Co.

Chartered Accountants,

Firm's Registration Number 111107 W

Neeraj Pandey

Company Secretary

Nitin P. Kajarekar

Chief Financial Officer

CA. Amarjeet Singh Sandhu

Partner

Membership Number :108665

Place : For Standalone and Consolidated -New Delhi

Date : For Standalone - 30.05.2017 and For Consolidated - 10.08.2017

Mukund P. Chaudhari

Chairman-cum-Managing Director

(II) ABRIDGED PROFIT AND LOSS ACCOUNTS FOR THE YEAR ENDED ON 31ST MARCH, 2017

(₹ in Lakhs)

Sr. No.	Particulars	(Standalone) Figure at the end of		(Consolidated) Figure at the end of	
		Current reporting period 31.03.2017	Previous reporting period 31.03.2016	Current reporting period 31.03.2017	Previous reporting period 31.03.2016
I	Income				
	Revenue from operations				
	I. Sale of Products manufactured	8450.12	6280.99	8450.12	6280.99
	II. Sale of Goods traded	90534.37	57179.01	90534.37	57179.01
	III. Revenue from Service provided	0.00	0.00	0.00	0.00
	IV. Other Operational revenue	0.00	0.00	0.00	0.00
	TOTAL	98984.49	63460.00	98984.49	63460.00
II	Other income	22112.74	25215.59	22120.10	25221.55
III	Total Income	121097.23	88675.59	121104.59	88681.55
IV	Expenditure				
(a)	Cost of material consumed	2800.23	1733.97	2800.23	1733.97
(b)	Purchase of stock-in-trade	0.00	0.00	0.00	0.00
(c)	Changes in inventories of finished goods, work-in-process and stock-in-trade	4841.62	-1389.59	4841.62	-1389.59
(d)	Employee benefits expenses	30766.21	30123.07	30766.21	30123.07
(e)	Finance costs	0.00	0.00	0.00	0.00
(f)	Depreciation and amortization expenses	5471.17	5246.68	5489.76	5265.28
(g)	Other expenses	31028.04	25935.87	30857.51	25943.80
	Total Expenditure [(a) to (g)]	74907.27	61650.00	74755.34	61676.53
V	Profit before exceptional and extraordinary items and tax (III-IV)	46189.96	27025.59	46349.25	27005.02
VI	Exceptional items	0.00	0.00	0.00	0.00
VII	Profit before extraordinary items and tax (V-VI)	46189.96	27025.59	46349.25	27005.02
VIII	Extraordinary items	0.00	0.00	0.00	0.00
IX	Profit/(Loss) before tax (VII-VIII)	46189.96	27025.59	46349.25	27005.02
X	1. Tax expense	16051.01	9780.67	16052.91	9780.67
	2. Deferred tax	-444.24	-53.33	-444.24	-53.33
XI	Profit/(Loss)after tax for the period from continued operation	30583.19	17298.25	30740.58	17277.68
XII	Profit/(Loss) from discontinued operation	0.00	0.00	0.00	0.00
XIII	Tax expense of discontinued operation	0.00	0.00	0.00	0.00
XIV	Profit/(Loss) from discontinued operation (after tax)(XII-XIII)	0.00	0.00	0.00	0.00
XV	(i) Profit/(Loss) for the year (XI+XIV) from Continuing operation	30583.19	17298.25	30740.58	17277.68
	(ii) Profit/(Loss) for the year (i.e., Other Comprehensive) Income)	-655.61	0.00	-655.61	0.00
	Total Comprehensive income for the period (i)-(ii)	29927.58	17298.25	30084.97	17277.68
XVII	Earnings per equity share:				
	(a)Basic	20.21	10.30	20.32	10.28
	(b)Diluted	20.21	10.30	20.32	10.28

- Refer Notes on Accounts

For M/s J. S. Uberoi & Co.
Chartered Accountants,
Firm's Registration Number 111107 W

Neeraj Pandey
Company Secretary

Nitin P. Kajarekar
Chief Financial Officer

CA. Amarjeet Singh Sandhu
Partner
Membership Number :108665

Mukund P. Chaudhari
Chairman-cum-Managing Director

Place : For Standalone and Consolidated -New Delhi

Date : For Standalone - 30.05.2017 and For Consolidated - 10.08.2017



(III) **ABRIDGED CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2017**

(₹ in Lakhs)

Sr. No.	Particulars	(Standalone) Figure at the end of		(Consolidated) Figure at the end of	
		Current reporting period 31.03.2017	Previous reporting period 31.03.2016	Current reporting period 31.03.2017	Previous reporting period 31.03.2016
I	Income				
1	Cash Flow from Operating activities	11783.67	(2389.17)	11764.89	(2396.03)
2	Cash Flow from investing activities	(79665.75)	14541.43	(79666.87)	14546.86
3	Cash Flow from finance activities	(8015.09)	(10131.42)	(8015.09)	(10131.42)
4	Net increase/(decrease) in cash and cash equivalents	(75897.17)	2020.84	(75917.07)	2019.41
5	Cash and cash equivalents at the beginning of period	285009.92	282989.08	285119.21	283099.80
6	Cash and cash equivalents at the end of period	209112.75	285009.92	209202.13	285119.21

Notes:-

- (1) Figures in brackets indicate cash outgo.
- (2) Cash and cash equivalents include cash on hand and bank balances including Fixed Deposits, Dividend Accounts.
- (3) Complete Balance Sheet, Statement of Profit and Loss, other statements and notes thereto prepared as per the requirements of Schedule III to the Companies Act, 2013 are available at the Company's website www.moil.nic.in

For M/s J.S. Uberoi & Co.

**Chartered Accountants,
Firm's Registration Number 111107 W**

**Neeraj Pandey
Company Secretary**

**Nitin P. Kajarekar
Chief Financial Officer**

CA. Amarjeet Singh Sandhu

**Partner
Membership Number :108665**

**Mukund P. Chaudhari
Chairman-cum-Managing Director**

Place : For Standalone and Consolidated -New Delhi

Date : For Standalone - 30.05.2017 and For Consolidated - 10.08.2017

(IV) **Notes:** Reference of Notes on Accounts for the year ended 31st March, 2017 (as contained in the full annual report of the year) are given against each of the notes mentioned below. Company's full annual report is available on its website www.moil.nic.in

- (1) The financial statements are prepared in accordance with Indian Accounting Standards (*Ind-AS*) under the historical cost convention on accrual basis except for certain financial instruments which are measured at fair values, the provisions of Companies Act, 2013 ('Act') to the extent notified and the guidelines issued by the Securities and Exchange Board of India (SEBI). The *Ind-AS* are prescribed under Section 133 of the Act read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. (Refer to Note No.1.1.1 (a) in Full Annual Report)
- (2) The company has adopted all the *Ind AS*'s and the adoption was carried out in accordance with *Ind-AS* 101 (first time adoption of *Ind AS*). The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was previous GAAP. Reconciliations and descriptions of the transition effect have been summarized in the Notes to Financial Statements. Accordingly, the date prescribed for first time adoption of *Ind AS*'s being 1st April 2015 the financial statements are restated in line with *Ind AS* for previous year. (Refer to Note No.1.1.1(b) in Full Annual Report)
Note: As the format of AoC-3 has not been revised by the Ministry of Corporate Affairs, the same has been prepared based on the existing formats. However, there is no impact on revenue or profitability of the company on account of this. For providing financial information to the shareholders as per *Ind-AS* format, Balance Sheet and Statement of Profit and Loss prepared based on *Ind-AS* formats are also enclosed herewith. Shareholders may please refer to full Annual Report of the company available on its website www.moil.nic.in to see the financial statements of 2016-17 in *Ind-AS* format.
- (3) **Depreciation and amortization:** (Refer to Note No.1.1.2(c) in Full Annual Report) - Intangible Asset includes
 - (a) Cost of Leasehold rights obtained for 20 years.
 - (b) Cost of acquisitions of SAP licenses, which is having useful life of 5 years
 - (c) Cost of MS office software is having useful life of 3 years ,
which are amortised accordingly.
- (4) **Other income** includes ₹ 2323.07 lakhs receivable on account of refund due of electricity duty for ferro manganese plant for earlier years and ₹ 220.69 lakhs is adjusted against current year's electricity dues totaling to ₹ 2543.76 lakhs in view of favorable verdict of Hon'ble Supreme Court of India. (Refer to Note No.1.1.6(B)(ii) in Full Annual Report)
- (5) The company has bought back 34812196 equity shares at a price of ₹ 248 each amounting to ₹ 86334.25Lakhs during the financial year under consideration. (Refer to Note No.1.1.18) in Full Annual Report)

- (6) Final Dividend on shares is recorded as a liability on the date of approval by the shareholders. Interim dividend is recorded as a liability on the date of declaration by the Company's Board of Directors. (Refer to Note No.1.1.19 in Full Annual Report)
- (7) Corporate Social Responsibility (CSR) and Sustainable Development (SD): Company carries out various CSR and SD activities such as construction of village roads, toilet bathrooms at public utility places and schools, skill development programs etc. Similarly undertakes plantation and dump reclamation. The expenditure during the year is ₹ 1143.10 (₹ 1447.39) lakhs. These activities are approved by CSR committee and any shortfall as per statutory limits is deposited in a separate trust account created for the CSR purpose. (Refer to Note No.1.1.29 in Full Annual Report)
- (8) Additional information to financial statements : Information in respect of SBN's as per para 'k' of Schedule III (Refer to Note No.1.1.30 in Full Annual Report)

In ₹

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand on 08.11.2016	384000.00	459464.42	843464.42
(+) Permitted receipts	5000.00	47441202.98	47446202.98
(-) Permitted payments	22000.00	38028722.92	38050722.92
(-) Amount deposited in Banks	367000.00	8806000.00	9173000.00
Closing cash in hand as on 30.12.2016	Nil	1065944.48	1065944.48

- (9) **Transactions with related parties:** Disclosures of transactions with related parties as per Accounting Standard 18/Companies Act, 2013 are as under. (Refer Note no. 1.1. (23) of Notes on Accounts on Consolidated Financial Statements and also Standalone Financial Statements).

- (i) List of related parties and relationship

- (a) Key managerial personnel

	Designation
1. Shri M.P. Chaudhari	Chairman-cum-Managing Director
2. Shri. G.P. Kundargi (upto 31/08/2016)	Chairman-cum-Managing Director
3. Shri T.K. Pattnaik	Director (Commercial)
4. Shri. D.S. Ahluwalia	Director (Finance)-Addl. Charge
5. Shri. N.P. .Kajarekar (w.e.f. 11.11.2016)	Chief Financial Officer
6. Shri Neeraj Pandey	Company Secretary

- (b) Joint venture companies

1. SAIL & MOIL Ferro Alloys Pvt. Ltd.
2. RINMOIL Ferro Alloys Pvt. Ltd.

- (ii) Transactions during the year with related parties stated in (i) (a) above :

(₹ in Lakhs)

Sr. No.	Particulars	Standalone		Consolidated	
		2016-17	2015-16	2016-17	2015-16
1	Managerial remuneration				
2	(a) Salaries and allowances	126.64	111.81	126.64	111.81
	(b) Contribution to provident fund	9.29	9.85	9.29	9.85
	(c) Actual/estimated value of perquisites	3.56	4.32	3.56	4.32
	Total	139.49	125.98	139.49	125.98
	Reimbursement of traveling expenses	57.26	67.48	57.26	67.48

- (10) **Contingent Liabilities:** (Refer Note no. 1.1. (25) of Notes on Accounts on Consolidated Financial Statements and also Standalone Financial Statements).

- (a) Claims against the company not acknowledged as debts-(**For Both Standalone and Consolidated Financial Statements**)

(₹ In Lakhs)

Particulars of claims	31-03-2017	31-03-2016
(i) By employees for wages and other benefits	98.00	218.00
(ii) By Forest Department for payment of transit fee on railing of ore from Tirodi mine	86.08	86.08
(iii) Interest on arbitration award and contractors claim	1024.48	908.96
(iv) Central excise Commissionerate, Jabalpur for levy of excise duty on manganese ore	14435.84	0.00
(v) Entry tax, central sales tax and value added tax and employees' profession tax	95.79	83.22
(vi) Disputed income tax under appeal [Tax already paid ₹ 1697.62 (₹ 1569.39) lakhs]	1697.62	1615.00
(vii) Contingent liability on financial assurance under bank guarantees /letter of credits (Represented by fixed deposits of equivalent amount)	384.23	380.31

- (b) Estimated amount of contracts remaining to be executed on capital account and not provided for is **Standalone:** ₹ 14656.35 (Standalone) (₹ 11865.77) lakhs and **Consolidated:** ₹ 14860.75 (₹ 12084.45) lakhs. Advance paid for such contracts is ₹ 1406.66 (₹ 1478.50) lakhs.



(11) Items which constitute 20% or more of the total income or expenditure (including provisions) are given below:-

(₹ In Lakhs)

Sr. No.	Particulars	Standalone		Consolidated	
		2016-17	2015-16	2016-17	2015-16
1.	Income				
	(a) Sales of mining products:	90534.37(74.76%)	57179.01(64.48%)	90534.37(74.76%)	57179.01(64.48%)
	(b) Other income-interest	18560.36(15.33%)	24406.35(27.52%)	18567.10(15.33%)	24411.77(20.16%)
2.	Expenditure –				
	(a) Employees benefit expenses	30766.21(41.07%)	30123.07(48.86%)	30766.21(41.16%)	30123.07(48.84%)

Note: % in bracket is % of the income / expenditure with total income / expenditure.

(12) Details of cash and cash equivalents shall be disclosed as follows:

(₹ in lakhs)

Particulars	Standalone		Consolidated	
	2016-17	2015-16	2016-17	2015-16
(a) Balances with banks	209102.56	285001.58	209191.94	285110.86
(b) Cheques, drafts on hand	NIL	NIL	NIL	NIL
(c) Cash in hand	10.20	8.34	10.20	8.35
(d) Others, if any,	NIL	NIL	NIL	NIL

(V) Segment revenue, segment capital employed (segment assets minus segment liabilities) and segment result etc.

Company has identified three business segments, viz., mining, manufacturing and power generation as per Accounting Standard AS-17 on Segment Reporting. (₹ In Lakhs)

Sr. No	Particulars	Mining		Manufacturing		Power generation		Eliminations		Consolidated	
		2016-17	2015-16	2016-17	2015-16	2016-17	2015-16	2016-17	2015-16	2016-17	2015-16
1	Revenue										
	(a) External sales (Gross)	90534.37	57179.01	7666.73	5369.33	783.39	911.66	0.00	0.00	98984.49	63460.00
	(b) Inter-segment sales	1488.96	852.33	0.00	0.00	681.23	606.37	-2170.19	-1458.70	0.00	0.00
	(c) Total revenue	92023.33	58031.34	7666.73	5369.33	1464.62	1518.03	-2170.19	-1458.70	98984.49	63460.00
2	Results										
	(a) Segment result	22187.26	889.01	771.80	-260.51	1181.16	1181.50	0.00	0.00	24077.22	1810.00
	(b) Other income (incl write back)	22112.74	25215.59	0.00	0.00	0.00	0.00	0.00	0.00	22112.74	25215.59
	(c) Total segment result	44300.00	26104.60	771.80	-260.51	1181.16	1181.50	0.00	0.00	46189.96	27025.59
	(d) Profit before tax									46189.96	27025.59
	(e) Provision for income tax									16051.01	9780.67
	(f) Deferred tax liability/asset									-444.24	-53.33
	(g) Profit after tax									30583.19	17298.25
3	Other information										
		Mining		Manufacturing		Power generation		Unallocated#		Consolidated	
		31.03.17	31.03.16	31.03.17	31.03.16	31.03.17	31.03.16	31.03.17	31.03.16	31.03.17	31.03.16
	(a) Segment assets	74146.86	63784.80	2603.66	2683.29	2897.22	3059.38	227688.50	303272.64	307336.24	372800.11
	(b) Segment liabilities	12322.57	10567.84	852.78	195.39	115.63	389.57	13510.20	16310.31	26801.18	27463.11
	(c) Capital expenditure	9906.41	7808.37	9.94	218.10	0.00	0.00	708.88	1757.06	10625.23	9783.53
	(d) Depreciation for the period ended	5194.07	5003.01	102.42	68.99	174.68	174.68	0.00	0.00	5471.17	5246.68

Note: Electricity charges of consuming units are grossed up by the amount of credit given by Madhya Pradesh Electricity Distribution Company Ltd., in powerbills on account of power generated and the same is recognised as inter-segment revenue of power generating unit so as to arrive at the segment revenue

Includes unallocated capital expenditure, corporate assets and corporate liabilities

(VI) AUDITOR'S REPORT

A. INDEPENDENT AUDITOR'S REPORT ON THE ABRIDGED STANDALONE IND AS FINANCIAL STATEMENTS

To
The Members,
MOIL LIMITED
Nagpur

Report on the Abridged Standalone Ind AS Financial Statements

The accompanying Abridged Standalone Ind AS Financial Statements, which comprise the Abridged Standalone Balance Sheet as at 31st March 2017, the Abridged Standalone Statement of Profit and Loss (including other comprehensive income), Abridged Standalone Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and related notes, are derived from the Audited Standalone Ind AS Financial Statements of MOIL Limited ('the Company') for the year ended 31st March 2017. We expressed an unmodified audit opinion on those financial statements in our audit report dated 30th May 2017. Those Standalone Ind AS Financial Statements and the Abridged Standalone Ind AS Financial Statements, do not reflect the effects of events that occurred subsequent to the date of our report on those standalone financial statements.

The Abridged Standalone Ind AS Financial Statements do not contain all the disclosures required by the Accounting Standards referred to in Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 and accounting principles generally accepted in India, applied in the preparation of the audited standalone financial statements of the Company. Reading the abridged standalone financial statements, therefore, is not a substitute for reading the audited standalone financial statements of the Company.

Management's Responsibility for the Abridged Standalone 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') for the preparation of these abridged standalone financial statements in accordance with Section 136(1) read with Rule 10 of Companies (Accounts) Rules, 2014 and are based on the audited standalone financial statements of the Company for the year ended 31st March 2017, prepared in accordance with Accounting Standards referred to in Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and accounting principles generally accepted in India.

Auditors' Responsibility

Our responsibility is to express an opinion on the Abridged Standalone Ind AS Financial Statements based on our procedures, which were conducted in accordance with Standard on Auditing (SA) 810, "Engagements to Report on Summary Financial Statements" issued by the Institute of Chartered Accountants of India.

Opinion

In our opinion, the Abridged Standalone Ind AS Financial Statements, prepared in accordance with Rule 10 of the of Companies (Accounts) Rules, 2014 are derived from the Audited Standalone Ind AS Financial Statements of the Company for the year ended 31st March, 2017 prepared in accordance with the Accounting Standards prescribed under section 133 of the Act and accounting principles generally accepted in India, are a fair summary of those Standalone Ind AS Financial Statements.

For M/s J.S. Uberoi & Co.
Chartered Accountants
Firm's Registration Number :-111107W

CA Amarjeet Singh Sandhu
Partner
Membership number:108665

Date of Report: 30-05-2017
Place of Signature: New Delhi



B. INDEPENDENT AUDITOR’S REPORT ON THE ABRIDGED CONSOLIDATED IND AS FINANCIAL STATEMENTS

**To
The Members,
MOIL LIMITED,
Nagpur**

Report on the Abridged Consolidated Ind AS Financial Statements

The accompanying Abridged Consolidated Ind AS Financial Statements, which comprise the Abridged Consolidated Balance Sheet as at 31st March, 2017, the Abridged Consolidated Statement of Profit and Loss (including other comprehensive income), Abridged Consolidated Statement of Cash Flows and Statement of Changes in Equity for the year then ended, and related notes are derived from the audited consolidated financial statements of MOIL Limited (referred to as the *parent company*) for the year ended 31st March 2017. We expressed an unmodified audit opinion on those financial statements in our audit report dated 10th August 2017. Those Consolidated Ind AS Financial Statements and the Abridged Consolidated Ind AS Financial Statements, do not reflect the effects of events that occurred subsequent to the date of our report on those consolidated financial statements.

The Abridged Consolidated Ind AS Financial Statements do not contain all the disclosures required by the Accounting Standards referred to in Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 and accounting principles generally accepted in India, applied in the preparation of the audited consolidated financial statements of the parent company. Reading the abridged consolidated financial statements, therefore, is not a substitute for reading the audited consolidated financial statements of the parent company.

Management’s Responsibility for the Abridged Consolidated Ind AS Financial Statements

The parent company’s Board of Directors is responsible for the preparation of a summary of the audited consolidated financial statements in accordance with Section 136(1) read with Rule 10 of Companies (Accounts) Rules, 2014 and are based on the audited consolidated financial statements for the year ended 31st March 2017, prepared in accordance with the provisions of *Companies Act 2013, Ind AS 27 on Consolidated and Separate Financial Statements and Ind AS 31 on Interests in Joint Ventures and accounting principles generally accepted in India.*

Auditors’ Responsibility

Our responsibility is to express an opinion on the Abridged Consolidated Ind AS Financial Statements based on our procedures, which were conducted in accordance with Standard on Auditing (SA) 810, “Engagements to Report on Summary Financial Statements” issued by the Institute of Chartered Accountants of India.

Opinion

In our opinion, the Abridged Consolidated Ind AS Financial Statements, prepared in accordance with Rule 10 of the of Companies (Accounts) Rules, 2014 are derived from the Audited Consolidated Ind As Financial Statements of the Company for the year ended 31st March, 2017 and are a fair summary of those Consolidated Ind AS Financial Statements.

Other Matters

We did not audit the financial statements of its jointly controlled entity RINMOIL Ferro Alloys Private Limited, whose financial statements reflect total assets of ₹ 85.18 Lakhs as at 31st March’ 2017, as considered in the consolidated financial statements. The financial statements have been audited by other auditor whose report have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the jointly controlled entity, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid jointly controlled entity, is based solely on the report of the other auditor.

In case of other jointly controlled entity SAIL & MOIL Ferro Alloys Private Limited, the audited financial statements as at 31st March’ 2017 was not available. In absence of audited financial statements as at 31st March’ 2017, the unaudited financial statements have been furnished to us by the management and are considered in the Consolidated Financial Statements.

The unaudited figures as per financial statements of SAIL & MOIL Ferro Alloys Private Limited as on 31st March’ 2017, which are considered for the purpose of consolidation are as follows :-

(₹ In Lakhs)

Name of the Joint Venture Company	Assets	Revenue	Net Cash Flow
SAIL & MOIL Ferro Alloys Private Limited	633.89	7.07	-6.47

In respect of the above matters we have placed our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

**For M/s J.S. Uberoi & Co.
Chartered Accountants
Firm’s Registration Number:-111107W**

**CA Amarjeet Singh Sandhu
Partner
Membership number:-108665**

**Date of Report: 10-08-2017
Place of Signature: New Delhi**

C. INDEPENDENT AUDITOR'S REPORT ON THE UNABRIDGED STANDALONE IND AS FINANCIAL STATEMENTS

To,
The Members of MOIL LIMITED,
Nagpur

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of MOIL Limited ('the Company'), which comprise the balance sheet as at 31st March, 2017, the statement of profit and loss (including other comprehensive income), the statement of Cash flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "standalone Ind AS Financial Statements").

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone 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, read with relevant rules issued thereunder. 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 standalone 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 standalone Ind AS financial statements based on our audit.

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

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone 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 standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone 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 standalone 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 standalone Ind AS financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone 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 standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS of the financial position of the Company as at 31st March, 2017 and its financial performance including other 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 under section 143(5) of the Companies Act, 2013 we give in the **Annexure "A"** a statement on directions issued by the Comptroller & Auditor General of India after complying the suggested methodology of audit, action taken thereon and its impact on the accounts and standalone Ind AS financial statement of the company.
- 2) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure "B"** a statement on the matters specified in the paragraph 3 and 4 of the order, to the extent applicable.
- 3) 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, the Statement of Cash Flows and the Statement of changes in equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the relevant rules issued thereunder;
 - (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 C**"; and



- (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:-
- 1) The company has disclosed the impact of pending litigation on its financial position in its standalone Ind AS financial statement – Refer Note 1.1 (25) to the standalone Ind AS financial statements.
 - 2) There are no long term contracts including derivative contracts, which require provision for material foreseeable losses.
 - 3) There are no amounts which were required to be transferred, to the Investor Education and Protection Fund by the company.
 - 4) The Company has provided requisite disclosures in its standalone Ind AS financial statements as to holdings as well as dealing in Specified Bank Notes during the period from 8th November, 2016 To 30th December, 2016 and these are in accordance with the books of accounts maintained by the Company – Refer Note 1.1 (29) to the standalone Ind AS financial statements.

For M/s. J. S. Uberoi & Co.

Chartered Accountants

Firm's Registration Number :-111107W

CA Amarjeet Singh Sandhu

Partner

Membership Number :- 108665

Date of Report :- 30-05-2017

Place of Signature :- New Delhi

D. INDEPENDENT AUDITOR'S REPORT ON THE UNABRIDGED CONSOLIDATED IND AS FINANCIAL STATEMENTS

To,
The Members,
MOIL LIMITED,
Nagpur

Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of MOIL Limited (referred to as *the parent company*) and its joint ventures (referred to as *the JVs*), which are collectively referred to as *the group*, comprising the Consolidated Balance Sheet as at 31st March 2017, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Cash Flow and the Consolidated Statement of Changes in Equity for the year then ended and a summary of significant accounting policies and other explanatory information (hereinafter referred to as *the consolidated Ind AS financial statements*).

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Parent Company's Board of Directors is responsible for the preparation of these consolidated Ind AS financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the group including its jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Accounting Standards (Ind AS) specified under Section 133 of the Act read with relevant rules issued there under. The respective Board of Directors of the companies included in the group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the directors of the parent company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated 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 consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial controls relevant to the parent company's preparation of the consolidated 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 parent company's Board of Directors, as well as evaluating the overall presentation of the consolidated 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 consolidated 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 consolidated 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 including the Ind AS of the consolidated financial position of the Group as at, 31st March 2017, and its consolidated financial performance including other comprehensive income, its consolidated cash flow and the consolidated changes in equity for the year ended.

Other Matters

We did not audit the financial statements of its jointly controlled entity RINMOIL Ferro Alloys Private Limited, whose financial statements reflect total assets of ₹ 85.18 Lakhs as at 31st March' 2017, as considered in the consolidated financial statements. The financial statements have been audited by other auditor whose report have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the jointly controlled entity, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid jointly controlled entity, is based solely on the report of the other auditor.

In case of other jointly controlled entity SAIL & MOIL Ferro Alloys Private Limited, the audited financial statements as at 31st March' 2017 was not available. In absence of audited financial statements as at 31st March' 2017, the unaudited financial statements have been furnished to us by the management and are considered in the Consolidated Financial Statements.

The unaudited figures as per financial statements of SAIL & MOIL Ferro Alloys Private Limited as on 31st March' 2017, which are considered for the purpose of consolidation are as follows :-

(₹ In Lakhs)

Name of the Joint Venture Company	Assets	Revenue	Net Cash Flow
SAIL & MOIL Ferro Alloys Private Limited	633.89	7.07	-6.47

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 of the aforesaid consolidated Ind AS financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept by the Company so far as it appears from our examination of those books and the reports of the auditors of JVs;
- (c) The consolidated Balance Sheet, the consolidated Statement of Profit and Loss and the consolidated Statement of Cash Flow and consolidated Statement of Changes in Equity dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements of the parent company and reports of the auditors of the JVs;
- (d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rules there under.
- (e) On the basis of the written representations received from the directors of the parent company as on 31st March, 2017 taken on record by the Board of Directors of the parent company and the reports of the statutory auditors of jointly controlled companies incorporated in India, none of the directors of the Parent company and jointly controlled companies incorporated in India appointed during FY 2016-17 is disqualified as on 31st March 2017 from being appointed as a director of that company 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 parent company and jointly controlled companies incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure A"; and
- (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:-
 - 1) The consolidated Ind AS financial statement disclose the impact of pending litigation on the consolidated financial position of the group. (Refer to Note 1.2 to the financial statements).
 - 2) There are no long term contracts including derivative contracts, which require provision for material foreseeable losses.
 - 3) There are no amounts which were required to be transferred to the investor's education and protection fund by the group.
 - 4) The Company has provided requisite disclosures in its consolidated Ind AS financial statements as to holdings as well as dealing in Specified Bank Notes during the period from 8th November, 2016 To 30th December, 2016 and these are in accordance with the books of accounts maintained by the Company – Refer Note 1.1 (30)(a) to the consolidated Ind AS financial statements.

For M/s. J. S. Uberoi & Co.
Chartered Accountants
Firm's Registration Number: 111107W

CA Amarjeet Singh Sandhu
Partner
Membership Number: 108665

Date of Report: 10-08-2017
Place of Signature: New Delhi

- Note:**
1. Complete Statutory Auditors Report on the unabridged consolidated financial statements for FY 2016-17 along with Annexures are available at the Company's website www.moil.nic.in
 2. Comments of CAG under section 143 (6) (b) read along with section 129 (4) of the Companies Act, 2013 on the Standalone Financial Statements and Consolidated Financial Statements of MOIL for the year ended 31st March, 2017 are given in Full Annual Report which is available on the website of the company. Please note that CAG has given NIL report on the financial statements.
 3. It is to mention that the Full Annual Report of MOIL for the year 2016-17 is available on the given link http://www.moil.nic.in/AR_MOIL_2016-17.pdf

**(VII) DIRECTOR'S REPORT** - Salient features of Board's Report are

- (1) **Financial Performance:** Total income, profit before tax and profit after tax of MOIL during 2016-17 are ₹ 1210.97 Crores, ₹ 461.90 Crores and ₹ 305.83 Crores respectively. The Board has recommended final dividend of ₹ 6.00 per share for 2016-17.
- (2) **Projects:** MOIL has planned to enhance its production from present level of around 1.1 million tonnes to 2.0 million tonnes by 2021, 2.50 million tonnes by 2025 and 3.0 million tonnes by 2030 for which strategic management plan has already been prepared. Total Capex during the year 2016-17 is ₹120.74 crores as against ₹ 119.65 crores in previous year. For this purpose, MOIL has undertaken various mine expansion projects which include new and upcoming shaft sinking projects at Balaghat and Gumgaon mines of about ₹ 460 crores in the first phase.
- (3) **R&D:** MOIL has carried out R & D activities to improve the safety and productivity in the mines by introducing modern technology with CSIR-R&D Laboratory, Reputed Academic and R&D institutions of the country. It has associated with various agencies for R&D projects, i.e., CIMFR, NML, NGRI, NEERI, IIT, NIT, IEST etc.
- (4) **Energy conservation:** MOIL gives special emphasis on conservation of energy. This is achieved by improvement in efficiency of machinery, power factor and regular monitoring performance of equipment. However, it depends on overall function of plant and machinery and also other working conditions. MOIL has two wind farms of 4.8 MW and 15.2 MW situated at Nagda Hills and Ratedi Hills respectively in District Dewas near Indore (M.P.). It has also installed solar power project.
- (5) **Mining lease and exploration:** MOIL is having total 1743.77 hectare lease areas as on 31-03-2017 out of which 704.22 hectare land is in Maharashtra and 1039.55 hectare land is in Madhya Pradesh (excluding of Forest area of Ukwa, Balaghat, Tirodi and Dongri Buzurg which are yet to be executed). An area of 814.71 hectare have reserved by the Government in favour of MOIL for prospecting of Manganese ore in Nagpur and Bhandara district of Maharashtra State. Out of 814.71 hectare area, State Government of Maharashtra has granted 584.309 hectare for prospecting of Manganese ore covering 11 P.L areas and remaining areas are under process. MOIL's total Reserves and Resources are about 81.47 million tonnes.
- (6) **ERP implementation at MOIL** envisages seamless integration of all business processes, enable decision making based on information that is visible and transparent across all levels. With a single transaction base that is shared, updated and drawn upon by the entire organization, standardization of all the master data across business functions are expected to be achieved.
- (7) **Safety:** MOIL lays special emphasis to ensure safety in the mines and also takes continuous efforts to reduce the accidents by constantly improving the standards of safety equipment through introduction of latest mining techniques and mechanization of mining operations. MOIL has conducted Risk Assessment study for all its U/g as well as O/c mine by outside experts and safety management plan has been made as per the requirement of DGMS. MOIL has prepared disaster management plan for mines, plants, school, hospital, and administrative offices.
- (8) **Vigilance Department** of MOIL lays main thrust on preventive as well as proactive vigilance activities to curb corruption and malpractices with a view to safeguard the interest of the organisation and to facilitate a conducive environment enabling people to work with integrity, honesty in a transparent manner.
- (9) **RTI Act 2005:** MOIL has appointed CPIOs at the Corporate Office and PIOs at Mines. Head of personnel department has been appointed / designated as Appellate Authority under the Act. During the year under report, the company has received total 66 nos. of applications under RTI Act, out of which 28 applications were disposed, 38 were rejected.
- (10) **Welfare Scheme:** MOIL is carrying out numerous welfare schemes such as housing, drinking water, electricity, hospital, health camps, schools, home loans and interest subsidies on home loans etc. for the benefit of the employees as well as people residing in the adjacent areas of Mines which are situated in the remote areas. MOIL is a labour intensive organization with 6201 employees on its rolls as on 31.03.2017. About 80 % of the total strength belongs to SC/ST/OBC (including 45.96 % belonging to SC/ST). Our Company is also taking keen interest in development of the tribal population living in the vicinity of the mines situated in remote areas. MOIL has citizen charter also.
- (11) **CSR:** In MOIL CSR is a continuous process. The Company has framed a CSR Policy duly approved by the Board of Directors. Several schemes have been taken up and being implemented under CSR in the current Financial year which broadly include the Education and skill development initiative, providing drinking water to villages in remote areas by installing bore wells, free cataract surgeries and paediatric eye surgeries. MOIL has formed MOIL Foundation; a Society registered under Society Registration Act, 1860. It has entered in to a MoU with Maharashtra Institute of Technology Transfer for Rural Areas (MITRA), an Associate Organization of BAIF for Community Development Programme. The project endeavours to develop resources at the village level for better quality of life in 21 villages. The company has spent about ₹ 11.43 Crores during 2016-17 which includes amount transferred to the corpus of MOIL Foundation.
- (12) **MSME:** As per requirement of Micro, Small and Medium Enterprises Development (MSMED) Act 2006, total procurement of goods during 2016-17 amounts to ₹ 47.99 Crores (previous year ₹ 53.75 crores) out of which total value of goods procured from MSE (including MSE owned by Scheduled Castes or Scheduled Tribes entrepreneurs) is ₹ 20.86 crores (previous year ₹ 17.07 crores) which amount to 43.46 % of total annual procurement of products produced by MSE.
- (13) **Hindi:** In MOIL, about 97% of the works are being done in Hindi at mines. The Unicode system has been implanted in majority of computers of the Company. The Company has provided Hindi Language software in computers and imparting training to its employees, so that MOIL's employees can use the same in their day-to-day workings. Company's in-house magazine "Sankalp".
- (14) **Awards:** MOIL is one of the public sector enterprises in the country known for its continuous excellent performance. Besides other recognitions and awards, the company at the National level received 5-Star Rating Award under Sustainable Development. Excellent grading for Corporate Governance by DPE for 2015-16. Four prizes in 47th All India Rescue Competition-2016.
- (15) **Risk Management Policy:** MOIL recognizes that risk is inherent to any business activity and that managing risk effectively is critical to the immediate and future success of the Company. The Risk Management Policy of the company establishes a system which helps in overseeing the risks, management of material business risks and also helps in internal control of the company. The same is also uploaded in the company's website www.moil.nic.in.

- (16) **Directors' Responsibility Statement:** Directors state that:(a)in the preparation of the financial statements, the applicable accounting standards have been followed and there are no material departures from the same; (b)they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2017 and of the profit and loss of the company for the year ended on that date;(c)they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act,2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities; (d) they have prepared the financial statements on a going concern basis; (e) they have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; (f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
- (17) **Statutory Auditors:** M/s J. S. Uberoi & Co., Chartered Accountants, Nagpur is Statutory Auditors of the Company for the year 2016-17 appointed by CAG. There is no fraud reported by auditors of the company under sub-section (12) of section 143 of the Act. The Statutory Auditors' Reports are self-explanatory and there is no qualification. CAG has given NIL comment.
- (18) **Secretarial Auditors:** M/s A. Mehta and Co., Indore (M.P.), Secretarial Auditors for 2016-17, has submitted their report which is self-explanatory. There is no other qualification in the report except on composition of the Board of the company and its committees during the year. Director in MOIL are appointed by the Govt. of India. At present, the composition of committee is as per the statutory requirement.
- (19) MOIL has not entered into any materially significant **related party transactions**.
- (20) MOIL has a **Whistle Blower Policy** and the same is uploaded in its website www.moil.nic.in.
- (21) **Cost Audit:** M/s Ujwal P. Loya & Co., Cost Accountants, is a Cost Auditor of the Company to conduct audit of cost accounting records maintained by the Company for the year ended 31.03.2017. The due date for filing the Cost Audit Reports for the financial year ended 31/03/2017 is 27/09/2017. The report will be submitted within prescribed time limit. The Cost Audit Report and Compliance Report for the year 2015-16 were filed within prescribed time limit.
- (22) **Consolidation of Accounts:** MOIL has no subsidiary company. However, it has two Joint Ventures namely RINMOIL Ferro Alloys Pvt. Ltd and SAILMOIL Ferro Alloys Pvt. Ltd. Pursuant to provisions of Sec. 129(3) of the Companies Act,2013,their financial statements have been consolidated with MOIL's Financial.
- (23) **MoU:** MOIL has been signing Memorandum of Understanding (MoU) with Ministry of Steel since more than 20 years. The MoU sets forth various targets and parameters of performance, which are assessed against actual achievements after close of financial year. From the year 1995-96, the company has been continuously getting *excellent* ratings (except in 2015-16, where it has got *good* due to worst market conditions in the decade). The rating for 2016-17 has not been issued so far.
- (24) **Industrial relations** in MOIL continued to be cordial and peaceful during the year 2016-17. There has not been any stoppage of work or any such labour agitation in the Company. Various Committees are constituted at the mine level and corporate level for discussing various issues for smooth functioning of the organization and expeditious decisions for the settlement of grievances had been functioning satisfactorily.
- (25) **Other Disclosures:** (i) Particulars with respect to R&D and technology absorption, as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, is annexed as Annexure- II of the Board Report. (ii) Foreign Exchange earnings and outgo: MOIL has not made any export of manganese ore during the financial year 2016-17. During the year under review, it has incurred expenditure of ₹13.51 Lakhs in foreign currency as against ₹ 33.50 Lakhs in the previous year. (iii) There are no employees covered within the purview of Section 134(3) of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) 2014, as amended from time to time. (iv) During the year under review, MOIL has not accepted any deposits as provided under the Act. There are no loans, guarantees & investments under section 186 of the Act. (v) The details regarding composition of Audit Committee are mentioned in Clause No. 3.1(A) of the Corporate Governance Report which is a part of Boards' Report. Similarly, number of meetings of the Board: The details in this respect are given in Clause No. 2.2 of the Corporate Governance Report which is a part of Boards' Report. (vi) Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an Extract of Annual Return (Form MGT-9) as on the financial year ended on 31.03.2017 is annexed as Annexure- IV of the Board Report.
- (26) **Shares in Suspense Account:** No. of Shareholders 12 and No. of Shares 204.
- (27) **Corporate Governance:** The Company strives to attain high standards of Corporate Governance. A separate section on Corporate Governance is annexed and forms part of the Boards' Report, and enclosed as Annexure -V. Certificate of Corporate Governance is also attached with Corporate Governance Report which is self-explanatory. There is no other qualification in the certificate except on composition of the Board of the company during the year.
- (28) **Management Discussion And Analysis:**
A report on Management Discussion and Analysis is placed at Annexure – VI of the Board report. In compliance with Regulation 34 of SEBI (Listing obligations and Disclosure Requirements Regulations), 2015, Business Responsibility Report is also annexed at Annexure-VII.
- (29) **Buyback Of Shares:** Company has done buyback of 3,48,12,196 fully paid equity shares (representing 20.72% of the total number of equity shares outstanding before buyback) at a price of ₹ 248 per share for an aggregate consideration of ₹ 863.34 Crores during 2016-17.
- (30) **Acknowledgement:**
Directors acknowledge the support, cooperation and guidance received from the Govt. of India, Ministry of Steel, Ministry of Environment and Forest, State Governments of Maharashtra and Madhya Pradesh, all Government Departments, Company's employees, shareholders, Bankers, valued customers, suppliers and all other stakeholders.



**Statement containing salient features of Balance Sheet and Profit and Loss Account for F.Y. 2016-17
(Abridged Financial Statements as per Ind-AS)**

Balance Sheet as at 31st March, 2017

₹ in lakhs

Sr. No.	Particulars	Standalone		(Consolidated)	
		Figure at the end of		Figure at the end of	
		Current reporting period 31.03.2017	Previous reporting period 31.03.2016	Current reporting period 31.03.2017	Previous reporting period 31.03.2016
1	ASSETS				
	Non-current assets				
	(a) Property, Plant and Equipment	30532.28	30345.66	31001.01	30832.98
	(b) Capital work-in-progress	11616.14	6762.97	11774.39	6913.35
	(c) Investment Property				
	(d) Goodwill				
	(e) Other Intangible assets	2087.28	743.76	2087.28	743.76
	(f) Intangible assets under development	0.00	1276.73		1276.73
	(g) Biological Assets other than bearer plants				
	(h) Financial Assets				
	(i) Investments	21.29	21.29	1.29	1.29
	(ii) Trade receivables				
	(iii) Loans	123.03	121.23	123.03	121.23
	(iv) Others (to be specified)				
	(i) Deferred tax assets (net)				
	(j) Other non-current assets	4554.60	6546.04	4356.72	6348.10
2	Current assets				
	(a) Inventories	12217.44	16298.91	12217.44	16298.91
	(b) Financial Assets				
	(i) Investments				
	(ii) Trade receivables	24125.09	14204.64	24125.09	14204.64
	(iii) Cash and cash equivalents	209112.76	285009.92	209202.14	285119.21
	(iv) Bank balances other than (iii) above				
	(v) Loans	1718.72	1650.75	1702.12	1636.19
	(vi) Others (to be specified)				
	(c) Current Tax Assets (Net)				
	(d) Other current assets	11227.60	9818.20	11228.19	9820.29
	Total Assets	307336.23	372800.10	307818.69	373316.67
	EQUITY AND LIABILITIES				
	Equity				
	(a) Equity Share capital	13318.78	16800.00	13318.78	16800.00
	(b) Other Equity	267216.28	328537.00	267215.69	328379.02
	Liabilities				
1	Non-current liabilities				
	(a) Financial Liabilities				
	(i) Borrowings	0.00	0.00	0.00	0.00
	(ii) Trade payables				
	(iii) Other financial liabilities (other than those specified in item (b), to be specified)				
	(b) Provisions	934.57	861.81	934.57	861.81
	(c) Deferred tax liabilities (Net)	603.07	1047.32	603.07	1047.32
	(d) Other non-current liabilities	378.54	96.91	378.54	96.91
2	Current liabilities				
	(a) Financial Liabilities				
	(i) Borrowings	0.00	0.00	0.00	0.00
	(ii) Trade payables	4170.17	2533.32	4170.17	2533.32
	(iii) Other financial liabilities (other than those specified in item (c))				
	(b) Other current liabilities	16625.20	15459.77	17286.47	16134.32
	(c) Provisions	4089.62	7463.97	3911.40	7463.97
	(d) Current Tax Liabilities (Net)				
	Total Equity and Liabilities	307336.23	372800.10	307818.69	373316.67

For M/s J.S. Uberoi & Co.
Chartered Accountants,
Firm's Registration Number 111107 W

Neeraj Pandey
Company Secretary

Nitin P. Kajarekar
Chief Financial Officer

CA. Amarjeet Singh Sandhu
Partner
Membership Number :108665

Mukund P. Chaudhari
Chairman-cum-Managing Director

Place : For Standalone and Consolidated -New Delhi
Date : For Standalone - 30.05.2017 and For Consolidated - 10.08.2017

Statement of Profit and Loss as per Ind-AS

₹ in lakhs

Sr . No.	Particulars	Standalone Figure at the end of		(Consolidated) Figure at the end of	
		Current reporting period	Previous reporting period	Current reporting period	Previous reporting period
		31.03.2017	31.03.2016	31.03.2017	31.03.2016
I	Revenue from operations	98984.49	63460.00	98984.49	63460.00
II	Other income	22112.74	25215.59	22120.10	25221.55
III	Total income (I+II)	121097.23	88675.59	121104.59	88681.55
IV	Expenses				
	(a) Cost of materials consumed	2800.23	1733.97	2800.23	1733.97
	(b) Purchases of stock-in-trade	0.00	0.00	0.00	0.00
	(c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	4841.62	-1389.59	4841.62	-1389.59
	(d) Employee benefits expense	30766.21	30123.07	30766.21	30123.07
	(e) Finance costs	0.00	0.00	0.00	0.00
	(f) Depreciation and amortization expense	5471.17	5246.68	5489.76	5265.28
	(g) Other expenses	31028.04	25935.87	30857.51	25943.80
	Total expenses (IV)	74907.27	61650.00	74755.34	61676.53
V	Profit / (Loss) before exceptional items and tax (III-IV)	46189.96	27025.59	46349.25	27005.02
VI	Exceptional items	0.00	0.00	0.00	0.00
VII	Profit / (Loss) before tax (V-VI)	46189.96	27025.59	46349.25	27005.02
VIII	Tax expense:				
	(a) Current tax	16051.01	9780.67	16,052.91	9780.67
	(b) Deferred tax	-444.24	-53.33	-444.24	-53.33
		15606.77	9727.34	15608.67	9727.34
IX	Profit / (Loss) from continuing operations (VII-VIII)	30583.19	17298.25	30740.58	17277.68
A	(i) Items that will not be reclassified to profit or loss	-655.61	0.00	-655.61	0.00
	(ii) Income tax relating to items that will not be reclassified to profit or loss				
B	(i) Items that will be reclassified to profit or loss				
	(ii) Income tax relating to items that will be reclassified to profit or loss				
XI	Total Comprehensive Income for the period (IX +X)	29927.58	17298.25	30084.97	17277.68
XII	Earnings per share of ₹ 10/- each (for continuing operation):				
	(1) Basic (₹)	20.21	10.30	20.32	10.28
	(2) Diluted (₹)	20.21	10.30	20.32	10.28

For M/s J.S. Uberoi & Co.
Chartered Accountants,
Firm's Registration Number 111107 W

Neeraj Pandey
Company Secretary

Nitin P. Kajarekar
Chief Financial Officer

CA. Amarjeet Singh Sandhu
Partner
Membership Number :108665

Mukund P. Chaudhari
Chairman-cum-Managing Director

Place : For Standalone and Consolidated -New Delhi
Date : For Standalone - 30.05.2017 and For Consolidated - 10.08.2017



MOIL LIMITED

(A Government of India Enterprise)

Regd. Off.: MOIL Bhawan, 1A Katol Road, NAGPUR – 440 013

Website: www.moil.nic.in, E-Mail ID: compliance@moil.nic.in, Ph.: 0712- 2806182, Fax: 0712-2591661, CIN: L99999MH1962GOI012398

NOTICE OF AGM

NOTICE IS HEREBY GIVEN THAT 55th Annual General Meeting of the Members of MOIL Limited will be held on Wednesday 20th September, 2017, at 11.30 A.M. at MOIL Ltd., Golden Jubilee Hall, West Court Premises, In-front-of Z.P. (Ex-Govt.) High School, Katol Road, Nagpur - 440 013, to transact the following business:

ORDINARY BUSINESS

- (1) To receive, consider and adopt the audited financial statements of the Company including consolidated financial statements for the year ended 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon.
- (2) To declare Final Dividend of ₹ 6.00 per equity share and to confirm the interim dividend of ₹ 5.00 per equity share, already paid during the year, for the year ended March 31, 2017.
- (3) To consider continuation of the appointment of Shri M.L. Dubey, Nominee Director, Government of Madhya Pradesh (DIN: 07642096), as a Director liable to retire by rotation as per applicable provisions of the Companies Act, 2013, subject to terms and conditions as determined by the Government of India vide Order No. F. No. 4/2/2015-BLA dated 14.02.2017 and further order(s) in this regard, if any.
- (4) To authorise the Board of Directors to fix remuneration of Statutory Auditors of the Company for the financial year 2017-18 in compliance with the orders and directions of appointment by the Comptroller and Auditor-General of India.

SPECIAL BUSINESS

- (5) To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:
"RESOLVED THAT appointment of M/s Pathak Paliwal & Co, a practicing Cost Accountants, as a Cost Auditors of the Company for the financial year 2017-18 at a remuneration of ₹ 1,50,000 (₹ One Lac Fifty Thousand only) plus Tax as applicable and out of pocket expenses, for audit of the cost accounting records of the company, subject to and as per the provisions of applicable Acts, rules, regulations, notifications, circulars, etc., be and is hereby ratified.
RESOLVED FURTHER THAT the Board of Directors and/ or the Company Secretary, be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."
- (6) To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:
"RESOLVED THAT pursuant to terms and conditions as determined by the Government of India vide Order No. F. No. 1(10)/2015-BLA (Vol-II) dated 31.01.2017 and pursuant to the provisions of Companies Act, 2013 read with Listing Regulations and other applicable laws, the consent of the members be and is hereby accorded for continuation of Smt. Sunanda Prasad (DIN: 06748166), as a Non-Official Part-Time Director of the Company, for a period of three years w.e.f. 31.01.2017 until otherwise decided by the Government of India through further order(s).
- (7) To consider and if thought fit, to pass, with or without modification(s), the following resolution(s) as an **Ordinary Resolution**:
"RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), the Authorized Share Capital of MOIL Limited be and is hereby increased to 300,00,00,000 (Three Hundred Crore only) divided into 30,00,00,000 (Thirty Crore only) equity shares of ₹ 10 (Ten only) each from existing 250,00,00,000 (Two Hundred and Fifty Crore only) divided into 25,00,00,000 (Twenty five Crore only) equity shares of ₹ 10/- (Ten only) each by creation of additional 5,00,00,000 (Five Crore only) equity shares of ₹ 10/- (Ten only) each.
RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee duly constituted by the Board or any authority as may be authorised by the Board) be and is hereby authorized to do and execute all such acts, deeds and things as may be necessary for giving effect to the above resolution."
- (8) To consider and if thought fit, to pass, with or without modification(s), the following resolution(s) as a **Special Resolution**:
"RESOLVED THAT pursuant to the provisions of Section 13, 61 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), the existing Clause V of the Memorandum of Association of the Company be and is hereby amended and substituted by the following:

V. The Authorized Share Capital of the Company is ₹ 300,00,00,000 (Three hundred Crore only) divided into 30,00,00,000 (Thirty Crore only) equity shares of ₹10 (Ten only) each.”

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee duly constituted by the Board or any authority as may be authorised by the Board) be and is hereby authorized to do and execute all such acts, deeds and things as may be necessary for giving effect to the above resolution.”

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

“RESOLVED THAT pursuant to Section 63 and other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital & Debentures) Rules, 2014 and Article 196 of the existing Articles of Association of the Company and in accordance with the Securities & Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“the Regulations”) and subject to such consents and approvals as may be required from the appropriate authorities and subject to such terms and modifications as may be specified while according such approvals, consent of the Company be and is hereby accorded to capitalize a sum not exceeding ₹ 133,18,78,040/- (One Hundred Thirty Three Crore Eighteen Lakh Seventy Eight Thousand Forty Only) out of the sum standing to the credit of ‘Reserves and Surplus Account’ of the Company, as per the audited financial statements of the Company for the financial year ended March 31, 2017 and that the said amount be transferred to the Share Capital Account and be applied for issue and allotment of equity shares not exceeding 13,31,87,804/- (Thirteen Crore Thirty One Lakh Eighty Seven Thousand Eight Hundred Four) equity shares of ₹10 each as bonus shares credited as fully paid up, to the eligible Members of the Company, holding equity shares of ₹10 each, whose names appear in the Register of Members / Beneficial Owners’ position of the Company on such date (“Record Date”) as may be fixed by the Company, in the proportion of One new equity share of ₹10 each for every equity share of ₹10 each held as on the Record Date and that the new bonus shares so issued and allotted shall be treated for all purposes as an increase in the nominal amount of the equity share capital of the Company held by each of such members and not as income.

RESOLVED FURTHER THAT the new equity shares of ₹ 10 each to be issued and allotted as bonus shares shall be subject to the provisions of the Memorandum & Articles of Association of the Company and shall rank *pari-passu* in all respects and carry the same rights as the existing fully paid equity shares of the Company except that these Bonus Shares shall not be eligible for Final Dividend for the financial year ended March 31, 2017 and shall be entitled to participate in full in any dividend/s to be declared thereafter.

RESOLVED FURTHER THAT the letter of allotment shall not be issued in respect of the Bonus shares and the share certificate(s) for bonus shares be issued / dispatched to the shareholders who hold the existing shares in physical form or opt to receive as such, and the respective beneficiary accounts be credited with the bonus shares, for such shareholders who hold the existing shares or opt to receive the bonus shares, in dematerialized form, within the prescribed period.”

RESOLVED FURTHER THAT the allotment of the proposed bonus shares to the extent that they relate to non-resident members of the Company, shall be subject to the approval, if any, of the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and other applicable rules/regulations/guidelines issued/amended by RBI or any other authority, from time to time, in this regard.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee duly constituted by the Board or any authority as may be approved by the Board) be and is hereby authorized to do and execute all such acts, deeds and things as may be necessary for giving effect to the above resolution.”

Place: Nagpur
Date: 23.08.2017

By order of the Board of Directors

Neeraj D. Pandey
(Company Secretary)

Regd. Office:
MOIL LIMITED,
MOIL Bhawan,
1A Katol Road,
Nagpur - 440 013

**NOTES:**

1. The company has opted to send the notice along with statement containing salient features of financial statement, i.e., abridged form of Annual Report, in the AOC-3 Form as given under the first proviso of sub-section (1) of section 136 of the Companies Act, 2013. In case you want full Annual Report for the given financial year, please inform to Bigshare Services Pvt. Ltd. (Registrar and Transfer agents) or to the company. It may be noted here that financial statements of the Company including consolidated financial statements for the year ended 31st March, 2017 have been prepared in accordance with Ind-AS, however, the AOC-3 has not been revised by Ministry of Corporate Affairs. Hence, MOIL has prepared abridged form of Annual Report in the existing AOC-3 Form. However, there is no change in assets, liabilities, incomes, profit, etc. on this account. The full Annual Report as per Ind-As is available on company's website www.moil.nic.in
2. The relevant Explanatory Statements pursuant to Section 102 of the Companies Act, 2013, in respect of Item Nos.5, 6, 7, 8 & 9 are annexed herewith
3. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED, STAMPED AND SIGNED, NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF 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 member.
4. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. An authorised representative of the President of India or of the Governor of the State, holding shares in a company, may appoint a Proxy under his signature to attend and vote on their behalf at the Meeting and such authorised representative may appoint a Proxy under his signature.
6. Brief Resume of the Directors appointed since last Annual General Meeting and also of those whose appointment/re-appointment is proposed, as mandated under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), is annexed hereto and forms part of the notice.
7. Pursuant to regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, "Book Closure" for the purpose of payment of final dividend for the financial year ended 31st March, 2017, if declared at ensuing Annual General Meeting shall be Saturday 9th September, 2017 ("the Book Closure date"). The final dividend on equity shares will be paid within 30 days after declaration to the members or their mandates whose names appear in the Company's Register of Members or in the statement of beneficial ownership furnished by National Securities Depository Limited (NSDL) and Central Depository Securities Limited (CDSL) at the close of business hours on Friday, September 8, 2017. Bonus Shares shall not be eligible for Final Dividend for the financial year ended March 31, 2017. The Bonus Shares will be allotted to the eligible Members of the Company whose names appear in the Register of Members/ Beneficial Owners' position on such date ("Record Date") as may be fixed by the Company.
8. Requisitions, if any, for inspection of Proxies shall be received in writing from a member entitled to vote on any resolution at least 3 days before the commencement of the meeting shall be made available for inspection during the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting.
9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
10. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
11. Members are requested to:-
 - Note that copies of Annual Report will not be distributed at the Annual General Meeting.
 - Bring their copies of Annual Report, Notice and Attendance Slip duly completed and signed, at the meeting.
 - Deliver duly completed and signed Attendance Slip at the entrance of the meeting venue as entry to the hall will be strictly on the basis of the entry slip available at the counter at the venue to be exchanged with the attendance slip.
 - Quote the Folio/Client ID & DP ID Nos. in all correspondence.
 - Members, who hold shares in dematerialized form are requested to bring their Client ID and DP ID Nos. for easier identification of attendance at the meeting
 - Note that due to strict security reasons, mobile phones, brief cases, eatables and other belongings may not be allowed inside the Meeting Hall.
 - Note that no gifts/coupons will be distributed at the Annual General Meeting.

12. Members are requested to notify immediately any change of address:
 - To their Depository Participant(DP) in respect of shares held in dematerialized form, and
 - To the Company at its Registered Office or to its RTA, M/s. Bigshare Services Pvt. Ltd. in respect of their physical shares, if any, quoting their folio number.
13. Facility of payment of dividend through ECS / NECS is available. Those shareholders who are holding shares in electronic mode should register their ECS mandate with their respective depository participants directly and shareholders who are holding equity shares in physical mode, they are requested to deposit ECS mandate with the Company or RTA.
14. The Notice of the AGM along with the Annual Report for 2016-17 are being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the said documents. For Members who have not registered their e-mail addresses, physical copies of the notice and abridged financial statements are being sent. All these above mentioned documents will also be available on the Company's website www.moil.nic.in for download by the shareholders. We request shareholders to update their mail address with their depository participant to ensure that the annual reports and other documents reach them on their preferred mail address. Shareholders holding shares in physical form may intimate their e-mail address along with name, address and folio no. for registration at investor@bigshareonline.com
15. As mandated by the Securities and Exchange of India (SEBI), every participant in the securities market has to submit Permanent Account Number (PAN). Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA of the company.
16. Pursuant to the provisions of Section 124(5) of the Companies Act, 2013 **dividends** which had remained **unclaimed** for a period of seven years from the date of transfer of the same will have to be transferred to the 'Investor Education and Protection Fund' established by the Central Government. Shareholders who have not encashed the dividend warrant(s) so far for various years are requested to make their claim to M/s. Bigshare Services Pvt. Ltd., Mumbai, RTA of the Company. Shareholders are requested to note that no claims shall lie against the said Fund or the Company in respect of any amounts which were unclaimed and unpaid for a period of seven years from the dates that they first became due for payment and no payment shall be made in respect of any such claims. It is to mention that there is no unclaimed dividend pending for seven years in MOIL.
17. Members seeking further information on the Accounts or any other matter contained in the Notice are requested to write to the Company at least 7 days before the meeting so that relevant information can be kept ready at the meeting.
18. Pursuant to Section 139(5) of Companies Act, 2013, the Auditors of a Government Company are to be appointed or re-appointed by the Comptroller and Auditor General of India and in terms of Section 142(1) of the Companies Act, 2013, their remuneration has to be fixed by the Company in General Meeting or in such manner as the Company in General Meeting may determine. The Members of the Company in the 54th Annual General Meeting held on August 30th, 2016 had authorised the Board of Directors to fix the remuneration of Statutory Auditors for the year 2016-17. Accordingly, the Board of Directors had fixed audit fee of ₹ 4,50,000 plus applicable tax and out of pocket expenses, for audit works of Standalone and Consolidated accounts. In line with the previous practice, the Members may authorise the Board to fix remuneration of Statutory Auditors as may be deemed fit by the Board. CAG vide their letter dated 15.07.2017 has appointed existing statutory auditors (M/s J.S. Uberoi and Co., Chartered Accountants) for 2017-18 also.
19. The Government of India vide Order No. F. No. 4/2/2015-BLA dated 14.02.2017 has appointed Shri M.L. Dubey as Nominee Director, Government of Madhya Pradesh (DIN: 07642096) of MOIL. Pursuant to provisions of the Companies Act, 2013, Directors of the company (other than Independent Directors) are liable to retire by rotation. Hence, subject to terms and condition as determined by the Government of India in the above mentioned orders and further order(s) in this regard, if any, the consent of the members is hereby sought, as per applicable provisions of the Companies Act, for continuation of Shri M.L. Dubey as Director, though being longest in office a Director liable to retire by rotation, under the applicable provisions of the Companies Act, 2013, as the resolutions for appointment of Smt. Urvilla Khatri and Shri T.K. Pattnaik were taken up in the last AGM.
20. The Board has recommended final dividend @ ₹ 6.00 per equity shares for the year 2016-17. Please note that **Bonus Shares shall not be eligible for Final Dividend for the financial year ended March 31, 2017.**
21. All the documents referred to in the accompanying notice are open for inspection at the Registered Office of the Company on all working days (barring Saturday, Sunday and National Holiday), between 11:00 AM to 1:00 PM up to the date of AGM.
22. Voting through electronic means:
 - (i) In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM)



by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL).

- (ii) The facility for voting through ballot/polling paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot /polling paper.
 - (iii) The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 - (iv) The remote e-voting period commences on September 17, 2017 (9.00 am) and ends on September 19, 2017 (5.00 p.m.). During this period members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 13.09.2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - (v) The process and manner for remote e-voting are as under:
 - (A) In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/ Depository Participants(s)] :
 - (a) Open email and open PDF file viz; “remote e-voting.pdf” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - (b) Launch internet browser by typing the following URL: <https://www.evoting.nsd.com/>
 - (c) Click on Shareholder - Login
 - (d) Put your user ID and password. Click Login.
 - (e) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (f) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - (g) Select “EVEN” of “MOIL Limited”.
 - (h) Now you are ready for remote e-voting as Cast Vote page opens.
 - (i) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
 - (j) Upon confirmation, the message “Vote cast successfully” will be displayed.
 - (k) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (l) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to rajkotiyacs@gmail.com with a copy marked to evoting@nsdl.co.in
 - (B) In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :
 - (a) Member may obtain a User ID and password for casting his /her vote by remote e-voting by sending a request at evoting@nsdl.co.in or by contacting NSDL at the toll free no.: 1800-222-990” providing the details such as Demat account no or Folio no, PAN no, etc.
 - (b) Please note that In case Shareholders are holding shares in demat mode, User ID is the combination of (DPID+ClientID) and in case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No+Folio No).
 - (c) If you are already registered with NSDL for remote e-voting then you can use your existing User ID and password/ PIN for casting your vote.
 - (d) Shareholders who forgot the User Details/Password can use “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsd.com
- Please follow all steps from Sr. No. (b) to Sr. No. (l) mention above in(v)(A), to cast vote.**

- (vi) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- (vii) If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

NOTE: Shareholders who forgot the User Details/Password can use “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com.

In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ClientID).

In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No+Folio No).

- (viii) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- (ix) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 13-9-2017.
- (x) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date, i.e., 13-09-2017, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or contact Mr. Amit Vishal, Senior Manager, National Securities Depository Ltd., Trade World ‘A’ wing , 4th Floor, Kamala Mills Compound Senapati Bapat Marg, Lower Parel, Mumbai-400013, at the designated IDs: evoting@nsdl.co.in or AmitV@nsdl.co.in or at telephone nos. +91 882499 4600/+91 22 2499 4360 who will also address the grievances connected with the voting by electronic means. Members may also write to the Company Secretary at the email ID: compliance@moil.nic.in or contact at telephone no. 0712-2806182.

- (xi) A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- (xii) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot/polling paper.
- (xiii) Mr. Amit K. Rajkotiya, Practicing Company Secretary, Nagpur (Membership No. F5561 & Certificate of Practice No. 5162) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- (xiv) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “remote e-voting” or “Ballot Paper” or “Poling Paper”, as the case may be, for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- (xv) The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- (Xvi) The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.moil.nic.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

- 23. The facility for voting through ballot/polling paper shall be made available at the AGM and the members attending the AGM who have not cast their vote by remote e-voting shall only be able to exercise their right at the AGM through ballot/polling paper.
- 24. At the AGM, at the end of discussion on the resolutions on which voting is to be held, the Chairman shall, with the assistance of Scrutinizer, order voting through ballot/polling paper for all those members who are present at the AGM but have not cast their votes electronically using the remote e-voting facility.



MOIL LIMITED

25. Immediately after the conclusion of voting at the AGM, the Scrutinizer shall first count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. The Scrutinizer shall prepare a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, not later than three days after the conclusion of the AGM. This report shall be made to the Chairman or any other person authorized by the Chairman, who shall declare the result of the voting forthwith.
26. The voting results declared along with the Scrutinizer's Report shall be placed on the Company's website www.moil.nic.in and on the website of NSDL immediately after the declaration of the result by the Chairman or a person authorized by the Chairman. The results shall also be immediately forwarded to the National Stock Exchange of India Ltd. (NSE) and BSE Ltd. (BSE)
27. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.
28. The Address of Registrar and Transfer agents of the company is as follows:

Bigshare Services Pvt. Ltd.

Bharat Tin Works Building, 1st Floor

Opp. Vasant Oasis, Makwana Road

Marol, Andheri East

Mumbai 400059 - Maharashtra

Tel: 022 62638200

Fax: 022 62638299

E-mail: investor@bigshareonline.com

CIN: U99999MH1994PTC076534

ANNEXURE TO NOTICE

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

Item No.5 : Remuneration of Cost Auditors

As per the provisions of Section 148 of the Companies Act, 2013 ("the Act") and the Companies (Audit and Auditors) Rules, 2014, the Board of Directors on the recommendation of the Audit Committee, have approved the appointment of M/s. Pathak Paliwal & Co, Cost Accountants, Nagpur, (ICWA Registration No. 000105) as Cost Auditors at a remuneration of ₹ 1,50,000/- (₹ One Lac Fifty Thousand only) plus applicable tax and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit for the financial year 2017-18.

A Certificate issued by the above firm regarding their eligibility for appointment as Cost Auditors will be available for inspection at the registered office of the Company during 11.00 A.M to 1.00 P.M on working days and shall also be available at the meeting.

Rule 14(a) (ii) of the Companies (Audit and Auditors) Rules, 2014 requires the remuneration of the Cost Auditor shall be considered and approved by the Board of Directors and ratified subsequently by the shareholders.

Accordingly, consent of the shareholders is sought for passing an Ordinary Resolution as set out for this item in the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2018.

None of the Directors and Key Managerial Personnel of the Company, their relatives, is in any way, concerned or interested, financially or otherwise, in the resolution set out for this item in the Notice.

The Board of Directors recommends the resolution set out for this item in the Notice for approval by the shareholders.

Item No.6 : Appointment of Director

In accordance with provisions Section 149, 152 of the Companies Act, 2013 (the Act), Listing Regulations and other applicable Rules, Independent Directors can be appointed on the Board of the company.

In MOIL, being a Government Company, the Directors are appointed by the President of India in terms of provisions Article 138 of its Article of Association. Accordingly, Government of India vide Order No. F.No. 1(10)/2015-BLA(Vol-II) dated 31.01.2017 has appointed Smt. Sunanda Prasad, for a period of three years from the date of the letter or until further order of the Government of India, whichever is earlier. Accordingly, Smt. Sunanda Prasad has been appointed as an Independent Director w.e.f. 31/01/2017.

The above Independent Director has submitted declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and eligible for continuation as Independent Director. In terms of the provisions of Section 150 of the Act, appointment of Independent Director is required to be approved by the company in the general meeting.

Brief resume of the Independent Director of the Company, nature of expertise in functional areas and names of companies in which they hold directorships and memberships/chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under the Listing Regulations with the Stock Exchanges, are provided in Annexure to the Notice.

Smt. Sunanda Prasad is interested in the resolution set out for this item in the Notice with regard to her appointment.

The relatives of the Independent Director of the Company may be deemed to be interested in the resolutions set out respectively for this item in the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the Directors and Key Managerial Personnel of the Company, their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out for this item in the Notice.

The Board of Directors recommends the resolution set out for this item in the Notice for approval by the shareholders.

Item No.7, 8 & 9 : Increase in authorised share capital, of the company, Amendment in Memorandum of Association & Issue of Bonus Shares

Department of Investment & Public Asset Management (DIPAM), Ministry of Finance, Government of India vide Office Memorandum F. No. 5/2/2016-Policy dated May 27, 2016 has issued consolidated guidelines on capital restructuring of CPSEs. The guidelines *inter-alia* prescribe that every CPSE shall issue bonus shares, if their defined reserves and surplus (comprising of free reserves, securities premium account and General Reserve account) is equal to or more than ten times of its paid-up equity share capital. As on March 31, 2017, the Paid-up capital of the Company was ₹ 133.19 Crore and Defined Reserves and Surplus was ₹ 2672.16 Crore. Accordingly, as per above guidelines, MOIL is required to consider issue of Bonus shares considering that the defined Reserves and Surplus of the Company is more than 10 times of its paid-up equity share capital.



Moreover, the equity shares of your Company are listed and actively traded on the National Stock Exchange of India Limited and BSE Limited. In recent periods, the operations of the Company have grown significantly, which has generated considerable interest in the Company's Equity Shares in the market. Total Reserves and Surplus of the Company as per the Audited Financial Statements as at 31st March, 2017 are ₹ 2672.16 Crores. Considering *inter-alia* the extant guidelines, the position of Reserves and Surplus of the Company and in order to improve further liquidity of the Company's shares in the stock market and to make it affordable to the small investors, the Board of Directors of the Company at their meeting held on 10th August 2017 considered it desirable to recommend issue of Bonus Shares in the ratio of 1:1 (one bonus share for every share held) as set out in Resolution no. 9 of the Notice of this meeting.

Such Fully Paid-up Bonus Shares shall be distributed to the Members of Company, whose names shall appear on its Register of Members or in the respective beneficiary account with their respective Depository Participants, on the Record Date, in the manner to be determined by the Board of Directors of your Company, for the purpose of issue of Bonus Shares.

The Bonus Shares so allotted shall rank *pari passu* in all respects including dividend with the existing equity shares of the Company. The proposed issue of Bonus Shares will be made in accordance with the provisions of Companies Act, 2013 and guidelines issued by the Securities Exchange Board of India from time to time and subject to such approvals, as may be required, from the statutory authorities. Further, it is necessary to authorise the Board of Directors/Committee of the Board to complete all the regulatory formalities prescribed by SEBI, Stock Exchanges on which the shares of the Company are listed and / or any other regulatory or statutory authority in connection with the issue of Bonus Shares.

Besides the above, the present Authorised Share Capital of the Company is ₹ 250,00,00,000 (Two Hundred and Fifty Crore only) divided into 25,00,00,000 (Twenty five Crore only) equity shares of ₹ 10 (Ten only) each. The Subscribed, Issued and paid up capital of the Company is ₹ 133,18,78,040 (One Hundred Thirty Three Crore Eighteen Lakh Seventy Eight Thousand Forty only) of ₹ 10 (ten only) each.

As the Board has decided to capitalize its free reserves by way of issue of bonus shares in the ratios of 1:1 (one bonus share for every share held), the existing authorised share capital is not sufficient to accommodate the issue of bonus shares. Hence, it is necessary to increase the present Authorised Share Capital of the Company. Accordingly it is proposed to increase the Authorised Share Capital to ₹ 300,00,00,000 (Three Hundred Crore only) divided into 30,00,00,000 (Thirty Crore only) equity shares of ₹ 10 (Ten only) each by way of creation of additional 5,00,00,000 (Five Crore only) Equity Shares of ₹ 10 (Ten only) each in the manner as set out in Resolution no. 7 of the Notice of this meeting.

The proposed increase in the Authorised Share Capital shall require alteration of existing Clause-V of the Memorandum of Association as proposed in the manner as set out in Resolution no. 8 of the Notice of this meeting.

A copy of the Memorandum of Association and Articles of Association reflecting the proposed amendment together with the existing Memorandum and Articles of Association shall be open by the Members at the AGM.

Accordingly, the Board of Directors of the Company, in its Meetings held on August 10, 2017, have approved the following proposals and recommended the passing of the proposed Resolutions as contained at Sl. No. 7, 8 & 9 of this Notice, by the Members of the Company:-

Resolution Nos.	Particulars	Nature of Resolution
7	Increase in authorised share capital of the company from ₹ 250 Crores to ₹ 300 Crores divided into equity shares of ₹ 10 each.	Ordinary
8	Amendment in Memorandum of Association for increase in the authorised share capital of the company	Special
9	Issue of Bonus Shares in the ratio 1:1 by capitalization of reseves sum of ₹ 133,18,78,040 (One Hundred Thirty Three Crore Eighteen Lakh Seventy Eight Thousand Forty.	Ordinary

The Memorandum & Articles of Association and all related documents shall be available for inspection by the Members at the Registered Office of the Company on all working days during business hours and the same will also be available at the venue of the AGM.

In view of the above, you are requested to grant your consent to the Ordinary Resolution as set out at Item No. 7 and 9, and Special Resolutions as set out at Item No. 8 of this Notice.

The Directors or Key Managerial Personnel or their relatives do not have any concern or interest, financial or otherwise in passing of the said Resolutions, except to the extent of their shareholding in the Company.

Brief Resume of Directors appointed since last Annual General Meeting (AGM) / proposed to be re-appointed at 55th AGM

Name	Shri M.L. Dubey	Smt. Sunanda Prasad
Date of Birth / Age	05/02/1960 (57 Years)	26/02/1951 (66 Years)
Date of first appointment on the Board	14.02.2017	31.01.2017
Qualification	M.Sc.	B.A. (Honours), M.A. (Human Geography).
Experience / Expertise in specific functional area	Shri Manohar Lal Dubey is an IAS officer of 2000 batch of M.P. Cadre. He was Collector Seoni (M.P.). He has worked as Executive Director in the Environment Department of Govt. of Madhya Pradesh. He has also worked as Deputy Secretary to Chief Minister of Madhya Pradesh. Presently, he is Secretary of Mineral Resource Department in Government of Madhya Pradesh. He is having vast experience of administration and management. He is Managing Director of The Madhya Pradesh State Mining Corporation Limited. In addition, he also holds directorship in various companies.	Smt. Sunanda Prasad is a retired IAS Officer of 1974 Batch of Uttar Pradesh Cadre. She holds various positions such as Chairperson of Board of Revenue, Lucknow, Principal Secretary of various departments of Government of Uttar Pradesh, Managing Director, Financial Corporation, Kanpur, Commissioner and Administrator Ramganga Area Development Project, Kanpur, Chairperson U.P. Small Industries Corporation, Kanpur and various other positions
Terms and conditions of appointment / re-appointment @	He has been appointed as a Nominee Director of Govt. of Madhya Pradesh for a period from 14.02.2017 to 06.03.2018; vide order dated 14 th February, 2017 of Govt. of India.	She has been appointed as an Independent Director for the period from 31.01.2017 to 30.01.2020, as per order dated 31 st January, 2017 of Govt. of India.
Relationship with other Directors, Manager and other Key Managerial Personnel of the company,	NO	NO
Number of Meetings of the Board attended during (During 2016-17)	-	5 out of 6
Directorship held in other Companies (As on 31.3.2017)	<ol style="list-style-type: none"> 1. Madhya Pradesh Jaypee Minerals Limited 2. The Madhya Pradesh State Mining Corporation Limited 3. MP Monnet Mining Company Limited 4. MP Jaypee Coal Fields Limited 5. Kerwa Coal Limited 6. M.P. Sainik Coal Mining Private Limited 7. MP Jaypee Coal Limited 8. Katni Bauxite Private Limited 9. Fortune Stones Limited 10. Kisan Mineral Private Limited 11. Madhya Pradesh Road Development Corporation Limited 12. MP AMRL (Bicharpur) Coal Company Ltd 13. MP AMRL (Marki Barka) Coal Company Ltd 14. MP AMRL (Morga) Coal Company Ltd 15. MP AMRL (Semaria) Coal Company Ltd 	<ol style="list-style-type: none"> 1. Grasim Bhiwani Textiles Ltd. 2. Chartered Hotels Pvt. Ltd.
Membership / Chairmanship of Committees across other Companies*	<ol style="list-style-type: none"> 1. Madhya Pradesh Jaypee Minerals Limited 2. M.P. Sainik Coal Mining Private Limited 3. MP Jaypee Coal Limited 	NIL
No. of Shares held	NIL	NIL

@ MOIL, being a Govt. Company, all the appointments are made and terms & conditions thereto are fixed by the Govt. of India.

*Membership/Chairmanship of Audit Committee and Stakeholders' Relationship Committee of other Companies has been considered. The details regarding remuneration have been given in Corporate Governance Report.

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MOIL LIMITED

(A Government of India Enterprise)

Regd. Off.: MOIL Bhawan, 1A Katol Road, NAGPUR – 440 013

Website: www.moil.nic.in, E-Mail ID: compliance@moil.nic.in, Ph.: 0712- 2806182, Fax: 0712-2591661, CIN: L99999MH1962GOI012398

Proxy form

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

Name of the member(s) :

Registered address :

E-mail Id :

Folio No / Client Id / DPID :

No. of Shares :

I/We, being the member of the above named company, hereby appoint

Name :

Address :

E-mail Id :

Signature :

or failing him/her

Name :

Address :

E-mail Id :

Signature :

or failing him/her

Name :

Address :

E-mail Id :

Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 55th Annual General Meeting of the Company to be held on Wednesday, September 20, 2017 at 11.30 a.m. at MOIL Ltd., Golden Jubilee Hall, West Court Premises, In-front-of Z.P. (Ex-Govt.) High School, Katol Road, Nagpur - 440 013 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	For	Against
Ordinary Business			
1	Adoption of Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2017 and reports of the Board and the Auditors thereon.		
2	Declaration of final dividend for the financial year 2016-17.		
3	Consideration of continuation of appointment of Shri M.L. Dubey as a Director liable to retire by rotation		
4	Fixation of remuneration of the Statutory Auditors of the Company for the year 2017-18		
Special Business			
5	Ratification of remuneration of the Cost Auditors of the Company for the year 2017-18		
6	Approval of continuation of the appointment of Smt. Sunanda Prasad as Independent Director		
7	Increase in authorised share capital of the company		
8	Amendment in Memorandum of Association for increase in authorised share capital		
9	Issue of Bonus Shares		

Signed thisday of....., 2017

.....
Signature of Proxy holder(s)

.....
Signature of shareholder

Please affix
Rs. 1
Revenue
Stamp

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



MOIL LIMITED

(A Government of India Enterprise)

Regd. Off.: MOIL Bhawan, 1A Katol Road, NAGPUR – 440 013

Website: www.moil.nic.in, E-Mail ID: compliance@moil.nic.in, Ph.: 0712- 2806182, Fax: 0712-2591661, CIN: L99999MH1962GOI012398

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Member/Proxy _____
(First) (Middle) (Surname)

I hereby record my presence at the 55th Annual General Meeting of the Company to be held on Wednesday, September 20, 2017 at 11.30 am at MOIL Ltd., Golden Jubilee Hall, West Court Premises, In-front-of Z.P. (Ex-Govt.) High School, Katol Road, Nagpur - 440 013.

Folio / Client ID	
DP ID Nos.	
No. of Shares held	

(Signature of Member/Proxy)

Note: This attendance slip is valid only in case shares are held on the date of meeting.

ROUTE MAP OF 55TH AGM VENUE

