



MOIL LIMITED
(A Govt. of India Enterprise)



52nd Annual Report
2013-2014

Adding Strength to Steel

VISION

& MISSION OBJECTIVES



MOIL LIMITED
(A Govt. of India Enterprise)

VISION / MISSION

- To become one among the best manganese mining companies in the world, through utilization & upgradation of skills/talents available.
- To globally expand the activities of the company in all possible areas keeping in view the value addition, through joint ventures/technology transfer.

OBJECTIVES

- To maintain the status of market leader in manganese industry in India.
- To generate adequate surpluses and ensure best returns to the satisfaction of all stake holders.
- To maintain quality of manganese ore and related products at all stage and enhance total customer satisfaction through prompt delivery of quality materials and services.
- Through R&D and adoption of new technologies, to diversify and modernize, mining and beneficiation methods for upgrading low & medium grade ores and achieve growth through value addition.
 - (a) To improve productivity, capacity utilization and cost effectiveness through optimizing both human and physical resources.
 - (b) To explore all possibility of cost effective power services for Ferro manganese plants.
- To make mining areas clean, green and eco-friendly.
- To strive for a zero accident rate, by further improving safety practices.
- To ensure a high quality of life to the employees and other stake holders in the vicinity of the industry.

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Important Communication to Members

The Ministry of Corporate Affairs has taken a "Green initiative in the Corporate Governance" by allowing paperless Compliances by the Companies and has issued circulars stating the service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participant. Members who hold shares in physical form are requested to register the same with MOIL Limited or our R&T Agent (M/s Bigshare Services Private Limited) to enable the Company to send the Annual Reports through e-mail instead of physical form.



BOARD OF DIRECTORS



Shri G.P. Kundargi
Chairman-Cum-Managing Director

GOVERNMENT DIRECTORS



Shri Lokesh Chandra



Shri Apurva Chandra

INDEPENDENT DIRECTORS



Ms. Sunanda Prasad



Dr. A. K. Lomas



Shri J. P. Dange



Shri G. S. Grover

FUNCTIONAL DIRECTORS



Shri A.K. Mehra
Director (Commercial)



Shri M.P. Chaudhari
Director (Finance)



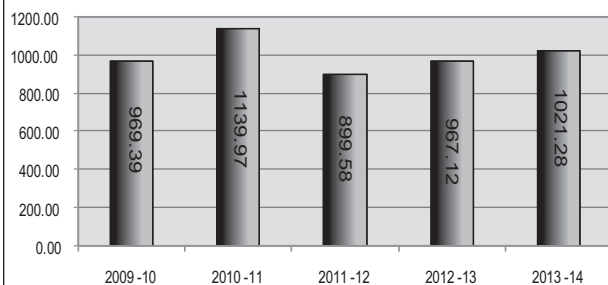
Shri A.K. Jha
Director (Prod. & Plng.)

PERFORMANCE AT A GLANCE

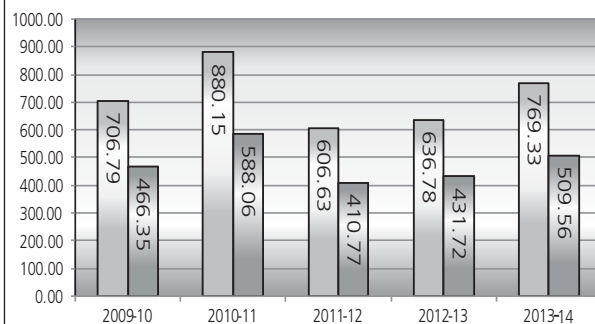
Particulars	2013-14	2012-13	2011-12	2010-11	2009-10
Financials (₹ in crores)					
Net sales	1021.28	967.12	899.58	1139.97	969.39
Other income	303.32	235.27	203.32	145.28	129.92
Total income	1324.60	1202.39	1102.90	1285.25	1099.31
Gross margin	804.51	669.82	636.54	912.66	732.09
Profit before tax	769.33	636.78	606.63	880.15	706.79
Profit after tax	509.56	431.72	410.77	588.06	466.35
Dividend	126.00	92.40	84.00	117.60	94.08
Share capital	168.00	168.00	168.00	168.00	168.00
Reserves and surplus	2959.33	2597.64	2273.31	1960.29	1509.37
Networth	3127.33	2765.64	2441.31	2128.29	1677.37
Borrowings	0.00	0.00	0.00	0.00	0.00
Gross block	510.07	479.91	422.58	396.46	357.03
Working capital	2805.27	2485.50	2184.36	1892.81	1471.27
Capital employed	3054.14	2734.45	2398.06	2097.29	1654.98
Important ratios					
Profit before tax to capital employed %	25.19	23.29	25.30	41.97	42.71
Profit before tax to sales %	75.33	65.84	67.43	77.21	72.91
Debt- equity ratio	0.00	0.00	0.00	0.00	0.00
Earnings per share (₹) (on face value of ₹10)	30.33	25.70	24.45	35.00	27.76
Contribution to exchequer (₹ in crores)					
Income tax	260.87	213.84	204.01	303.43	246.12
Dividend distribution tax	21.87	14.99	13.76	19.53	15.77
Sales tax and VAT	26.75	23.72	21.85	28.37	22.55
Royalty and cess	39.78	36.38	33.10	43.50	34.69
Excise duty	7.91	7.91	6.10	5.34	2.93
M.P. road cess	17.81	17.17	15.59	24.52	18.48
Total	374.99	314.01	294.41	424.69	340.54
Production					
Manganese ore (MT)	1134508	1138895	1070717	1150742	1093363
E.M.D. (MT)	923	786	714	805	1150
Ferro manganese (MT)	10042	9210	8694	9081	9555
Electricity from wind mills (KwH)	33206045	37545155	33022835	31039998	33101066



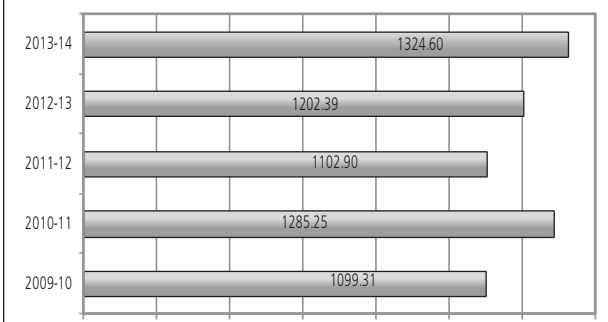
Net Sales (₹ In Crores)



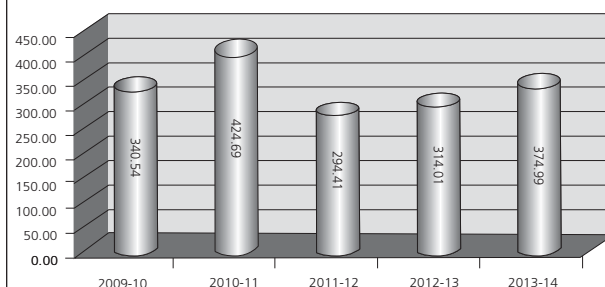
Profit before Tax ₹ in Crores Profit after Tax (₹ in Crores)



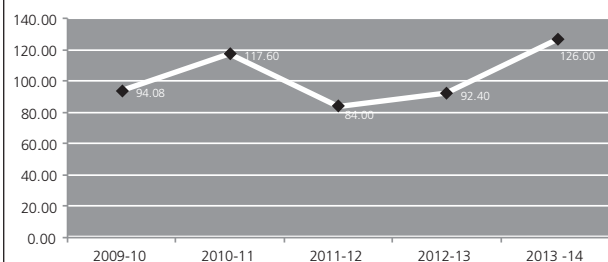
Total Income (₹ In Crores)



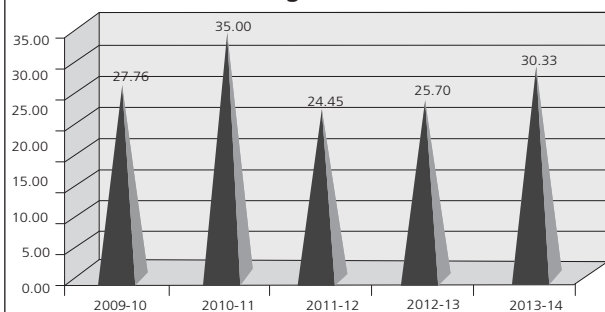
Contribution to Exchequer (₹ In Crores)



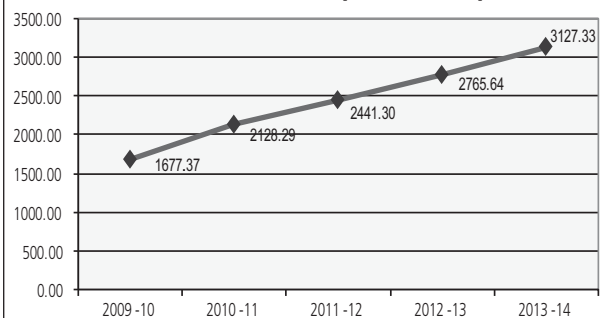
Dividend (₹ in Crores)



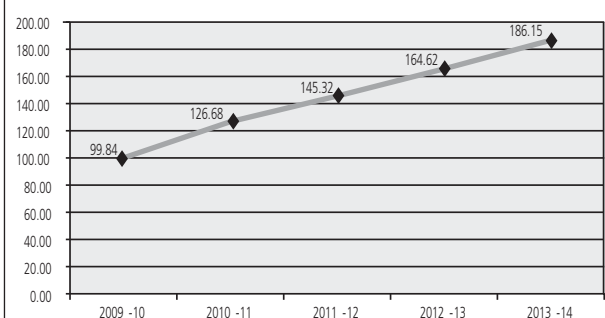
Earning Per Share (in ₹)



Networth (₹ In Crores)



Book Value Per Share (in ₹)





CHAIRMAN'S STATEMENT

Dear Shareholders,

I feel extremely privileged and delighted in communicating with you on the occasion of 52nd Annual General Meeting and presenting Annual Report for the financial year 2013-14.

It is a matter of great pride that Government of India recognizing the excellent performance of your company, has upgraded MOIL from Schedule 'B' to Schedule 'A' company during the year. It has been possible only because of support of all its stakeholders and dedicated efforts put in by employees of the company.

I congratulate all employees, stake holders, associates and all others who have contributed in the success of this great organization.

The year 2013-14 has been an outstanding year for MOIL despite the fact that slow down in the entire economy continued during the year as the GDP growth is consistently below five percent.

The manganese ore prices have been under pressure throughout the year. Despite that, your company has been able to outperform the last year. With good marketing strategy and pricing policy, your company has been able to get about 12% higher sales realization at ₹ 8351 PMT in comparison to ₹ 7467 PMT previous year. However, availability and supply of High grade Manganese Ore in international market is still a major threat for manganese industry in the country.

Production of manganese ore has been at 11.35 Lakh tonnes in comparison to 11.39 Lakh tonnes during previous year. The company has been able to maintain almost the same level of production even though the production was badly affected by heavy and unprecedented rains during extended monsoon in central India.

The Company has recorded 5.60% higher sales turnover at ₹ 1021.28 Crores during the financial year 2013-14, as compared to ₹ 967.12 Crores in the previous year. The profitability of the company has also improved during the year and it has posted PBT and PAT of ₹ 769.33 Crores and ₹ 509.56 Crores, respectively, as against ₹ 636.78 Crores and ₹ 431.72 Crores last year.

MOIL is a dividend paying Company since many years and this year also it has already paid Interim Dividend @ 40%, i.e., ₹ 4.00 per Equity Share, in February, 2014. The Board of Directors of your Company has further recommended a final dividend @ 35%, i.e., ₹ 3.50 per Equity Share. Thus, total dividend for the year 2013-14 works out to ₹ 7.50 per equity share as compared to ₹ 5.50 per equity share last year.

Your Company always strives to attain highest level of Corporate Governance practices. Implementation of Integrity Pact, adoption of code of conduct and a well-defined Internal Control Framework add to the transparency of the Company's business practices. MOIL is complying with the Government Guidelines and listing agreements on Corporate Governance. However, filling up of vacant posts of Independent Directors is under process in the Ministry. A report on Corporate Governance compliances has been made part of the Directors' Report. I am pleased to inform that Department of Public Enterprises (DPE) has given EXCELLENT rating to your company for complying with various norms of Corporate Governance for the year 2012-13 and it is expected to get excellent rating for 2013-14 as well.

Being a good Corporate Citizen, your Company has always been on the forefront in extending its assistance for upliftment of the needy people of the society through development and improvement of the quality of life of internal as well as external stakeholders and society at large. Your Company has undertaken a number of CSR initiatives in the area of health, education, construction/renovation of roads and schools, water supply facilities, peripheral development, sports and culture, development etc., for community living in and around its area of operations as well as in other areas. The company spent a sum of ₹ 10.36 Crores on CSR activities during the year 2013-14.

With a vision to become one of the best manganese ore mining companies of the world and in order to meet the demand of Manganese ore in the steel industry and to remain market leader in Manganese ore production, your company has planned investments for development of its existing mines and for this it has taken up / proposed various projects like Deepening of



Production shaft and Holmes shaft at Balaghat mine, Sinking of first vertical shaft and Sinking of second vertical shaft at Ukwa mine, Deepening of vertical shaft and Sinking of second vertical shaft at Chikla Mine, Sinking of first vertical shaft and Sinking of second vertical shaft at Munsar mine, Sinking of first vertical shaft and Sinking of second High speed vertical shaft at Gumgaon mine.

As all you know, Government of Maharashtra has already approved grant of Prospecting License for an area of 597.44 hectares in the Nagpur and Bhandara districts and remaining areas are under process with them. The company has awarded the work of conducting Gravity-Magnetic Survey with 5000 stations over sanctioned prospecting license to establish sub surface ore body. Once ore body is established, the company will take up further action for drilling. It is expected that three new mines will be opened in future apart from the expansion of the working of the present mines which will add a quantum increase in production of MOIL.

The performance of manganese ore industry mainly depends on the performance of steel industry. India's per capita consumption of crude steel is about 60 Kgs compared to global average of about 214 kgs. India's steel demand will rise considerably once the economy moves upto the next round of investment in infrastructure industry.

Worldwide, the production of crude steel grew by 2.39% in 2013 to 1582 million tonnes from 1545 million tonnes in 2012 while India's steel production grew from 77.56 million tonnes to 81.21 million tonnes registering a growth of 4.71% during 2013. The world manganese production increased by 7.96% from 53.45 million tonnes approx in calendar 2012 to 57.705 million tonnes approx in calendar 2013, while in India the production fell by 7.66% from 2.22 million tonnes approx in 2012 to 2.05 million tonnes approx in 2013. In MOIL, production of manganese ore has been at same level at 11.35 lakh tonnes as against 11.39 lakh tonnes last year.

At present, your Company is the largest producer of manganese ore in the country with a share of about 50%. However, it is seen that India is importing large quantities of high grade manganese ore to the tune of 21.95 lakh tonnes per annum. With the projected demand of steel in the domestic market being 149 million tonnes by 2016-17 in the 12th Plan period, there will be very good opportunity for MOIL to increase production and also increase its market share. MOIL holds about 73.5 million tonnes of reserves and resources of manganese ore out of which about 44% are proven reserves. It is very well positioned to capitalize on India's steel demand growth given its dominant position, medium-to high-grade ore reserves, centrally located mines, low cost of production and strong customer ties.

I am sure that policy of Government of India on infrastructure development will boost the demand of steel in the country which in turn will increase the demand of manganese ore as well.

Your Company is one of the public sector enterprises in the country known for its continuous excellent performance and received MoU Excellent rating for the year 2012-13 and received highest rating among all PSUs in the Steel Ministry, i.e, SAIL, NMDC, RINL. The Company has been getting national /regional recognition for its good works in almost all the fields of its activities. During the year, it has received some prestigious awards and recognitions like upgradation of the company to Schedule 'A' company, National Quality Circle Award, Corporate Governance Excellent rating, Corporate Excellence award, ISO certifications of plants, etc.

Your Company is in the process of searching good mining property outside the country and has invited open ended expression of interest for potential investment opportunities, primarily for manganese ore and other minerals both within India and globally. Your Company, being a debt free Company with good cash reserve, is very well poised to grab any opportunity for brown field as well as green field projects.

I would like to take this opportunity to thank the Government of India, Ministry of Steel, State Governments of Maharashtra and Madhya Pradesh, our valued customers, Company's bankers, suppliers and all MOILIANS for their great contribution to Company's performance. At the same time, I wish to acknowledge the valuable guidance given by the Board of Directors of the Company without which it would have not been possible to lead the Company in the growth direction. I look forward to continued support and commitment of all stakeholders to Company's reaching new heights and enhancing stakeholders' value in coming years.

G. P. Kundargi

(Chairman-cum-Managing Director)



NOTICE

NOTICE IS HEREBY GIVEN THAT 52nd Annual General Meeting of the Members of MOIL Limited will be held on Saturday, the 30th August, 2014 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 Balance Sheet as at 31st March, 2014 and Statement of Profit and Loss Account for the financial year ended on that date together with Report of the Board of Directors and Auditors thereon.
- (2) To declare Final Dividend for the Financial Year 2013-14.
- (3) To consider continuation of the appointment of Shri A.K. Mehra, Director (Commercial) (DIN: 01503228), 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 letter No. 1(6)/2006 RM-II dated 9.4.2007 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 2014-15 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 pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. Ujwal P. Loya & Co., Cost Accountants, Nagpur, (ICWA Registration No. 101399), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the of the Company for the financial year ending 31st March, 2015, at a remuneration of ₹1,20,000/- (Rupees One Lakh Twenty Thousand) exclusive of service tax as applicable and reimbursement of actual travel and out-of-pocket expenses.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give 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 subject to terms and condition as determined by the Government of India vide letter No. 1(6)/2012 RM-II dated 18.11.2013 and pursuant to the provisions of the Companies Act, 2013 effective from 1st April 2014, read with Listing Agreement and other applicable laws, the consent of the members be and is hereby accorded for continuation of Ms. Sunanda Prasad (DIN: 06748166), as a Non-Official Part-time Director of the Company, for a period of three years w.e.f. 18.11.2013 until otherwise decided by the Government of India through further orders.

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

"RESOLVED THAT subject to terms and condition as determined by the Government of India vide letter No. 1(6)/2012 RM-II dated 18.11.2013 and pursuant to the provisions of the Companies Act, 2013 effective from 1st April 2014, read with Listing Agreement and other applicable laws, the consent of the members be and is hereby accorded for continuation of Dr. A.K. Lomas (DIN: 01377523), as a Non-Official Part-time Director of the Company, for a period of three years w.e.f. 18.11.2013 until otherwise decided by the Government of India through further orders.

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

"RESOLVED THAT subject to terms and condition as determined by the Government of India vide letter No. 1(6)/2012 RM-II dated 18.11.2013 and pursuant to the provisions of the Companies Act, 2013 effective from 1st April 2014, read with Listing Agreement and other applicable laws, the consent of the members be and is hereby accorded for continuation of Shri G.S. Grover (DIN: 00057099), Non-Official Part-time Director of the Company, for a period of three years w.e.f. 18.11.2013 until otherwise decided by the Government of India through further orders.

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

"RESOLVED THAT subject to terms and condition as determined by the Government of India vide letter No. 1(6)/2012 RM-II dated 18.11.2013 and pursuant to the provisions of the Companies Act, 2013 effective from 1st April 2014, read



with Listing Agreement and other applicable laws, the consent of the members be and is hereby accorded for continuation of Shri J. P. Dange (DIN: 01569430), Non-Official Part-time Director of the Company, for a period of three years w.e.f. 18.11.2013 until otherwise decided by the Government of India through further orders.

By order of the Board of Directors

Neeraj D. Pandey
(Company Secretary)

Place : Nagpur

Dated: 1st August 2014

Regd. Office:

MOIL LIMITED,
MOIL Bhawan,
1A Katol Road,
Nagpur - 440 013

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Item No.5 is annexed herewith.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY / PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. The instrument of Proxy in order to be effective, should be deposited at the Registered office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies, etc., must be supported by an appropriate resolution/ authority, as applicable.**
3. Brief Resume of the Directors proposed for appointment/re-appointment since last Annual General Meeting, as mandated under Clause 49 of Listing Agreement with the Stock Exchanges, is annexed hereto and forms part of the notice.
4. The Registrar of Members and Share Transfer Books of the Company will remain closed from 23rd August, 2014 to 30th August 2014 (Both days inclusive). The final dividend on equity shares, as recommended by the Board of Directors, if declared at the Annual General Meeting, will be paid on and from 25th September, 2014 to the Members or their mandates whose names appear in the Company's Register of Members on 30th August, 2014 in respect of physical shares. In respect of dematerialized shares, the dividend will be payable to the beneficial owners of the shares whose names appear in the statement of Beneficial Ownership furnished by National Securities Depository Limited and Central Depository (India) Limited at the close of business hours on 22nd August, 2014.
5. 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 are not allowed inside the Meeting Hall.
 - Note that no gifts/coupons will be distributed at the Annual General Meeting.



6. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
7. 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.
8. 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.
9. The Notice of the AGM along with the Annual Report for 2013-14 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 above mentioned documents 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 reaches them on their preferred mail address. Shareholders holding shares in physical form may intimate us their e-mail address along with name, address and folio no. for registration at investor@bigshareonline.com.
10. 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.
11. 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.
12. 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.
13. 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 51st Annual General Meeting held on August 22nd, 2013 had authorised the Board of Directors to fix the remuneration of Statutory Auditors for the year 2013-14. Accordingly, the Board of Directors had fixed audit fee of ₹ 3,50,0000 plus service tax and out of pocket expenses. 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.
14. The Government of India vide order No. 1(6)/2006 RM-II dated 9/10.4.2007 has appointed Shri A.K. Mehra as a Director (Commercial) (DIN: 01503228) of MOIL for a period of Five years. Shri A.K. Mehra had joined the company w.e.f. 1.5.2007. Further, the Government vide order dated No. 1(3)/2011 RM-II dated 12.4.2012 has extended his tenure till 31.01.2015. 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 A.K. Mehra as Director, though being longest in office a Director liable to retire by rotation, under the applicable provisions of the Companies Act, 2013.
15. The Board has recommended final dividend @ ₹ 3.50 per equity shares for the year 2013-14.
16. 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 and Sunday), between 11:00 AM to 1:00 PM up to one day prior to the date of AGM.



17. Voting through electronic means:

- (I) In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and clause 35B of the Listing Agreement with Stock Exchanges, the Company is pleased to provide facility to the members to exercise their right to vote at the 52nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).
- (II) The voting period begins on 20th August, 2014 at 9.00 a.m. and ends on 22nd August, 2014 at 6.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of i.e. 8th August, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

The procedure for e-voting is as follows:

In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com during the voting period
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME" i.e. MOIL Limited from the drop down menu and click on "SUBMIT"
- (iv) Now Enter your User ID:
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	(1) Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/ folio number in the PAN field.
	(2) In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.
Details	<ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat



holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> i.e. MOIL Limited, on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Note for Institutional Shareholders**
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to [https:// www. evotingindia.co.in](https://www.evotingindia.co.in) and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk. evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk. evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.

- (III) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
 - (IV) The voting rights of the shareholders shall be in proportion to their shares of the paid up equity share capital of the Company.
 - (V) The Company has appointed Mr. Amit K. Rajkotiya, Practising Company Secretary, Nagpur (C.P. No. 5162) to act as scrutinizer for conducting the electronic voting process in a fair and transparent manner.
 - (VI) The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witness not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman.
18. Since e-voting facility (including Ballot Forms) is provided to the Members pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, voting by show of hands will not be allowed in the meeting.



19. Poll at the Meeting

After all the items of the notice have been discussed, the Chairman will order poll in respect of all the items. Poll will be conducted and supervised under the Scrutinizer appointed for e-voting as stated above. After conclusion of the poll, the Chairman may declare the meeting as closed.

The results of the poll aggregated with the results of e-voting will be announced Company's/CDSL's website within two day from the date of AGM of the Company and also informed simultaneously to the Stock Exchanges where the securities of the Company are listed.

20. Members who have not casted their vote through e-voting will be allowed to vote at AGM through polling. The members who have once casted e-vote on a resolution will not be allowed to modify it subsequently or vote on such resolution on poll at the Annual General Meeting. However, they can attend the meeting and participate in the discussions, if any. If any member casts vote again, e-vote casted by him shall be considered.
21. The Address of Registrar and Transfer agents of the company is as follows:

Bigshare Services Pvt. Ltd.

E-2 & 3, Ansa Industrial Estate,

Saki-Vihar Road, Sakinaka.

Andheri (E), Mumbai - 400 072.

Tel: 91-22-2847 0652 | 40430200 | 2847 0653

Fax: 91-22-2847 5207

E-mail: investor@bigshareonline.com for Investor queries/grievance



ANNEXURE TO NOTICE

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

Item No.5

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. Ujwal P. Loya & Co., Cost Accountants, Nagpur, (ICWA Registration No. 101399) as Cost Auditors at a remuneration of ₹ 1,20,000/- (Rupees One Lakh T only) plus applicable service tax and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit for the financial year 2014-15.

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 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 at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2015.

None of the Directors and Key Managerial Personnel of the Company, their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board of Directors recommends the resolution set out at Item 5 of the Notice for approval by the shareholders.

Item No. 6 to 9

In accordance with provisions Section 149, 152 of the Companies Act, 2013 (the Act), Listing Agreements and other applicable Rules, Independent Directors are required to 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 letter No. 1(6)/2012 RM-II dated 18.11.2013 has appointed Ms. Sunanda Prasad, Dr. A.K. Lomas, Shri G.S. Grover and Shri J.P. Dange as Independent Directors of the Company w.e.f. 18.11.2013, for a period of three years from the date of the letter or until further order of the Government of India, whichever is earlier.

All above Independent Directors has submitted declaration that they meet the criteria for independence as provided in Section 149(6) of the Act and eligible for continuation as Independent Directors. In terms of the provisions of Section 150 of the Act, appointments of Independent Directors are required to be approved by the company in the general meeting. The Independent Directors not liable to retire by rotation.

In the opinion of the Board, above named Directors fulfill the conditions for appointment as Independent Directors as specified in the Act and the Listing Agreement. They are independent of the management.

Brief resume of the Independent Directors of the Company, nature of their 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 Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in Annexure I of the Notice.

Independent Directors of the Company are interested in the resolutions set out respectively at Item Nos. 6 to 9 of the Notice with regard to their respective appointments.

The relatives of the Independent Directors of the Company may be deemed to be interested in the resolutions set out respectively at Item Nos. 6 to 9 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the Ordinary Resolutions set out at Item Nos. 6 to 9 of the Notice for approval by the shareholders.



Brief Resume of Directors Appointed Since Last Annual General Meeting (AGM) / proposed to be Re-appointment at 52nd AGM

Name	Ms. Sunanda Prasad	Dr. A.K. Lomas
Date of Birth	26 th February, 1951	18 th September, 1951
Date of Appointment	18 th November, 2013	18 th November, 2013
Qualification	B.A. (Honours), M.A. (Human Geography).	B.Sc. Engineering (Mech), M.A. (Pub. Admn.), Dip. T & D, MBA (Fin), PhD (Mgmt), LL.B., Professional Engineering (India).
Expertise in specific functional area	Ms. 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, Laucknow, 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.	Dr. A.K. Lomas worked on various prominent positions such as SO (Mech.)- PWD IB Haryana Government, Executive Engineer- Coal India Ltd., Executive Director- NHPC Ltd. and retired as CMD- Mineral Exploration Corporation Ltd. He has vest knowledge of Exploration & Mining, and Deep Drilling & Production, HEMM, Construction & Mining equipment management and Human Resource.
Directorship held in other Companies	NIL	NIL
Membership / Chairmanship of Committees across all Public Companies*	1. Shareholders'/ Investors' Grievance Committee. A) MOIL Ltd.	1. Audit Committee A) MOIL Ltd. 2. Shareholders'/Investors' Grievance Committee. A) MOIL Ltd.
No. of Shares held	NIL	NIL

Brief Resume of Directors Appointed Since Last Annual General Meeting (AGM) / proposed to be Re-appointment at 52nd AGM

Name	Shri G.S. Grover	Shri J.P. Dange	Shri A.K. Mehra
Date of Birth	30 th November, 1948.	1 st June, 1951.	19 th January, 1955
Date of Appointment	18 th November, 2013.	18 th November, 2013.	1 st May, 2007
Qualification	B.E. (Electrical), 1970 First Class with Honours PGDIP Education IIT, Delhi. 1971 First Class First.	M. Sc. (PG Diploma), MBA, LLB.	B.E. (Mech.) GDMM, MBA, LL.B.
Expertise in specific functional area	Shri G.S. Grover is a retired member, Telecom Communication of 1970 Batch. He has worked as Sr. DDG (Vigilance) & CVO and Member (Services) Telecom Commission & Ex. Off. Secretary to Government of India, Department of Telecom, Ministry of Communication & IT, New Delhi, Director (Commercial & Marketing) BSNL Board, New Delhi. He has vast knowledge in the field of telecommunications, vigilance, personal management, and administration.	Shri J.P. Dange is a retired IAS official. He worked at various positions like Secretary, Principal Secretary, and Additional Chief Secretary to Government of Maharashtra. He also held the position of Managing Director of Maharashtra State Seed Corporation. He has vast knowledge of Mining, Administration, Management, Legal, Finance and Labour etc.	Shri A.K. Mehra is currently Director (Commercial) of our Company. He has been declared an honorary citizen of Dickson and Pulaski, and appointed Colonel Aide de camp of the Governor's staff in the state of Tennessee, USA. He has rich work experience of over 38 years in commercial, supply chain, marketing and management fields. He is a life member of the Administrative Staff College of India and the Indian Institute of Materials Management. He is member of Board of Studies of IIMM and also member of Statistical Committee of International Manganese Institute (IMnI), Paris. He has been awarded many awards by this Institute.
Directorship held in other Companies	NIL	NIL	1. SAIL MOIL Ferro Alloys Pvt. Ltd.
			2. RIN MOIL Ferro Alloys Pvt. Ltd.
Membership / Chairmanship of Committees across all Public Companies*	NIL	1. Audit Committee A) MOIL Ltd.	1. Shareholders' / Investors' Grievance Committee. A) MOIL Limited
No. of Shares held	NIL	NIL	NIL

*Membership/Chairmanship of Audit Committee and Shareholders' / Investors' Grievance Committee of Public Limited Companies has been considered.



DIRECTORS' REPORT TO THE SHAREHOLDERS

Dear Shareholders,

On behalf of Board of Directors, I feel great pleasure in presenting the 52nd Annual Report of your Company, together with the Auditors Report and Audited Accounts, for the year ended on 31st March, 2014.

At the outset, your Directors are pleased to inform that the Government of India, recognizing the excellent performance of your company, has up-graded MOIL from Schedule 'B' to Schedule 'A' company. MOIL was last up-graded to Schedule 'B' category in 2002. Since then, the company has been continuously recording the excellent performance. It has been a profit making company over the last two decades and its CAGR has been about 20% since its last up-gradation.

FINANCIAL RESULTS

Financial results of 2013-14 and of the previous year are highlighted below:

₹ in Crores

Particulars	2013-14	2012-13
Net Sales	1021.28	967.12
Other Income	303.32	235.27
Total Income	1324.60	1202.39
Profit before interest, depreciation and tax (EBIDTA)	804.51	669.82
Depreciation	35.18	33.03
Profit before tax (PBT)	769.33	636.78
Less: Provision for taxation	259.76	205.06
Profit after tax (PAT)	509.56	431.72

KEY Financial Ratios

	2013-14	2012-13
EBIDTA to Sales Turnover (%)	78.77	69.26
PAT to net worth (%)	16.29	15.61
EBIDTA to average capital employed (%)	27.80	26.10
Earning Per share (Face Value ₹ 10 each)	30.33	25.70
Book Value per share	186.15	164.62

DIVIDEND

MOIL is a dividend paying company since many years and continuing the same during the year 2013-14, an Interim Dividend @ 40% i.e., ₹ 4.00 per Equity Share, has been paid in the month of Feb., 2014. Taking into consideration the profit for the year, the Board of Directors of your company has further recommended a final dividend @ 35%, i.e., ₹ 3.50 per Equity Share, for this financial year. The total dividend for the year 2013-14 works out ₹ 7.50 per equity share as against ₹ 5.50 paid in previous year. Thus, the total dividend payout for the year works out to ₹ 126.00 Crores @ 75% (Previous year @55%, i.e., ₹ 92.40 Crores).

FINANCIAL PERFORMANCE

Your company has recorded net sales (excluding excise duty) of ₹ 1021.28 Crores during the financial year 2013-14, as compared to ₹ 967.12 Crores of previous year. Profit before tax (PBT) for the year has increased by 20.82% to ₹ 769.33 Crores, as compared to previous year. The Company has earned a Profit after Tax (PAT) of ₹ 509.56 Crores as against ₹ 431.72 Crores in the previous year.

As per the Government Guidelines, your Company has deployed surplus funds in fixed deposits and earned an interest income which is included in total interest received of ₹ 249.86 Crores (Previous Year ₹ 229.17 Crores) and clubbed under other income. Other income also includes ₹ 44.82 Crore towards write back of provisions made in earlier years for employee benefits, no longer considered necessary now.



SALES

The Board is pleased to inform that during the year 2013-14 net sales of Manganese Ore was ₹ 946.16 Crores as against ₹ 890.73 Crores in the previous year registering a growth of 6.22%. The Company has sold 11.33 Lakh tonnes of Manganese Ore in 2013-14 in comparison to 11.93 Lakh tonnes of Manganese Ore in the previous year. Though sales quantity is decreased by 5.02% in comparison to last year, the company has succeeded to register an increase in sales turnover by 6.22% due to its prudent marketing policy and better product mix resulting in higher sales realisations.

In respect of manufactured products of the company, viz., EMD, Ferro Manganese and Ferro Manganese Slag, the net sale during the year 2013-14 was of ₹ 66.61 Crores in comparison to ₹ 67.13 Crores during previous year. The sale of Electrolytic Manganese Dioxide (EMD) was 893 tonnes, as against 1014 tonnes in the previous year, whereas sale of Ferro Manganese was at 8707 tonnes in comparison to sales of 10080 tonnes during previous year.

PRODUCTION AND PRODUCTIVITY

Your company has produced 11.35 Lakh Tonnes of various grades of Manganese Ore as against 11.39 Lakh tonnes in previous year. The company has been able to maintain the same level of production despite heavy and unprecedented rains during extended monsoon. Taking this into consideration, the performance has been excellent. The Output per Manshift of the Company has been 0.805 tonnes (previous year 0.798 tonnes). The production of Electrolytic Manganese Dioxide (EMD) increased by 17.43%, from 786 tonnes to 923 tonnes during 2013-14. The production of Ferro Manganese also increased from 9210 tonnes to 10042 tonnes, i.e., 9.03% higher than the previous year.

CLOSING STOCK

The Company has a closing stock of 0.48 lakh tonnes of manganese ore valued at ₹ 20.63 Crores as on 31.03.2014 as compared to 0.76 lakh tonnes of manganese ore valued at ₹ 30.72 Crores as on 31.03.2013. The closing stock of Ferro manganese was 2543 tonnes valued at ₹ 8.47 Crores as on 31.03.2014 as against 1208 tonnes valued at ₹ 5.50 Crores as on 31.03.2013. The closing stock of EMD as on 31.03.2014 was 101 tonnes (Previous Year 71 Tonnes) valued at ₹ 0.91 Crores (Previous Year ₹ 0.58 Crores).

CAPITAL / VALUE ADDITION / DIVERSIFICATION PROJECTS

In order to meet the demand of Manganese ore in the steel industry and to remain market leader in Manganese industry in our country, it is required to enhance the Manganese Ore production from the present level of about 1.1 million tonnes to 2.0 million tonnes by the year 2020-21. In this direction, your company has planned investments for development of existing Mines, acquisition of new Mines within and outside the country, acquisition of areas adjoining the mines, setting up value addition / diversification projects etc.

❖ Mine Expansion Projects :

MOIL has undertaken various Mine expansion projects to enhance the production from its promising Mines. Some projects have already been completed and some are at various stages of implementation as under:

Balaghat Mine

Balaghat Mine produces high grade Manganese ore with +48% Manganese content. Presently, around 24.2 million tonnes ore reserve in different category is available upto 750 mtrs. depth from surface. It is targeted to enhance the production of this Mine from present level. This mine will have largest contribution to increase in production. In order to sustain the present production level and to achieve enhanced production, following Mine expansion Projects are undertaken:

- **Deepening of Production shaft from 10th level (240 Mtrs.) to 15th level (390 Mtrs.)**

The project was completed in 2011 at a cost of ₹ 8.00 crore to sustain the present production level with a marginal increase in the production.

- **Deepening of Holmes shaft from 12th level (300 Mtrs.) to 16½ level (435 Mtrs.)**

Deepening of Holmes shaft is in progress and scheduled to be completed by 2016-17 at an estimated cost of ₹ 28.00 crore.

- **High Speed Shaft**

The company has planned for enhancement of production at Balaghat mine by starting development and mining parallelly at deeper levels. The project is under consideration and shall be taken up after getting necessary clearances.



Ukwa Mine

This Mine produces Ferro grade Manganese ore with +36% Manganese content and with high phosphorus (0.2% to 0.5 %). At Present, around 8.8 million tonnes ore reserve in different category is available at this Mine. In order to sustain the present production level and to achieve enhanced production, following projects are undertaken:

- **Sinking of first vertical shaft having 4.5 mtrs. Dia. and 134 mtrs. Depth**

The work of sinking of vertical shaft with head gear, winder etc. has been undertaken at an approx. cost of ₹ 18.50 crore. The work of shaft sinking is in progress and is scheduled to be completed in 2014-15.

- **Sinking of second vertical shaft having 5.5 mtrs. Dia. and 335 mtrs. Depth**

To achieve the targeted production, it is required to spread the underground working in larger area. Hence, sinking of second shaft is proposed. Designing work of this shaft has been completed and checking / vetting of estimates is in progress. It is planned to complete this project in 2017-18 at cost estimated cost of ₹ 18.50 crore.

Chikla Mine

This Mine also produces Ferro grade Manganese ore with +36% Manganese content. As on date around 4.22 million tonnes ore reserve in different category is available upto 200 mtrs. depth from surface at this Mine. In order to sustain the present production level and to achieve targeted production, following Mine expansion Projects are undertaken:

- **Deepening of vertical shaft from -270' level(109 Mtrs.) to -470' level (169 Mtrs.)**

To sustain the present production, it was required to deepen the existing vertical shaft to approach to the virgin production area from 109 mtrs. depth to 169 mtrs. This work has been undertaken at an estimated cost of ₹ 9.50 crore. The work of shaft deepening is in progress and scheduled to be completed in 2015-16.

- **Sinking of second vertical shaft having 4.5 Mtrs. Dia. and 160 Mtrs. depth**

In order to achieve the enhanced production, sinking of second vertical shaft has been planned at the estimated cost of ₹ 48.70 crore. This work is at tendering stage. It is planned to complete the work of shaft sinking in 2017-18.

Munsar Mine

This Mine produces Ferro grade Manganese ore with +36% Manganese content. At present, around 4.43 million tonnes ore reserve in different category is available upto 190 mtrs. depth from surface at this Mine. It is targeted to enhance the production of this Mine from present level of 0.55 lakh tonnes to 1.25 lakh tonnes by 2020-21. In order to sustain the present production level and to achieve targeted production, following Mine expansion Projects are undertaken:

- **Sinking of first vertical shaft having 4.5 Mtrs. Dia. and 156 Mtrs. depth**

Sinking of vertical shaft along with Head gear & winder at central portion of the main ore body to exploit the ore from the strike length of 1.6 Kms. is in progress at an estimated cost of ₹ 26.00 crore. The project is planned to be completed in 2014-15.

- **Sinking of second vertical shaft having 4.5 Mtrs. Dia. and 160 Mtrs. depth**

In order to achieve targeted production, it is required to increase working area of the Mine in the underground. Hence, second vertical shaft is planned to be set up. This shaft will be circular in shape and having finished dia. of 4.5 Mtr. with total depth as 160 Mtr. The approximate cost of this project is ₹ 51.32 crore. Designing work is completed and it is planned to complete this project in 2017-18.

Gumgaon Mine

This Mine also produces high grade Manganese ore with +42% Manganese content. At present, around 4.34 million tonnes ore reserve in different category is available upto 310 mtrs. depth from surface. In order to sustain the present production level and to achieve enhanced production, following mine expansion Projects are undertaken:

- **Sinking of first vertical shaft having 4.5 mtrs. Dia. and 190 mtrs. depth**

In view of the quality of Mn. Ore and quantity of reserve available as stated above, it was felt necessary to extract the ore at faster rate. In order to achieve this, sinking of a vertical shaft upto the depth of 190 Mtrs. from surface along with head gear, winder, substation, crushing & screening plant etc. was undertaken at this Mine with cost involvement of approx. ₹ 18.00 crore and the project has already been completed in 2012. The project was taken up to sustain the existing production and marginal increase therein.

- **Sinking of 2nd. High speed vertical shaft having 6.5 mtrs. Dia. and 350 mtrs. depth**

At lower levels below 210 Mtrs. from surface major quantum of ore is located in the western part of the Mine. Thickness of ore body in this ore zone is very good upto 40-50 mtrs. thick. Hence, it is felt necessary to sink a vertical shaft in the western part of the ore body. Estimated cost of this project is ₹ 150.00 crores. Designing work of this shaft is in progress and it is planned to complete this work of shaft sinking by 2018.

- ❖ **Additional Leases**

Govt. of Maharashtra has granted Prospecting License (P.L.) for 597.44 Ha. manganese bearing land to MOIL in the state of Maharashtra. It is expected that three new Mines will be opened in future apart from the expansion of the working of the present Mines which will add a quantum increase in production of MOIL.

- ❖ **Acquisition of Mines in and outside Country**

MOIL has made ambitious plan to acquire Manganese and other Metalliferous minerals within and outside the country. For this, an open ended Expression of Interest (EoI) has published by MOIL to seek offers from prospective owners who are willing to sell their Mining assets to MOIL. Proposals of acquisition of Manganese ore, Iron ore and Chrome ore assets are scrutinized as and when required. The company has already empanelled reputed Consultants for due diligence.

- ❖ **Value Addition Projects**

SAIL & MOIL Ferro Alloys Pvt. Ltd and RINMOIL Ferro Alloys Pvt. Ltd:

MOIL has Joint Venture (50:50) with Steel Authority of India Limited (SAIL) for setting up Ferro Alloys Plant of 1.06 Lakhs TPA capacity, comprising of 31,000 tonnes of Ferro Manganese and 75,000 tonnes of Silico Manganese, at Nandini, near Bhilai in Chhattisgarh.

Similarly, it has another Joint Venture (50:50) with Rashtriya Ispat Nigam Limited (RINL) for setting up of Ferro Alloy Plant of 57,000 TPA capacity, comprising of 20,000 Tonnes of Ferro Manganese and 37,000 Tonnes of Silico Manganese at Bobbili, Vizianagaram District of Andhra Pradesh.

Preparation of feasibility reports of the above projects, taking into consideration revised requirements of ferro alloys of SAIL and RINL, is in progress. Decision in this regard shall be taken after receipt of the reports.

- **Wind power generation**

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. The power from 4.8 MW wind farm is being wheeled to Balaghat Mine and being consumed in the mine as well as ferro manganese plant of the company. The power generated from 15.2 MW wind farm is being sold to utility, i.e., Madhya Power Management Company Limited.

RESEARCH & DEVELOPMENT

MOIL is engaged in exploration, extraction, beneficiation and marketing of Manganese Ore and its value added products. It operates Underground and Opencast Mines. Manganese deposits are mostly hosted in poor to fair rock conditions with various difficult geo-mining conditions. The company is also working old manganeseiferous dumps for secondary recovery of manganese ore by employing off the pit mining. It also produces Electrolytic Manganese Dioxide (EMD) and Ferro Manganese Alloy from the processing plants located at Dongri Buzurg & Balaghat Mine respectively.

In the light of growing competition in mining industry, R&D activities are essential for efficient exploration and extraction of mineral reserves/resources. The thrust areas for the R & D efforts are therefore directed towards meeting the challenges of safe and cost effective mining practices in underground and opencast mines with increasing depth. In order to address these issues effectively, MOIL has identified the following thrust areas for R & D works.

- For improvement in underground working conditions, ventilation reorganization studies have been conducted by Indian Institute of Technology, Kharagpur at Gumgaon Mine. This has helped for improvement in underground ventilation and in turn has improved safety and productivity.
- Indian Institute of Technology (IIT), Kharagpur is engaged for design of safe blasting practices for Single Boomer at Balaghat Mine. The machine has already been received at mine. This will help improving the development of underground headings, stope productivity and safety at Balaghat mine.
- Ventilation reorganization studies for mining at deeper levels have been conducted at Balaghat Mine for proper air current to employees in underground by Indian School of Mines (ISM), Dhanbad. It has improved the face ventilation and productivity in underground.



- National Geophysical Research Institute (NGRI), Hyderabad has been engaged for Geo-physical prospecting by Gravity and Magnetic method for high speed exploration of manganese ore reserves / resources in prospecting license areas in Maharashtra State.
- For deeper exploration of manganese ore, extensive core drilling has been carried out at all the mines of the Company. It is generating additional quantity of reserves/resources of manganese ore for future exploitation.
- Studies are going on for the development of mechanized stoping operations and support systems at Ukwa Mine by Indian School of Mines, Dhanbad.
- R&D studies are going on for slope stability and monitoring by rock mechanics instruments by National Institute of Technology, Rourkela at Dongri Buzurg Mine for better safety.
- For alternative source against the sand as a fill material, in-house feasibility studies have been conducted by technical department for use of bottom ash as a fill material for consolidated hydraulic stowing at Ukwa Mine on experimental basis.

For alternative fuel against Diesel in ANFO, blasting studies have been conducted at Dongri Buzurg Mine with CIMFR, Dhanbad.

- Level interval has been increased from 30m to 45m at Balaghat Mine below 12th level Rock mechanics instrumentation and data monitoring is being carried out for the safety of underground workings with the help of strain bars in collaboration with Central Institute of Mining & Fuel Research (CIMFR), Nagpur.
- A collaborative research study is going on with Visvesvaraya National Institute Technology (VNIT), Nagpur for use of overburden material for consolidated hydraulic stowing operation for the underground mining operation. Pilot hydraulic stowing plant has been commissioned at VNIT premises for further studies. This will help reduce the consumption of sand for filling purpose in the underground mines of the Company. In turn, it will reduce the sand requirement in future.
- Hydro-geological studies for stope design in underground mining operations at Kandri Mine is being carried out by Central Institute of Mining & Fuel Research (CIMFR), Nagpur for better safety and productivity.
- Blasting studies have been conducted for safe blast design and to control the ground vibrations in Beldongri, Tirodi and Munsar Mine by CIMFR and VNIT, Nagpur.
- Investigation of Geo-physical and mechanical properties of rocks up to 650 mtrs from the surface has been conducted at Balaghat Mine along with insitu stress estimation for the safety of the structure by CIMFR, Nagpur.
- Modern eco-friendly hydro-static blast hole drill machine with built in dust collector has been introduced at Dongri Buzurg Mine.
- In line with National policy on energy conservation, 4000cfm air compressor has been commissioned at Balaghat Mine with modern energy saving devices.
- Side Discharge Loaders (SDL) and Load Haul and Dump (LHD) machines have been introduced in the underground mines for development and mechanical handling of ROM for increase in productivity.

CONSERVATION OF ENERGY

Your Company has been adopting various measures for energy conservation which includes conventional measures by improving the efficiency of existing equipment as well as introducing new Technology in line with the National Policy on Energy Conservation.

MEASURES TAKEN FOR REDUCTION IN ENERGY CONSUMPTION AND THE FUTURE PLANS TO THIS EFFECT.

1. MOIL has installed a 4.8 MW Wind Energy Farm on the Nagda hills at District Dewas in the State of Madhya Pradesh for Captive Power utilization and the same was connected to grid in the month of the June 2006. The energy generated since then is being utilized for MOIL's Balaghat mine as well as Ferro Manganese Plant. Till March 2014, 72.35 million KWH has been generated since its inception. It conserves the energy and is a step towards non-conventional source of energy for pollution free environment. Since inception, the Wind Farm has saved emission of about 65,115 tonnes of Carbon Dioxide in the Atmosphere.
2. Another 15.2 MW Wind Energy Farm was installed on the Ratedi hills at District Dewas in the State of Madhya Pradesh for sale to utility and the same was connected to grid in phases by June 2008. The energy generated through Wind Farm is being sold to Madhya Pradesh Power Management Company Limited. Till March 2014, 144.75 million KWH has been generated since its installation. It also conserves the energy and is a step towards non-conventional source of energy for pollution free environment. Since inception, the Wind Farm has saved emission of about 130,375 Ton of Carbon Dioxide in the Atmosphere.

3. The Company has also installed two advanced technology based 4000CFM Centrifugal Air Compressors operating at 11KV voltage of supply, in place of conventional type screw air compressors, having capacity of 4000CFM at Balaghat mine. It has resulted in saving of energy due to lesser losses of higher operating voltage as well as lesser temperature of compressed air. The saving in the energy is to the tune of approximately 7.50 % over operating conventional screw air compressors and saved around 0.305 million KWH during the last couple of years and in turn saved emission of about 274.80Ton of Carbon Dioxide (Co2) in the atmosphere till March 2014.
4. Recently, the company has enhanced capacity of Ventilation Fan installed at North extremity of Balaghat mine from 120 HP to 350 HP to improve overall underground ventilation system of the mine by introducing latest technology based fully automation. The automation comprises of SCADA system with combination of PLC & VFD. It will result in optimum utilization of electrical energy with remarkable improvement in underground ventilation in the mine. The conservative saving in the energy consumption of ventilation fan shall be to the tune of approximately 5 % on account of automation.
5. Electricity consumption per ton of production for mines and plants of the Company.

S.N.	KWH CONSUMPTION PER TONNE	Kwh consumption PMT	
		YEAR 2013-14	YEAR 2012 - 13
1.	Manganese Ore	21.11	18.75
2.	EMD	2900.72	2889.00
3.	Ferro Manganese	2986.86	3132.00

Despite making all the efforts, as the mines of the Company are going deeper day by day, KWH consumption is on rising trend accordingly.

MINING LEASES AND EXPLORATION

MOIL is having total 1829.851 hectares lease areas as on 31st March 2014, out of which 700.066 hectares land is in Maharashtra and 1129.785 hectares land is in Madhya Pradesh. An area of 814.71 hectares was reserved vide Central Government in favour of MOIL, for prospecting of Manganese in Nagpur and Bhandara District of Maharashtra State. Out of 814.71 hectares area, State Govt. of Maharashtra has granted 597.44 hectares for prospecting of Manganese and remaining areas are under process.

National Geo-physical Research Institute, Hyderabad is conducting Gravity- Magnetic Survey with 5000 stations over sanctioned P.L areas.

At MOIL, proving additional Resource/ New Virgin deposits is the task of Exploration. A virgin deposit of Manganese was explored by pitting over recently acquired 5.36 hectares area under Prospecting License. The area is located at Village Nandapuri of Mauda Tehsil. Exploration activities by drilling is being undertaken to establish the deposit. The virgin deposit falls in trend with Old Satuk deposit of the company. Hence, it is expected to attain similar depth and quality as that of Old Satuk. Current exploration over existing Mining Leases has proved the Mineral persistency up to 350 mtrs. depth in Kandri, 400 mtrs. in Ukwa and 300 mtrs. in Gumgaon lease hold area of MOIL.

ENTERPRISE RESOURCE PLANNING (ERP) :

ERP implementation at MOIL envisages seamless integration of all business processes to 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. The as-is processes have been listed and documented in detail. RFP for the ERP has already been published. Steering committee as well as core committee to carry out the implementation task has been formed. The selection of ERP product and System Integrator (SI) are planned to be completed by 2014-15. The Project is expected to Go-Live during the financial year 2015-16.

SAFETY AND OCCUPATIONAL HEALTH:

Your Company lays special emphasis to ensure safety in the mines and also takes continuous efforts to reduce accidents by constantly improving the standards of safety equipments through introduction of latest mining techniques and mechanization of mining operations. Following steps have been taken to improve the safety standards at the mines:

- Training and re-training of workers to inculcate safety consciousness.
- Regular meetings of Safety Committees in which accident analysis are made meticulously with a view to reduce the injury rate.
- A close inter-action with employees at all levels to prevent accidents to the maximum extent possible.



- Vocational and refresher training is imparted to each employee regularly, apart from specialized training.
- Safety and Environment department had conducted training programs on:
 - (a) Importance of safety, health, sustainable development in mines.
 - (b) Disasters management in mines.
 - (c) Occupational health and safety in mine.
 - (d) Chikla mine and Dongri Buzurg mine have awarded with National Awards for Longest Accident free period and lowest injury frequency rate, respectively, for the year 2008 & 2009.
 - (e) MOIL has obtained OHSAS 18001:2007 certification for Gumgaon and Munsar mines apart from re-certification of Dongri Buzurg and Balaghat mines which were issued. Thus, total six mines have obtained the OHSAS certification so far.

ENVIRONMENTAL PROTECTION :

Ecology conservation is crucial in today's era. It is imperative that the development process in a community is compatible with its environment as well as with the particular culture of that community. Your company, with a goal of achieving sustainable development, has taken proactive measures to reduce global warming. The Company is conscious of its responsibility towards environmental protection in and around its leasehold areas. About 65,000 saplings were planted during 2013-14 at different mines of the company. The cumulative plantation till date is about 18.13 Lakhs saplings. A drive has been initiated for plantation of Jatropha saplings in arid / dry areas and waste dumps whose seeds will be utilized for production of bio-fuel on trial basis. In order to be eco-friendly organization, the company has set up Wind Energy Farm of Total 20 MW out of which, electricity generated by 4.8 MW is consumed by the company and electricity generated by 15.2 MW Wind Farm is sold to MPEDCL. All the units, including sand ghats have got Environment Clearance from the MoEF, New Delhi.

VIGILANCE

The functioning of vigilance department of MOIL includes preventive as well as punitive vigilance and the main thrust is on system improvements in the organisation. Various activities of vigilance department during the year 2013-14 are as under.

Significant contributions

1) Observation of Vigilance Awareness Week-2013

MOIL observed Vigilance Awareness Week 2013 from 28th October to 2nd November 2013. The Vigilance Awareness week was inaugurated by Shri Sanjay Saxena, IPS, Joint Commissioner of Police, Nagpur. Shri Girish Bhatnagar, Director General, Indian Railway Institutes of logistics and Material Management (IRILMM), New Delhi, was also present on the occasion. The activities during awareness week are as under:

I. Release of 2nd annual issue vigilance magazine "SHUCHITA"

Vigilance department came out with the 2nd annual issue of vigilance magazine "SHUCHITA" which was released by Shri Sanjay Saxena, IPS, Joint Commissioner of Police, Nagpur.

II. Seminar on ERP, Protection of Whistle Blower and Public Procurement Bill-2012

At Munsar Training Centre, a presentation on "Enterprise Resource Planning (ERP)" was organized to bring awareness with regard to use of IT Technologies and the recent development in company of adopting ERP, in its various procedures and workings. In addition, presentations on 'Protection of Whistle Blower' and 'Public Procurement Bill-2012' were made to bring awareness in employees of MOIL.

III. A one day Workshop on 'Transparency in Public Procurement'

A one day workshop was organized at MOIL Head Office, Nagpur, on the theme of "Transparency in Public procurement. The workshop was attended by all senior officers of MOIL. The guest speaker for the workshop was Shri. Girish Bhatnagar, Dir. Gen., IRILMM, New Delhi, who is an eminent expert in area of procurement and anti-corruption. He made presentation on (i) Preparation, Invitation and Evaluation of Public Procurement Tenders, (ii) Important Aspect & Vigilance Issues in Public Procurement and (iii) Contract Management.

IV. One day workshop on "e- Procurement & e-Auction"

A one day seminar on “e-Procurement and e-Auction” was organized. Shri Sanjiv Poddar, Sr. Manager (e-Procurement) was the guest speaker from MSTC Ltd, Kolkata, the largest e-Auctions handling PSU in India.

V. Vigilance awareness programme for society

The vigilance officers at Balaghat and at Kandri Mine organized vigilance awareness programmes in College and School at Ramtek and Central School at Balaghat. In the programme they held interactive sessions with teachers and students regarding ill-effects of corruption and dishonesty.

VI. Competition on photography and “Model on Good Governance/ Practices”

In order to increase the active participation of employees, a competition of ‘Model of Good Governance/ practices’ were organized at corporate level, with a view to provide a platform to explore the shortcomings observed by any common employee during his day to day activities. A unique photography competition on the theme “MOIL – A Success Story” was organized for all employees to bring awareness among employees.

2) Regular Activities

1. **Capacity building:** Continual activities towards capacity building of the Vigilance personnel working in the department is ensured and efforts were made in a planned manner by imparting internal as well as external training. In addition to this, regular trainings are also organized for creating awareness amongst employees.
2. **Preventive vigilance:** As part of preventive vigilance, four work contracts were scrutinized and sixty eight inspections were carried out during the period. Advisories have been issued, from time to time, to streamline the procedures and bringing transparency in works at different level of operations.
3. **Complaints:** During the year, twenty nine complaints and six nos. of source informations were received and after carrying out the detailed investigations, the enquiry reports in respect of these cases have been submitted along with the findings & conclusions thereon, to the respective authorities.
4. **System improvements :** As an outcome of different investigations relating to complaint, study, inspection, etc., advisories and suggestions were given for the system improvement in the following areas:
 - a. Updation and posting of Manuals on web site.
 - b. Tender processing of purchase & work contracts.
 - c. Procedure related to recruitment and promotion.
 - d. Preparation of estimates and rate schedules in work contracts.
 - e. Restructuring of capital Asset Register.
 - f. Refurbishing of the sales accounting system in order to prevent occurrences of misappropriation.
5. **Leveraging Technology:** Extensive use of website as a tool for communication with the stakeholders and also for curbing corruption and to bring transparency in maximum possible areas of working, has been implemented by MOIL. Accordingly, e-sales, e-auction, e-procurement, e-payments are implemented considering threshold limits. A new refurbished vigilance page has been added to the MOIL's official website containing vigilance manual and other important links.

IMPLEMENTATION OF RTI

With the advent of the Right to Information Act, 2005 in India, MOIL has taken major initiatives towards its effective implementation.

MOIL has appointed CPIO at the Corporate Office and PIOs/APIOs have also been appointed at all its Mines. Executive Director (Tech.) has been appointed/designated as Appellate Authority under the Act. The names of all the PIOs/APIOs and the Appellate Authority has been also hosted on Company's website www.moil.nic.in.

The information in respect of company, its employees etc., has been prepared under 17 heads as prescribed in Section 4(1) (b) of the RTI Act, and the same been hosted on Company's portal. MOIL has been submitting necessary information and returns to the prescribed authorities and updating the same regularly.

A lot of awareness has been generated in order to make Company's employees aware about the intention and true spirit of this Act. Various provisions of the Act have been highlighted by issue of the circulars to keep transparency in day-to-day work



and maintain all the records in a proper/systematic manner. Further, the Company has also hosted/updated company's website as much information suo-moto at regular intervals for the public, so that public has minimum necessity to use the various provisions under the RTI Act to obtain information.

For the awareness of employees at large, seminars have been organised to make them understand the importance of RTI Act in the present scenario and highlighted the provisions of the Act.

During the year under report, the company has received total 67 no. of applications under RTI Act, from which 63 applications accepted, 4 rejected & 10 appeals accepted under RTI and all have been disposed off during the period. There is no application pending as on 31st March, 2014.

TRAINING PROGRAMMES

During the year 2013-14, total 387 training programmes were conducted. It includes 320 Vocational Training Programmes which were conducted for workers at Vocational training centre at the Mines. Almost, 1250 mandays of executives, 885 mandays of non-executives, 2713 mandays of workers and 3277 mandays of trainees were imparted training during the year. In addition to this, 72 Executives were also sponsored for outside training programmes. Thus, during the year under review, total 1,37,506 mandays of training were completed on various topics and total 8125 participants were imparted training. As per MOU parameter for excellent performance is 1.30% training mandays. In comparison to this, the performance recorded was 3.77% during year 2013-14.

LABOUR WELFARE SCHEMES, RECREATION AND MEDICAL FACILITIES

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. Salient features of such schemes are as follows:-

- For improvement of living standard and taking into consideration of aspiration of the employees, residential quarters have been constructed and allotted to majority of the employees.
- Providing adequate supply of drinking water to employees residing in the Mine Colonies by conventional wells; Bore wells, Pipeline supply, etc.
- The colonies and streets of the camps are well illuminated. The employees have been provided with electricity for their residence at concessional rate.
- Hospitals have been setup at all the Mines maintained by qualified Doctors and supported by trained paramedical staff. The arrangement of OPD as well as indoor ward separately for male and female are provided. Ambulance is also provided to all the hospitals for attending emergencies. The patients are also being referred for medical treatments to specialized hospitals as per requirement.
- Medical Insurance Scheme for retired employees has been introduced.
- Assistance is extended in running Primary Schools at some of the Mines where free education is imparted. School buses are provided at all the Mines so as to take children to nearby areas for High School/ College.
- As per schemes for reimbursement of tuition fees and scholarship to meritorious students, reimbursement of tuition fees to the Children of staff and the workers are provided for taking education in professional courses.
- Two school buildings (at Ukwa and Bharveli) have been renovated and provided infrastructure, for better environment to the local children.

WELFARE MEASURES TAKEN FOR SC/ST:

MOIL is a labour intensive organization with 6466 employees on its rolls as on 31.03.2014. About 74.57% of the total strength belongs to SC/ST/OBC including 43.91% belonging to SC/ST. Our Company is also taking keen interest in development of the down-trodden people living in the vicinity of the mines situated in remote areas by:

- a) Adopting villages near the mines and providing drinking water facilities, road maintenance, periodical medical checkups and treatment to people living in these villages.
- b) Providing financial aid, stationery, books etc. to schools adjacent to the mining areas.
- c) Providing tri-cycles to physically challenged persons.

EMPOWERMENT OF WOMEN:

MOIL employs 819 women employees which constitute 12.66% of its total workforce of 6466 as on 31.03.2014.

In compliance of directives of the Supreme Court, guidelines relating to sexual harassment of women workers at work places were issued by Govt. of India, Ministry of Human Resources and Development. Accordingly, a Complaint Committee comprising of three officials including a lady Doctor was constituted in the year 1999 & reconstituted in March' 2006. No case of any harassment has since been reported at any of the Mines of the Company or its Corporate Office. The directives have been widely circulated to bring awareness amongst the women employees.

Mahila Mandals are working effectively at all the Mines of the Company. Various cultural, social, educative and community activities, such as adult education, blood donation camps, eye camps, family planning, etc., are being organized regularly, mostly for the benefit of women residing in the remote mine areas.

8th March is celebrated as International Women Day and various programmes are organized to mark the day. The Company also grants Maternity Leave and Special Casual Leave for Family Planning.

As a part of its CSR activities, Self Help Groups have been formed at the mines which comprise of women hailing from the remote villages. They are trained to make candles, washing powder, washing soaps, bamboo baskets, tailoring and various other vocational activities in order to make them self-reliant. This programme in MOIL has got very good response and a huge success.

PERSONNEL

The manpower as on 31.03.2014 of our Company is given below:

Category	Executives	Non-Executives	P.R. Workers	Total
Male	338	2571	2744	5653
Female	21	128	671	820
Total	359	2699	3415	6473

The category-wise details of employees strength as on 31.03.2014 are as under:

Group	Scheduled caste	Scheduled tribe	O.B.C.	Others	Total
A	34	9	40	138	221
B	47	12	79	129	267
C	314	224	419	521	1478
D	812	1323	1448	859	4442
Sweepers	65	0	0	0	65
Total	1272	1568	1986	1647	6473
Total %	19.65%	24.22%	30.68%	25.45%	100.00%

CITIZEN'S CHARTER AND GRIEVANCE REDRESSAL MECHANISM

- Employees' grievances – MOIL has its own grievance redressal procedure for executive as well as non-executive employees. The grievances of employees are accordingly dealt with as per rules.
- Public Grievance – All Grievance officials have been apprised of the manner in which the Public Grievance received are to be disposed off. The system adopted for dealing the grievance of Public has been constituted on the basis of instructions received from various authorities in the past.
- The redressal of grievance machinery in MOIL consists of one Grievance Officer nominated for at each unit. The Grievance Officer nominated at Head Office co-ordinates with the Grievance Officers at the units for their effective performance.
- Monthly/Quarterly reviewing of grievances by designated Public grievance officers and mines and corporate office.



- e) Monitored at Head Office on the basis of assessment of data received from unit, Grievance Officer through the monthly report as well as through inspection by Head Office authorities.

Status of Public and Employee Grievances for the period 01.04.2013 to 31.03.2014:

Sr. No.	Type of Grievances	Grievances outstanding as on 01.04.2013	No. of grievances as received during the period	No. of cases disposed off	No. of grievances pending on 31.03.2014
1]	Public Grievances	----	----	-----	-----
2]	Employee Grievances	Nil	614	614	Nil
	TOTAL	Nil	614	614	Nil

CORPORATE SOCIAL RESPONSIBILITY (CSR) AND SUSTAINABILITY

Corporate Social Responsibility (CSR) in MOIL is a continuous process. MOIL has been carrying out CSR activities in a resolute manner from several years. The Company has framed a CSR Policy which is 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 includes the following:

- In the education and skill development initiative, company has taken up construction of MOIL DAV Public school with a cost of ₹ 800 Lakhs having 35 class rooms with a capacity of 1400 students at Chikla, Dist-Bhandara (M.S.),
- Construction of additional class rooms in Bharveli in Balaghat (M.P.)
- Providing drinking water to villages in remote areas by digging borewells.
- Free cataract surgeries by NGO, Suraj Eye Institute, under Light to Lives program, for needy rural poor.
- Area development project for Tumsar town in District Bhandara. Under the project the company has completed construction of Bypass Road of 1.5 KM length, rejuvenation of water body is under progress.
- Financial aid to states stuck by natural calamities. Financial aids have been provided to states of Maharashtra for drought relief, financial assistance has also been provided to states of Uttarakhand & Odisha for taking up relief and rehabilitation works in cyclone & flood affected areas.
- Various infrastructural development works like construction of roads, community halls, afforestation, etc. have been carried out.

SUSTAINABILITY

The company has undertaken following sustainability projects in the year 2013-14:

i) Afforestation:

- a) Afforestation through social forestry mode: A total of 40,000 saplings have been planted under this project in Ukwa, Balaghat and Tirodi mines situated in Balaghat district, a backward district of Madhya Pradesh. The project includes plantation and fencing to safeguard the plantation.
- b) The company has also carried out 25,000 plantations in housing colonies, play grounds and mine areas of Chikla, Dongri, Kandri and Gumgaon mines.

ii) Setting up of biodiversity park: MOIL has established a biodiversity park, near Fetri village, approx.11 kms. on Nagpur- Kalmeshwar road. The Bio-diversity Park is established in consultation with Institute of Science, Department of Environmental Science, Nagpur which is a premier educational Institute of Nagpur run by Department of Higher & Technical Education, Government of Maharashtra.

Moreover, MOIL has imparted training to 39 executives on CSR and SD during 2013-14, with a view to increase awareness in the executive regarding CSR & Sustainability. The training was organized at Institute of Management Technology, Nagpur.

MOIL has spent an amount of ₹ 1036.04 lakhs in FY 2013-14 towards CSR and sustainability activities.



PROGRESSIVE USE OF HINDI:

In MOIL, about 97% of the works are being done in Hindi at Mines. The Unicode system has been implanted in all 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.

For propagating and implementation of the provisions of Official Language Act, 1963 the company is continuously organizing Hindi competitions like essay writing, noting, drafting, poetry and articles, etc., and the same are published in different magazines. Employees are being given re-training under the "Hindi Education Scheme" of the Home Ministry, in which 312 employees have already been given training for *Pragya* (Higher Level) which is a continuous process in the Company.

The company has been publishing bilingual in-house magazine "Sankalp".

AWARDS AND ACCOLADES:

MOIL is one of the public sector enterprises in the country known for its continuous excellent performance. The Company has been getting national /regional recognition for its good work in almost all the spheres of activities. The following are some of recognitions, the company has received at the national level.

- ❖ Upgradation of MOIL from Schedule 'B' to Schedule 'A' Company.
- ❖ Life time achievement award to Shri G P Kundargi, Chairman-cum-Managing Director, MOIL by IM&E Journal, Bhubaneswar.
- ❖ Corporate Excellence Award (Finance and Financial Management) awarded to Shri M P Chaudhari, Director (Finance), MOIL by the Institute of Public Enterprises, Hyderabad.
- ❖ EXCELLENT MoU Rating, 18th year in succession, with a composite score of 1.213 for the year 2012-13, which is the highest among all PSUs like SAIL, RINL, NMDC, etc., in the Ministry of Steel.
- ❖ Corporate Governance EXCELLENT grading with 97.89% score by DPE.
- ❖ Two Par-Excellence Awards and one Excellence Certificate of National Quality Circle Award (i.e., National Conventions Quality Concepts - NCQC- 2013)
- ❖ Highest Tax Payers Award for the financial year 2011-12 by the Government of Madhya Pradesh for the highest Commercial tax paid in the Balaghat District for consecutively 5th year.
- ❖ ISO 9001:2008 Certification for EMD Plant- Dongri Buzurg Mine.
- ❖ ISO 9001:2008 Certification for FM Plant- Balaghat Mine.

DIRECTORS

During the year under review, seven Independent Directors namely, Dr. S.K. Bhattacharyya, Shri Vijay Kale, Dr. Madhu Vij, Shri Sanjeeva Narayan, Shri H. C Disodia, Shri B.K Gupta and Shri D.D Kaushik have retired from the Board of the Company. The Board places on records its sincere appreciation towards their invaluable contribution and guidance to the Board during their tenure.

During the year, Government of India has appointed Shri A.K. Jha, as Director (Prod. & Plng.) and four independent directors namely, Ms. Sunanda Prasad, Shri G.S. Grover, Dr. A.K. Lomas and Shri J.P. Dange on the Board of MOIL.

CHANGE IN ACCOUNTING POLICY

During the year, the company has changed its accounting policy on manganese ore sales as detailed in Note No. 1.2 of notes to accounts. The change in policy has no material effect on the accounts.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors confirm that:

1. The applicable accounting standards have been followed along with proper explanations relating to material departures, if any, for preparation of the annual accounts.
2. The accounting policies have been selected and applied consistently with appropriate disclosures for changes and judgments and estimates have been made that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended March 31, 2014 and of the profits of the Company for that year.



3. Proper and sufficient care has been taken to maintain adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud or other irregularities.
4. The annual accounts have been prepared on a going concern basis.

DEPOSITS

The Company has not accepted any Fixed Deposits during the year under review.

AUDITORS

In terms of Section 619 (2) of the Companies Act, M/s V.K. Surana & Co., Chartered Accountants, Nagpur have been appointed by the Comptroller & Auditor General of India as auditors of your Company for the year 2013-14. The Statutory Auditors' Report is enclosed which is self explanatory.

COST AUDIT

The Central Government has approved the appointment of M/s Ujwal P. Loya & Co., Cost Accountants, as the Cost Auditor of the Company to conduct audit of cost accounting records maintained by the Company for the year ended 31.03.2014. The due date for filing the Cost Audit Reports for the financial year ended 31st March, 2014 is 30th September, 2014. The report will be submitted within prescribed time limit. The Cost Audit Report and Compliance Report for the year 2012-13 were filed within the time limit as prescribed by the Ministry of Corporate Affairs.

OTHER DISCLOSURES:

Particulars with respect to R&D and Technology Absorption etc.: Particulars with respect to R&D and technology absorption, as required under the provisions of Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, forming part of this report, is enclosed as **Annexure – I** to this report.

Foreign Exchange earnings and Outgo: The Company has not made any export of manganese ore during the Financial Year 2013-14. During the year under review, the Company has incurred ₹ 50.99 lakhs expenditure in foreign currency as against ₹ 28.86 Lakhs in the previous year.

Particulars of Employees: The information in respect of employees covered within the purview of Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules 1975, as amended from time to time, is: **NIL**

Subsidiary Company: MOIL has no Subsidiary Company.

DETAILS OF SHARES IN SUSPENSE ACCOUNT:

The details of shares in suspense account are as follows:

Description	No. of Shareholders	No. of Shares
Opening Balance as on 01.04.2013	21	357
Shareholders approached for Transfer of Shares	1	17
Shares transferred	1	17
Pending as on 31.03.2014	20	340

The voting rights on these shares in suspense account as on 31.03.2014 shall remain frozen till the rightful owner of such shares claims the shares.

MEMORANDUM OF UNDERSTANDING (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. Your company has once again got *excellent* rating for the year 2012-13, 18th year in succession.

Continuing the practice, MOIL has signed MoU with the Ministry of Steel for the year 2014-15.

**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 Director's Report, and enclosed as **Annexure - II**.

MANAGEMENT DISCUSSION AND ANALYSIS

A report on Management Discussion and Analysis is placed at **Annexure - III**.

INDUSTRIAL RELATIONS

Industrial relations in our Company continued to be cordial and peaceful during the year 2013-14. There has not been any stoppage of work or any such labour agitation in the Company. The tempo for better production and productivity was maintained. Various Committees are constituted at the Mine level and corporate level for discussing various issues for smooth functioning of the Organisation and expeditious decisions for the settlement of grievances have been functioning satisfactorily.

ACKNOWLEDGEMENT

Your Directors acknowledge the support, cooperation and guidance received from the Govt. of India, Ministry of Steel, State Governments of Maharashtra and Madhya Pradesh, Company's shareholders, Bankers, valued customers, suppliers and all other stakeholders.

The employees of the Company have continued to display their commitment towards the pursuit of excellence. Your Directors take this opportunity to place on record their appreciation for the valuable contribution made by the employees and look forward to their services with zeal and dedication in the years ahead to enable the Company to scale even greater heights.

Last but not the least, your Directors congratulate all stakeholders for up gradation of MOIL to Schedule 'A' company.

On behalf of the Board of Directors

G. P. Kundargi

Chairman-cum-Managing Director

Place: New Delhi
Date: 23rd May, 2014

**ANNEXURE – I TO DIRECTORS REPORT TO SHAREHOLDERS****FORM – B**

Disclosure of particulars with respect to technology absorption as required under section 217(1)(e) of the Companies Act, 1956 amended in 1988

(I) RESEARCH & DEVELOPMENT		
Sl. No.	Specific area in which R&D carried out by the company. The following are the areas in which the company has taken R & D works	Benefit derived as a result of the R & D
1	Improvement in ventilation standard	Ventilation reorganization studies for deeper levels have been conducted by Indian School of Mines (ISM), Dhanbad & Indian Institute of Technology (IIT), Kharagpur for Balaghat & Gumgaon Mine respectively. It has improved the ventilation and productivity in underground.
2	Underground Mechanization	Indian Institute of Technology (IIT), Kharagpur is engaged for design of safe blasting practices for Single Bommer at Balaghat Mine. This will help to improve the development of underground headings, stope productivity and safety at Balaghat Mine.
3	Exploration of ore reserves	It is an ongoing process by which the ore body and surrounding areas in lease are being explored by drilling exploration core drilling hole by the company owns core drilling machines. Moreover, deeper exploration is done by outsourcing. For the year 2013-14, the company has been able to add 2.1 million tonnes of ore reserves/ resources.
4	Exploration by Geophysical prospecting by Gravity and Magnetic method	Geophysical exploration by gravity magnetic method has been used for fast exploration of the resources. National Geophysical Research Institute (NGRI), Hyderabad has been engaged in 11 granted prospecting license area in Maharashtra state.
5	Mineral Processing	Electrolytic Manganese Metal (EMM), The Company have prepared process flow sheet for manufacturing EMM, it is having good market potential and the Company would like to enter in this segment in near future after preparation of TEFR.
6	Environmental Aspects	For alternative fuel against Diesel in ANFO, blasting studies have been conducted at Dongri Buzurg Mine with CSIR-CIMFR, Dhanbad.
7	Energy Saving	For saving of energy, compressors with VFD have been installed at Kandri, Gumgaon, Ukwa & Balaghat. This has reduced the consumption of electrical energy by regulating the speed of motors when demand of compressed air is lower.
8	Increased level interval	CSIR-CIMFR, Nagpur was appointed for advising for increase in level interval from 30 Meters to 45 Meters. Accordingly level interval from existing 30 meters to 45 meters has been designed below 12 th level at Balaghat Mine.
9	XRF analyzer	The company has successfully introduced XRF analyzer at the mines & at the corporate office at Nagpur. This has improved the customer's satisfaction.
10	Environmental Friendly Machine	Modern high tech hydrostatic environmental friendly drilling machine has been deployed in opencast mine for better health & safety of the employees.

11	Improvement in safety standards	Addition to the present pre-mining supports, additional mechanical props were used. It has improved the safety standard of the underground mines and saved the timber.
12	Control Blasting Techniques	CIMFR and VNIT has been engaged in for grounds vibration & fly rock problems in opencast mine. With these studies safety standard of opencast mines of the company has improved.
13	Collaborative Research for alternative fill material for sand	Collaborative research project is going on with VNIT, Nagpur. Pilot hydraulic stowing plant is commissioned at VNIT premises for further studies. This will give some alternative material instead of sand for stowing in mines.

(ii) Technology absorption, adoption and innovation

	Efforts in brief towards technology absorption, and adoption and innovation	Benefit derived as a result of the above efforts			
	1) R & D effort in mining as above	1) As a result of the above, the efforts have shown improvement in safety & productivity in mining operations. With this development, rapid mining technologies like long hole drilling for development headings, mechanical handling of ROM in stopes by SDL in underground and exploration by geophysical prospecting has earmarked new zones for core drilling.			
	2) Introduction of VFD driven compressor and 4000 CFM compressor driven by HV motor.	2) Energy consumption is reduced by 1 – 2 % of the equipments operated by compressed air.			
(iii)	Future Plan of action	Use of single boomer-electro-hydrostatic drilling machines in underground solar energy & are proposed for use in future			
(iv)	Expenditure on R & D (₹ in Crores)	Capital (A)	Recurring (B)	Total (C)	Total R & D expenditure as % of PAT
		Nil	9.19	9.19	1.80

In case of imported technology during the last five years reckoned from the beginning of the financial year	Year of Import	Has technology been fully absorbed	If not, fully absorbed areas where this has not taken place reasons therefore and future plans of action.
(A)	(B)	(C)	(D)
Nil	Nil	Nil	Nil
Nil	Nil	Nil	Nil



ANNEXURE - II

CORPORATE GOVERNANCE REPORT

"Corporate governance involves a set of relationships between a company's management, its board, its shareholders and other stakeholders. Corporate governance also provides the structure through which the objectives of the company are set, and the means of attaining those objectives and monitoring performance are determined."

-: Organization for Economic Cooperation and Development

1. CORPORATE GOVERNANCE PHILOSOPHY

MOIL, a "Miniratna Category-I" "Schedule A" Company is committed to doing business in an efficient, integrity, honest, accountability and ethical manner and believes Corporate governance is beyond the realm of law. It starts from the culture and mindset of management, and cannot be regulated by legislation alone. Good Corporate Governance goes beyond compliance of laws and involves a companywide commitment. This commitment starts with the Board of Directors, which executes its corporate governance responsibilities by focusing on the Company's strategic and operational excellence in the best interests of all stakeholders in a balanced fashion with long term benefits to all.

Corporate governance is a journey for constantly improving sustainable value creation and is an upward moving target. Traditional views of governance as a regulatory and compliance requirement have given way to adoption of governance tailored to the specific needs of the Company. Clause 49 has set the benchmark compliance rules for a listed company and the baseline for governance standards. MOIL not only adheres to the prescribed corporate practices as per Clause 49 but is constantly striving to adopt emerging best practices worldwide. It is our endeavour to achieve higher standards and provide oversight and guidance to management in strategy implementation and risk management and fulfillment of stated goals and objectives.

2. BOARD OF DIRECTORS

MOIL is a Government Company within the meaning of Section 617 of Companies Act, 1956. As per the Articles of Association of MOIL, the power to appoint the Directors vests in the President of India. Therefore all the Directors on the Board of MOIL have been appointed by President of India, through Ministry of Steel. As on 31st March 2014, the Board of Directors of MOIL comprised 10 Directors out of which 4 are Whole-time Directors including Chairman-cum-Managing Director, 2 Government Directors representative of Govt. of India and Govt. of Maharashtra and 4 Independent Directors. The composition of the Board of MOIL is in conformity with Clause 49 of the Listing Agreement and DPE guidelines on Corporate Governance.

2.1 Composition of Board of Director of MOIL

Category wise Composition of the Board of Directors as on 31st March, 2014 is as follows:

Whole-time Directors

1. Shri G.P. Kundargi, Chairman-cum-Managing Director
2. Shri A.K. Mehra, Director (Commercial)
3. Shri M.P. Chaudhari, Director (Finance)
4. Shri A. K. Jha, Director (Production and Planning)

Promoter Nominee Directors

1. Shri Lokesh Chandra, Nominee of Govt. of India
2. Shri Apurva Chandra, Nominee of Govt. of Maharashtra

Independent Directors

1. Ms. Sunanda Prasad
2. Dr. A.K. Lomas
3. Shri J.P. Dange
4. Shri G. S. Grover

Attendance of each Director at the Meeting, Last AGM, Number of other company Directorship and Membership / Chairmanship of Committee

Name of the Director	Meetings Held during Tenure	No. of Board Meetings Attended	Last AGM Attended	No. of Other Director Ship	No. of Committee Membership/Chairmanship*	
					Committee Chairmanship	Committee Membership
Whole-time Directors						
Shri G.P. Kundargi Chairman-cum-Managing Director	8	8	Yes	NIL	NIL	NIL
Shri A.K. Mehra Director (Commercial)	8	8	Yes	2	NIL	1
Shri M.P. Chaudhari Director (Finance)	8	8	Yes	2	NIL	1
Shri A.K. Jha Director (Prod. & Plng.) (w.e.f. 29.07.2013)	6	6	Yes	2	NIL	1
Government Nominee Directors						
Shri Lokesh Chandra (Nominee of Govt. of India)	8	7	---	7	NIL	NIL
Shri Apurva Chandra (Nominee of Govt. of Maharashtra)	8	2	---	3	NIL	NIL
Independent Directors						
Dr. S.K. Bhattacharyya (Upto 24.06.2013)	2	2	---	N.A.	N.A.	N.A.
Shri Vijay Kale (Upto 24.06.2013)	2	2	---	N.A.	N.A.	N.A.
Dr. Madhu Vij (Upto 24.06.2013)	2	2	---	N.A.	N.A.	N.A.
Shri Sanjeeva Narayan (Upto 15.10.2013)	4	4	Yes	N.A.	N.A.	N.A.
Shri H. C Disodia (upto 08.11.2013)	6	6	---	N.A.	N.A.	N.A.
Shri B.K Gupta (upto 08.11.2013)	6	5	---	N.A.	N.A.	N.A.
Shri D.D Kaushik (Upto 08.02.2014)	7	1	---	N.A.	N.A.	N.A.
Ms Sunanda Prasad (w.e.f. 18.11.2013)	2	2	---	NIL	1	NIL
Shri G.S. Grover (w.e.f. 18.11.2013)	2	2	---	NIL	NIL	NIL
Shri J.P. Dange (w.e.f. 18.11.2013)	2	2	---	NIL	1	NIL
Dr. A.K. Lomas (w.e.f. 18.11.2013)	2	2	---	NIL	NIL	2

*Membership/Chairmanship of Audit Committee and Shareholders' / Investors' Grievance Committee of Public Limited Companies has been considered.



2.3 Details of Board Meetings during the year 2012-13:

During the year 2013-14, Eight (8) Board meetings were held on 25th May, 2013, 20th June, 2013, 7th August, 2013, 27th Sep., 2013, 28th Oct., 2013, 7th Nov., 2013, 19th Jan., 2014 and 11th Feb., 2014.

3. COMMITTEES

Constitution of Committees of Board of Directors:

The Board committees focus on certain specific areas and make informed decisions with the authority delegated to them. Each committee of Board functions according to its charter that defines its composition, scope, power and role in accordance with the Companies Act, 1956 and the Listing Agreement and DPE Guidelines on Corporate Governance. Presently, the Company is having following Board Committees:

1. Audit Committee
2. Shareholders' / Investors' Grievance Committee
3. Remuneration Committee
4. Project and Performance Review Committee (PPRC)
5. Corporate Social Responsibility & Sustainability Committee
6. Buy Back of shares and Investment in shares of CPSEs Committee
7. Pension Rules Committee
8. MOIL Recruitment & Promotion Rules 2013 Committee

3.1 Audit Committee of Board

The Audit Committee assists the Board in its responsibility for overseeing the quality and integrity of the accounting, auditing and reporting practices of the Company and its compliance with the legal and regulatory requirements. The Committee's purpose is to oversee the accounting and financial reporting process of the Company, the audits of the Company's financial statements, the appointment, independence, performance and remuneration of the statutory auditors, the performance of internal auditors and the Company's risk management policies.

A. Composition, Name of Members and Chairman

During 2013-14, the Audit Committee was re-constituted, due to retirement of Directors from the Board of MOIL. The Committee comprises of three members out of which two members are independent directors and one member is a functional Director. The Composition of the Audit Committee meets the requirements of Companies Act, 1956 and Clause 49 of Listing Agreement. Following are the members of the committee as on 31.03.2014:

1. Shri J.P. Dange, Chairman (Independent Director as Chairman)
2. Dr. A.K. Lomas, Member (Independent Director)
3. Shri A.K. Jha, Member (Functional Director)

The Company Secretary acts as the Secretary to the Committee.

B. Meetings and Attendance during the year

During the year under review, four meetings of the committee were held, the details of which are as follows:

Sr. No.	Date	Strength of the committee at respective meeting	No. of Directors Present
1.	25.05.2013	5	5
2.	07.08.2013	4	3
3.	06.11.2013	4	4
4.	11.02.2014	3	3

C. Powers of Audit Committee

The Audit Committee have powers, which include the following:

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.
5. To protect whistle blowers, if any.

D. Brief description of terms of reference

The role of the audit committee shall include the following:

1. Overview of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees, as may be applicable.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications if any, in the draft audit report.
5. Reviewing the quarterly financial statements with the management before submission to the Board for approval
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
7. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
8. Reviewing the adequacy of internal audit function including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
9. Discussion with internal auditors and/or statutory auditors any significant findings and follow up there on.
10. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
11. Discussion with statutory auditors about the nature and scope of audit as well as post-audit discussion to ascertain area of concern, if any.
12. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors, if any.
13. To review the functioning of the Whistle Blower mechanism, in case the same is existing.
14. Designating CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.



15. To review the follow up action on the audit observations of the C&AG audit.
16. To review the follow up action taken on the recommendations of Committee on Public Undertakings (COPU) of the Parliament, if any.
17. Provide an open avenue of communication between the independent auditor, internal auditor and the Board.
18. Review with the independent auditor the co-ordination of audit efforts to assure completeness of coverage, reduction of redundant efforts, and the effective use of all audit resources.
19. Consider and review the following with the independent auditor and the management:
 - a. The adequacy of internal controls including computerized information system controls and security, and
 - b. Related findings and recommendations of the independent auditor and internal auditor, together with the management responses.
20. Consider and review the following with the management, internal auditor and the independent auditor:
 - a. Significant findings during the year, including the status of previous audit recommendation.
 - b. Any difficulties encountered during audit work including any restrictions on the scope of activities or access to required information.
21. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee or as directed by the Board.

E. Review of information by Audit Committee

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions, submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses; and
5. The appointment, removal of the head of internal auditor shall be subject to review by the Audit Committee
6. Certification / declaration of financial statements by the Chief Executive/Chief Finance Officer.

3.2 Shareholders' / Investors' Grievance Committee

The Committee is entrusted with the responsibility to address the shareholders and investors complaints with respect to transfer of shares, non-receipt of annual report, non-receipt of declared dividends, etc. The Committee also evaluates performance and service standards of the Registrar and Share Transfer Agent (RTA) of the Company, and also provides continuous guidance to improve the service levels for investors. The Committee also monitors implementation and compliance of the Company's Code of Conduct for Prohibition of Insider Trading in pursuance of SEBI (Prohibition of Insider Trading) Regulations, 1992. The Board has delegated the power of approving transfer of securities to the RTA and / or the Company Secretary.

A. Brief description of terms of reference

The responsibilities of the committee are as follows:

- a. Redressal of investors' complaints
- b. Allotment of shares, approval of transfer or transmission of shares, debentures or any other securities
- c. Issue of duplicate certificates and new certificates on split/consolidation/renewal etc.
- d. Non-receipt of declared dividends, balance sheets of the company
- e. Carrying out any other function contained in the Listing agreement as and when amended from time to time.
- f. Any other matter as determined by the Board from time to time.

B. Composition of the Committee:

During 2013-14, the Committee was re-constituted due to retirement of Directors from the Board of MOIL. The Committee comprises of the following members as on 31.03.2014:

1. Ms. Sunanda Prasad, Independent Director - Chairperson
2. Dr. A.K. Lomas, Independent Director - Member
3. Shri A.K. Mehra, Director (Commercial) – Member
4. Shri M.P. Chaudhari, Director (Finance)- Member

C. Meeting and attendance :

During the year 2013-14, four meetings of the Shareholders' / Investors' Grievance Committee were held on 25th May, 07th August, 06th Nov., 2013 and 11th Feb., 2014. The details of meeting attended by the members are as follows:

Name of Member	Meetings Held during Tenure of the Member of Committee	Meetings Attended
Dr. Madhu Vij (upto 20.06.2013)	1	1
Dr. D.D. Kaushik (upto 08.02.2014)	3	1
Shri A.K. Mehra	4	4
Shri Mukund P. Chaudhari	4	4
Shri S. Narayan (w.e.f. 20.06.2013 till 27.09.2013)	1	1
Shri B.K. Gupta (w.e.f. 27.09.2013 upto 08.11.2013)	1	1
Ms. Sunanda Prasad (w.e.f. 19.01.2014)	1	1
Dr. A.K. Lomas (w.e.f. 19.01.2014)	1	1

D. Name and designation of Compliance Officer :

Shri Neeraj Dutt Pandey, Company Secretary is the Compliance officer of the Company

E. Investor Grievances

During the financial year ending 31st March, 2014, the Company and Registrars have attended investor grievances expeditiously except for the cases constrained by disputes or legal impediment. The details of complaints are as follows:

Sr. No	Particulars	No. of Complaints
1	Balance as on 1 st April, 2013	NIL
2	Received during the year	211
3	Attended/Resolved during the year	210
4	Pending as on 31 st March, 2014	1

3.3 Remuneration Committee

MOIL, being a Central Public Sector Undertaking, the appointment, tenure and remuneration of Directors are fixed by the Government of India. However as per the Guidelines of Department of Public Enterprises (DPE) a Remuneration Committee was constituted for the purpose of determining the Performance Related Pay (PRP) of its executives, in line with DPE Guidelines.


A. The Committee presently comprises following members namely:

1. Dr. A.K. Lomas (Independent Director) - Chairman
2. Shri J.P. Dange (Independent Director) - Member
3. Shri G.S. Grover (Independent Director) - Member

The Company Secretary of the Company acts as the Secretary to the Committee.

During the period under report, one meeting of the committee was held on 19.01.2014. The details of meeting attended by the members are as follows:

Sr. No.	Name of Member	Total Meeting Held	Meeting Attended
1.	Dr. A.K. Lomas	1	1
2.	Shri J.P. Dange	1	1
3.	Shri G.S. Grover	1	1

B. Role of Remuneration Committee:

The Remuneration Committee is to

1. Decide annual bonus/variable pay pool and policy for its distribution across the executives and non unionized supervisors, within the prescribed limits.
2. discharge such other responsibilities as may be applicable and prescribed, in Companies Act, 1956, DPE Guidelines and Listing Agreement and other Government Guidelines.

C. Remuneration received by existing Functional Directors

Details of remuneration of Functional Directors of the Company paid during the financial year 2013-14

Sr. No.	Name of the Directors	Salary	Benefits	PF	Bonus/ Commission	Performance Linked Incentives	Total
1	Shri G. P. Kundargi, Chairman-cum-Managing Director	1659082.00	663019.00	214831.00	NIL	1511865.00	4048797.00
2	Shri A. K. Mehra, Director (Commercial)	1646381.00	912114.00	214343.00	NIL	1353360.00	4126198.00
3	Shri M.P. Chaudhari, Director (Finance)	1441758.00	650553.00	180463.00	NIL	883940.00	3156714.00
4	Shri A.K. Jha, Director (Prod. & Plng.)	1107326.00	469518.00	132879.00	NIL	NIL	1709723.00

The sitting fee was paid to Independent Directors, ₹15,000 (₹Fifteen Thousand) for attending each meeting of the Board and ₹10,000 (Ten Thousand) for Committee thereof during the financial year 2013-14.

3.4 Project and Performance Review Committee (PPRC)

The Project and Performance Review committee comprises of Shri G.P. Kundargi, Chairman-cum-Managing Director-Chairman and Shri Lokesh Chandra-Joint Secretary – Govt. of India, MoS, Shri A.K. Mehra, Director (Commercial), Shri M.P. Chaudhari, Director (Finance, Shri A.K. Jha, Director (Prod. & Plng.) are the members of the Committee.

The Committee periodically reviews the progress and performance of the various projects undertaken by the Company and briefs the Board.

Shri Neeraj Dutt Pandey, Company Secretary of the Company acts as Secretary of the Committee.

During the year under review two meetings were held the details are as follows:

Sr. No.	Date	Strength of the committee at respective meeting	No. of Directors Present
1.	25.05.2013	5	5
2.	07.08.2013	4	4

3.5 Corporate Social Responsibility & Sustainability Committee

The Committee has been constituted for formation/review of CSR and Sustainability policy, monitoring the progress of the CSR and Sustainability works sanctioned by the Company to ensure that they are carried out in terms of sanction. All the CSR and Sustainability proposals are put up to the Committee, before putting the same to the Board and if found appropriate, the Committee recommends the works to the Board.

A. Brief description of terms of reference

The responsibilities of the committee are as follows:

1. review of CSR and sustainability policy of the company, if necessary,
2. review the compliance of the DPE guidelines on CSR and sustainability or under any law for time being in force,
3. review and monitoring of implementation of CSR and Sustainability projects approved by the Board of MOIL,
4. recommending, for approval of projects/schemes to be undertaken under CSR and Sustainability policy,
5. Any other matter as determined by the Board from time to time.

Five meeting of CSR & SD Committee were held during the financial year 2013-14 on 25th May, 20th June, 7th August, 15th Oct. 2013 and 11th Feb. 2014. The details of members and meeting attended by members of the Committee are as under:

Sr. No.	Name of Member	Meetings Held during Tenure of the Member of Committee	Meeting Attended
1.	Shri H.C. Disodia (up to 08.11.2013)	4	4
2.	Shri Vijay Kale (upto 20.06.2013)	2	2
3.	Dr. D.D. Kaushik (upto 08.02.2014)	4	0
4.	Dr. Madhu Vij (upto 20.06.2013)	2	2
5.	Shri M.P. Chaudhari (upto 07.08.2013)	3	3
6.	Shri B.K. Gupta (w.e.f. 20.06.2013 up to 08.11.2013)	2	2
7.	Shri A.K. Jha (w.e.f. 07.08.2013)	2	2
8.	Shri J.P. Dange (w.e.f. 19.01.2014)	1	1
9.	Ms Sunanda Prasad (w.e.f. 19.01.2014)	1	1
10.	Shri G.S. Grover (w.e.f. 19.01.2014)	1	1

3.6 Buy Back of shares and Investment in shares of CPSEs Committee:

The Buy Back of shares and Investment in shares of CPSEs Committee was constituted to study the DPE guidelines regarding Buyback of shares by CPSEs and purchase of equity by CPSEs in other CPSEs from the Government utilizing their surplus cash and assess the feasibility of buyback of share / investment of company's surplus fund in shares of CPSEs by MOIL, explore various aspects of buyback and submit their report to the Board.



The Committee comprises of the following members as on 31.03.2014:

1.	Shri G.P. Kundargi, Chairman-cum-Managing	Chairman
2.	Shri Lokesh Chandra (Nominee Director of Govt. of India)	Member
3.	Shri Mukund P. Chaudhari Director (Finance)	Member

The Company Secretary of the Company acts as the Secretary to the Committee.

During the year in report no meeting of the Committee was held.

3.7 Pension Rules Committee

The Committee was constituted to examine and review the MOIL Group Superannuation Cash Accumulation Scheme (Defined Contribution) – Rules and to recommend the same for consideration and approval of the Board.

As on 31st March, 2014, Shri A.K. Mehra, Director (Comm.), Shri M.P. Chaudhari, Director (Finance) and Shri A. K. Jha, Director (Production & Planning) are the members of the Committee.

3.8 MOIL Recruitment & Promotion Rules 2013 Committee

The Committee was constituted to examine and review the amendment in MOIL's R&P Rules, 1994 and to recommend the same for consideration and approval of the Board.

As on 31st March, 2014, Shri A.K. Mehra, Director (Comm.) and Shri M.P. Chaudhari, Director (Finance) are the members of the Committee.

4. GENERAL BODY MEETING

4.1 The details of the last three Annual General Meetings of the Company are given below:

Year	Date	Time	Venue	No. of special resolution passed
2010-11	23 rd Sep., 2011	2.30 P.M.	Vasantrao Deshpande Hall, Near MLA Hostel, Civil Lines, Nagpur-440001	NIL
2011-12	27 th July, 2012	2.30 P.M.	MOIL Ltd., Golden Jubilee Hall, West Court Premises, In-front-of Z.P. (Ex-Govt.) High School, Katol Road, Nagpur - 440 013	NIL
2012-13	22 nd August, 2013	2.30 P.M.	MOIL Ltd., Golden Jubilee Hall, West Court Premises, In-front-of Z.P. (Ex-Govt.) High School, Katol Road, Nagpur - 440 013	NIL

4.2 During the period under report there is no special resolution was passed through postal ballot.

4.3 No special resolution is proposed to be conducted through postal ballot in ensuing Annual General Meeting.

5. Subsidiary Company Information: There is no subsidiary company of MOIL.

6. DISCLOSURES

- The Company has not entered into any materially significant related party transactions that may have potential conflict with the interests of the company at large. Nonetheless, transactions with related parties have been disclosed in point no. 13 of Note No. 1.2 of notes to the accounts.
- There was no case of non-compliance of provisions of Companies Act, 1956 or Rules and regulations of Stock Exchanges or SEBI or any statutory authority. These authorities have also not passed any strictures or imposed penalty on the company, on any matter related to capital markets, during the last three years.
- Non-executive director are not holding any shares or convertible instruments in the Company.
- No personnel of the Company have been denied access to the audit committee.
- The Company has complied with the requirements of the Clause 49 and DPE Guidelines on Corporate Governance except provisions related to composition of the Board of Directors. MOIL is a Government company and Directors are appointed by President of India through Ministry of Steel. The appointment of Independent Directors is pending with the Ministry.



Adoption of Mandatory and Non-Mandatory Requirements of Clause 49

MOIL has complied with all mandatory requirements in Clause 49 (except mentioned above) of Listing Agreement. In respect of non-mandatory requirements as prescribed in annexure ID of Clause 49 of the listing agreement, the areas which are adopted/complied by the company is as under:

1. Since the Chairman-Cum-Managing Director is in full time employment of the Company, therefore separate maintenance of Chairman's office is not necessary. Further the Independent Director are appointed by the Ministry of Steel, Government of India for the tenure of three year, hence no Independent Director has served in aggregate of more than nine years.
2. The Company has constituted Remuneration Committee, as details are provided in serial no 3.3
3. The Company publishes the quarterly unaudited /audited financial results in leading National English Newspaper as mentioned under heading "Means of Communication". These unaudited/audited financial results are also posted on Company's website www.moil.nic.in but are not circulated separately. The Company communicates major events, achievements etc. through electronic media, newspapers and also on its website.
4. It is always Company's endeavour to present unqualified financial statements.
5. The Directors of the Company have been given training from time to time.
6. Being a government company, appointment / nomination of all the Directors are done by President of India, through Ministry of Steel, hence no peer group is constituted for the evaluation of the non-executive directors.

7. MEANS OF COMMUNICATION

- 7.1 The Company publishes the quarterly unaudited/audited financial results in leading National English Newspaper i.e. Economic times and in Hindi daily newspaper i.e. Navbharat.
- 7.2 These unaudited/audited financial results are also posted on Company's website www.moil.nic.in.
- 7.3 The Company communicates major events, achievements, presentations etc. through electronic media, newspapers and also on website.

8. GENERAL SHAREHOLDER INFORMATION

8.1 Annual General Meeting

Date	Day	Time	Venue
30.08.2014	Saturday	11.30 a.m.	MOIL Ltd. Golden Jubilee Hall, West Court Premises, In front of Z.P. (Ex.Govt.) High School, Katol Road, Nagpur - 400 013

8.2 Financial Year

The Company adopted financial year which begins from the 1st day of April and ended on 31st day of March, each year.

8.3 Date of Book Closure

23rd August, 2014 to 30th August, 2014 (both days inclusive)

8.4 Dividend Payment Date

Dividend is paid /dispatched to shareholder within 30 days from the date of its declaration.

8.5 Listing on Stock Exchanges

Your company's shares were listed on 15th December 2010. The details of Exchanges and stock code are as follows:

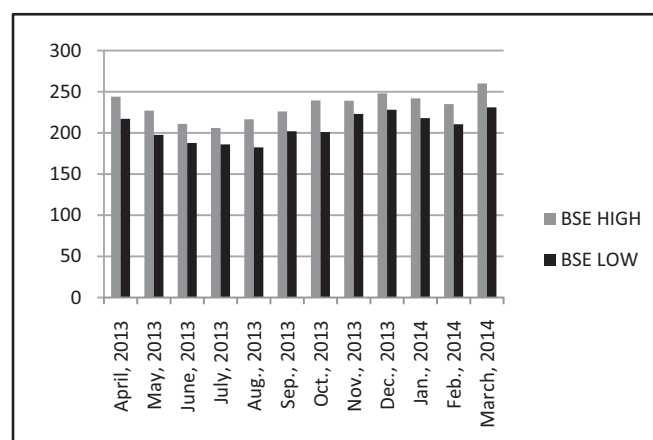
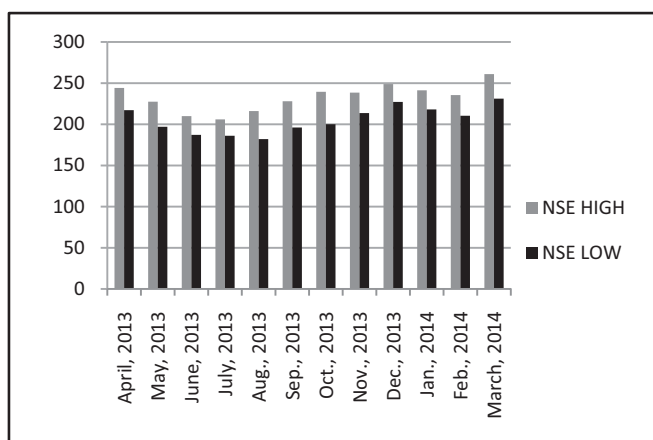
Stock Exchanges	Type of Shares	Stock Code
Bombay Stock Exchange Limited,	Equity Shares	533286
National Stock Exchange of India Limited	Equity Shares	MOIL- EQ



The Annual Listing Fee for the year 2014-15 has been paid to both the above Exchanges.

Market Price Data: High, Low during each month in last financial year 2013-14

Month	NSE		BSE	
	HIGH	LOW	HIGH	LOW
April, 2013	244.20	217.20	244.00	217.05
May, 2013	227.45	197.00	227.00	197.60
June, 2013	209.90	187.20	210.90	187.75
July, 2013	206.00	186.05	205.95	186.00
Aug., 2013	216.05	182.00	216.50	182.35
Sep., 2013	228.00	196.15	226.00	202.00
Oct., 2013	239.45	200.05	239.35	201.00
Nov., 2013	238.50	213.60	239.00	223.00
Dec., 2013	248.90	227.20	248.00	228.10
Jan., 2014	241.25	218.10	241.95	218.00
Feb., 2014	235.50	210.35	235.00	210.50
March, 2014	260.95	231.20	259.95	231.00





8.6 Performance in comparison to broad-based indices on NSE and BSE

Month	NSE		BSE	
	S&P CNX NIFTY	MOIL	SENSEX	MOIL
April, 2013	5930.20	223.25	19504.15	223.55
May, 2013	5985.95	197.85	19760.30	198.30
June, 2013	5842.20	199.70	19395.81	199.60
July, 2013	5742.00	187.80	19345.70	188.15
Aug., 2013	5471.80	209.95	18619.72	209.45
Sep., 2013	5735.30	203.50	19379.77	203.30
Oct., 2013	6299.15	234.40	21164.52	235.05
Nov., 2013	6176.10	229.20	20791.93	229.15
Dec., 2013	6304.00	241.80	21170.68	239.90
Jan., 2014	6089.50	220.05	20513.85	219.50
Feb., 2014	6276.95	232.85	21120.12	231.95
March, 2014	6704.20	251.45	22386.27	250.95

8.7 Name and address of Share and Transfer Agent

Registrar and Transfer Agent (RTA)
Bigshare Services Pvt. Ltd. E-2 & 3, Ansa Industrial Estate, Saki-Vihar Road, Sakinaka. Andheri (E), Mumbai - 400 072 Tel: 91-22-40430200 Fax: 91-22-2847 5207 E-mail: investor@bigshareonline.com Website: www.bigshareonline.com

8.8 Share Transfer System

Entire share transfer activities under physical segment are being carried out by Bigshare Services Pvt. Ltd. The share transfer system consists of activities like receipt of shares transfers along with transfer deed from transferees, its verification, preparation of Memorandum of transfers, etc. Shares transfers are approved by sub-committee of the Board for allotment and post allotment activities of Company's Securities.

Pursuant to clause 47-C of the Listing Agreement with Stock Exchanges, certificate from Practicing Company Secretary, confirming due compliance of share transfer formalities has been submitted to Stock Exchanges within stipulated time, on half yearly basis.

8.9 Tentative Calendar for Board and Audit Committee meeting:

Quarter ending	Expected date of meeting
30.06.2014	10.08.2014
30.09.2014	10.11.2014
31.12.2014	10.02.2015
31.03.2015	25.05.2015

In addition to above, meetings are also held as and when required.



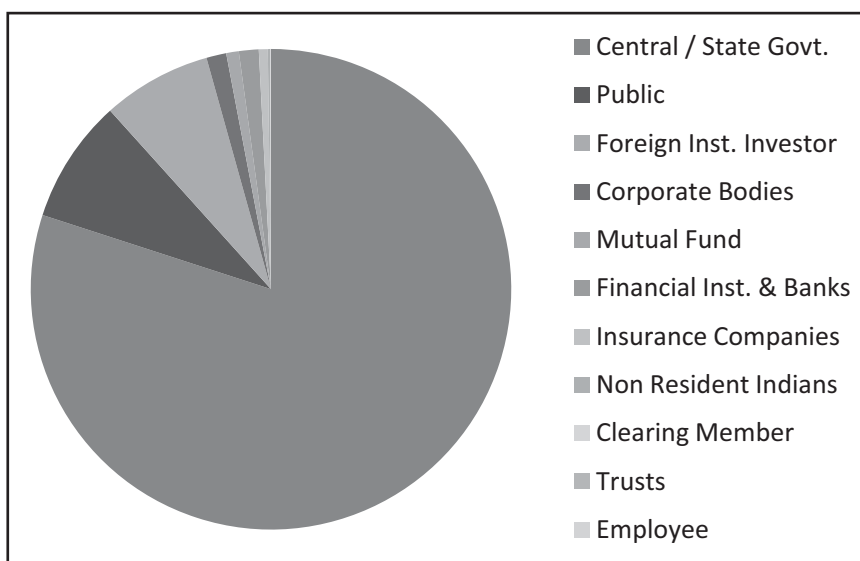
8.10 Distribution of Shareholding

a. According to size, Percentage of holding as on 31st March, 2014

Number of share	Number of shareholders	% of shareholders	Total no of shares	% of shares/
1-5000	371637	99.2787	10964362	6.5264
5001- 10000	1560	0.4167	1125921	0.6702
10001-20000	593	0.1584	857048	0.5101
20001-30000	162	0.0433	406307	0.2418
30001-40000	87	0.0232	312665	0.1861
40001-50000	64	0.0171	297925	0.1773
50001-100000	101	0.0270	729079	0.4340
100001 & above	133	0.0355	153306693	91.2540
Total	374337	100.0000	168000000	100.0000

b. Category wise Summary of Shareholding as on 31st March, 2014

Category	No. of Shares Held	% of Total Shareholding
Central/State Govt. (Promoters/promoter group)	134400000	80.00
PUBLIC	13995675	8.33
FOREIGN INST. INVESTOR	12332518	7.34
CORPORATE BODIES	2240751	1.33
MUTUAL FUND	1438422	0.86
FINANCIAL INSTITUTIONS & Banks	2224032	1.32
INSURANCE COMPANIES	1011234	0.60
NON RESIDENT INDIANS	254535	0.15
CLEARING MEMBER	66414	0.04
TRUSTS	22455	0.01
EMPLOYEE	13964	0.01





8.11 Dematerialization of shares and liquidity

The Shares of the Company are dematerialized with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

No. of shares in dematerialized and physical mode are as on 31/03/2014:

Category	No. of Shares	% of total Capital Issued
Shares in Demat mode with CDSL	5507582	3.28
Shares in Demat mode with NSDL	162492252	96.72
Shares in Physical mode	166	0.00
Total	16,80,00,000	100.00

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

No GDRs/ADRs/Warrants or convertible instruments have been issued by the Company.

8.13 Location of Mines and Wind Farms

LIST OF MINES

Sr. No.	MINES NAME & ADDRESS
MAHARASHTRA	
1.	Chikla Mine, P.O.- Chikla, Tah.-Tumsar, Dist- Bhandara, Maharashtra, Pin-441920
2.	Dongri Buzurg Mine, P.O.- Dongri Buzurg, Tah.-Tumsar, Dist- Bhandara, Maharashtra, Pin-441907
3.	Beldongri Mine, P.O. – Satuk, Tah- Ramtek, Dist-Nagpur, Maharashtra, Pin-441105
4.	Kandri Mine, P.O. - Kandri, Tah- Ramtek, Dist-Nagpur, Maharashtra, Pin-441401
5.	Mansar Mine, P.O. - Mansar, Tah- Ramtek, Dist-Nagpur, Maharashtra, Pin-441106
6.	Gumgaon Mine, P.O. - Khapa, Tah-Saoner, Dist-Nagpur, Maharashtra, Pin-441101
MADHYA PRADESH	
7.	Balaghat Mine, P.O. Bharweli, Dist-Balaghat, M.P., Pin-481102
8.	Ukwa Mine, P.O.- Ukwa, Dist - Balaghat, M.P., Pin-481105
9.	Tirodi Mine, P.O Tirodi, Dist - Balaghat, M.P. , Pin-481449
10.	Sitapatore Mine P.O. Sukli, Dist - Balaghat, M.P., Pin-481449

LIST OF WIND FARMS

1.	Nagda Hills, Dist. Dewas, M.P
2.	Ratedi Hills, Dist. Dewas, M.P



8.13 Address for correspondence

Registered Office:
MOIL LIMITED,
"MOIL Bhawan"
1-A, Katol Road,
Nagpur- 440 013

9. CODE OF CONDUCT

As a part of MOIL's persisting endeavour to set a high standard of conduct for its employees a 'Code of Business Conduct and Ethics' has been laid down for all Board Members and Senior Management personnel. A copy of the said Code has been placed on the company's website www.moil.nic.in. All Board members and Senior Management personnel have affirmed compliance with MOIL's Code of Business Conduct and Ethics" for the financial year 2014-15

Declaration

As provided under Clause 49 of the Listing Agreement with the Stock Exchanges, all the Board Members and Senior Management of the Company have confirmed compliance with 'Code of Business Conduct and Ethics' for the year ended 31st March, 2014. On behalf of the Board of Directors

For MOIL Limited

G.P.Kundargi

Chairman-cum-Managing Director

Place: New Delhi
Date: 23/05/2014

10. CEO/CFO CERTIFICATION

As required under clause 49 of Listing Agreement the Certificate duly signed by CEO and CFO of the Company is annexed to the Corporate Governance Report.

11. WHISTLE BLOWER POLICY

The Company has no specific Whistle Blower Policy, but the company has a competent and independent vigilance department, headed by Chief Vigilance Officer (CVO), an IPS officer, for monitoring any unethical behaviour, actual or suspected fraud or violation of the company's code of conduct or ethics policy. And all the personnel are having the access to the vigilance department as well as Audit Committee for their complaints, grievances etc.

12. TRAINING OF BOARD MEMBERS

No specific training programmes were arranged for Board Members. However, at the Board/ Committee Meetings, detailed presentations are made by senior executives / professionals / consultants on business related issues, risk assessment etc. The Company also nominates its directors for various seminars and training programmes conducted by various outside institutions/agencies.


13. REVIEW OF COMPLIANCE OF APPLICABLE LAWS

The Board has periodically reviewed the compliance reports of all applicable laws to the company and has ensured the compliance of all the applicable laws.

CEO AND CFO CERTIFICATION

To,
The Board of Directors
MOIL Limited
Nagpur

- (a) We have reviewed financial statements and the cash flow statement of MOIL Limited for the year ended 31st March, 2014 and that to the best of our knowledge and belief:
- (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2013-14 which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit Committee:
- (i) Significant changes in internal control over financial reporting during the year 2013-14;
 - (ii) Significant changes in accounting policies during the year 2013-14 and that the same have been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.



M.P. Chaudhari
Director (Finance)



G.P. Kundargi
Chairman-cum-Managing Director

Place : New Delhi
Date : 23/05/2014



ANNEXURE III

MANAGEMENT DISCUSSION AND ANALYSIS REPORT FOR 2013-14

Preface

The Management Discussion and Analysis Report (MDAR) aims to elucidate the developments in the business environment, performance of the company in comparison to last report and the future outlook. MDAR is a part of the Directors' Report. The performance of a company is linked with various factors including demand, supply, climatic conditions, economic conditions, political condition, Government regulations and policies, taxation and natural calamities, which are beyond the control of the company and could, make a significant difference to the Company's operations. Owing to this, certain statements made in this report pertaining to the projections, outlook, expectations, estimates etc., may differ from actual.

A. Industry Structure, Market Scenario, Opportunities & Threats, Outlook, Risks and Concerns

• Industry Structure and Market Scenario

The Indian steel industry stands at a historic juncture- ready to take off to a high level of growth with massive investments already lined up. The country has held the position of being the 4th largest steel producing nation in the world for several years, and now is likely to take the second spot in a few years time from now. The country holds the top place in sponge iron production in the world.

The performance of manganese ore industry mainly depends on the performance of steel industry. As per World Steel Association (WSA) in 2013 world steel demand grew higher than previous forecasts due to a stronger than expected performance in the developed world in the second half of the year. It is expect that steel demand in the Eurozone will move into positive growth in 2014. The recovery in Europe is still only mild and constrained by high debt and unemployment. Structural problems in the emerging economies are less likely to be resolved in the short term leaving them fragile and susceptible to external shocks. In short, the global steel demand recovery continues but growth is stabilising at a lower rate with continued volatility and uncertainty leading to a challenging environment for steel companies.

According to WSA forecast global apparent steel use is expected to increase by 3.1% to 1,527 Mt in 2014 following growth of 3.6% in 2013. In 2015, it is forecast that world steel demand will grow further by 3.3% and will reach 1,576 Mt.

As per forecast of WSA, steel demand in India is expected to grow by 3.3% to 76.2 Mt in 2014, following 1.8% growth in 2013, due to an improved outlook for the construction and manufacturing sectors, even though this may be constrained by high inflation and structural problems. Despite uncertainties, steel demand is projected to grow by 4.5% in 2015 supported by the expectation that structural reforms will be implemented.

Worldwide, the production of crude steel grew by 2.39% in 2013 to 1582 million tonnes from 1545 million tonnes in 2012 India's steel production grew from 77.56 million tonnes to 81.213 million tonnes registering a growth of 4.709% during 2013. This indicates the faster growth rate of steel industry in India.

The world manganese production increased by 7.96% from 53.45 million tonnes approx in calendar 2012 to 57.705 million tonnes approx in calendar 2013, while in India the production fell by 7.66% from 2.22 million tonnes approx in 2012 to 2.05 million tonnes approx in 2013.

• Strength and Weakness

Strength

- Larger reserves of high grade of manganese ore.
- Largest producer of manganese ore by volume in the country.
- MOIL has the strength of holding more than 55% of total demonstrated reserves of Ferro Grade Manganese Ore in the country.
- A low cost manganese ore producer.
- At present rate of production, the reserves expected to last for over 40 years.
- Grant of Prospective License (P.L.) for 597 Ha. Manganese bearing land to MOIL in the state of Maharashtra.

- Financial strength characterized by high net worth, zero debt.
- Availability of qualified technically skilled manpower with good work culture.
- Company's reserves are in Central Indian Manganese belt, with deposits being in general, of regular shape.
- Company has got logistic advantage, as all its mines are well connected with State / National Highways. Its mines are located in the railway network of South East Central Railway and are provided with railway sidings.
- Core competence in manganese ore mining.
- No industrial unrest or labour problem.
- Good Brand image of MOIL's manganese ore.
- In-house R&D capability-Research and Development Centre and an In-house exploration capability which is capable of taking up assignments in the field of ore beneficiation and mineral processing.

Weakness

- As a mining Company, MOIL is subject to extensive regulations surrounding health & safety of the people and environment. With constant evolving of regulatory standards and community expectations, the Company is exposed to increased compliance cost and unforeseen environmental remediation expenses.
- Delay in obtaining fresh mine leases in turn commissioning new mines, affecting company's investment plans.
- The Company has not significantly diversified into other sector. As such, any adverse impact on the manganese ore industry hits the profitability of the Company.
- MOIL's mines are very old and full mechanization is very difficult.
- The cost of production will also rise due to deposits reaching deeper horizons.

• Opportunities and Threats

Opportunities

- The existing National Steel Policy (NSP) is almost a decade old and was formulated in 2005 at a time when the Indian steel industry had just moved into a higher growth path. Since then the Indian economy experienced a paradigm shift with the actual performance of the economy as well as that of Indian steel industry surpassing the projected levels of performance. Steel consumption grew by about 10% per annum from 2005-06 to 2011-12 and production at an annual rate of 7.8% during the same period. India became a net importer of steel from 2007-08 onwards. However, India became net steel exporter in 2013-14 and is likely to maintain the momentum in 2014-15 as producers are looking to dock more overseas shipment to tide over subdued domestic consumption. Total steel exports by India during 2013-14 stood at 5.59 MT, as against imports of 5.44 MT.
- The Government is committed to attract investments in Indian steel sector from both domestic and foreign sources and facilitate speedy implementation of investment intentions on board, so as to reach crude steel capacity level of 300 million tonnes by 2025-26 to meet the domestic demand fully and also to ensure easy availability of vital inputs and necessary infrastructure to achieve a projected production level of 275 million tonnes by 2025-26. (Source: Draft National Steel Policy (NSP) 2012). As per 12th plan period (2012-16) the production demand of steel is expected to be around 120 million tonnes by 2016-17. In view of this, there is likely to be a huge demand gap between the availability and requirement of ferro alloys.
- MOIL being India's largest manganese ore producer, accounting for about 50% of the country's production and with about 44% of proven reserves with about 73.5 mt of reserves and resources of manganese ore, is well positioned to capitalize on India's steel demand growth, given its dominant position, medium- to high-grade ore, centrally located mines, and strong customer ties.
- There is a good market potential for low / medium grade ores due to gradual switch over to use of Silico Manganese in steel production.
- Continue to be a low cost, efficient and environmentally friendly mining Company.
- Strong financials i.e. huge cash reserves provides opportunity to go for major investment plans
- JVs with SAIL and RINL to produce Ferro Alloys provide a ready market for its good share of Manganese Ore production.



- The company has also planned huge investments for developments of its existing mines which will increase the production and productivity to meet the future requirement of manganese ore.
- The Government granted Prospective License (P.L.) for 597 Ha. Manganese bearing land to MOIL out of reserved area of 814.71 Hecter land in Nagpur & Bhandara district of Maharashtra. The reserved area is near to exiting mines of the company and about 45% of its existing lease areas. After getting other necessary clearances and completing formalities, it may provide a very good opportunity to cater the demand of manganese ore and to capitalize on India's steel demand growth. PL deeds in respect of 597 Ha. areas have been executed and registered. MOIL shall commence prospecting operation, as per terms and conditions of the deeds.
- With vast experience in manganese ore mining, company may also plan for expansion into other minerals.

Threats

- Import of Manganese Ore still remains a threat and challenge to the profit margin of the company.
- Any delay in regulatory approvals, may also impact long term growth. Further, it is always a challenge to timely complete projects undertaken for development of mines particularly underground mines on schedule and cost, and any shortfall in this may affect targeted performance.
- The steel industry being cyclic in nature, manganese ore demand is exposed to growth of steel sector. The Company may also face risks in respect of high inventory of stocks at international level and same may affect off take of manganese ore, is short term.
- Around 67.5% of MOIL's production is from UG mines, where the cost of production is higher than OC mines. Any increase in the cost of UG mining would adversely impact margins.
- Decline in international price of the manganese ore may result in fall in its domestic price

• Outlook

The demand for manganese and ferro alloy products depends directly on the outlook of the steel industry and growth of overall economy. Over 90% of the world's production of manganese is utilized in the desulphurization and strengthening of steel. In the past, demand for manganese ore and ferro alloys has increased considerably due to the increase in the production of steel.

WSA has projected that India's steel use is to grow by 3.3% to reach 76.2 Mt in 2014. Further, in 2015, the growth rate is forecast to grow more to 4.50% supported by the expectation that structural reforms will be implemented. The global apparent steel use is expected to increase by 3.1% to 1,527 Mt in 2014, following growth of 3.6% in 2013. In 2015, world steel demand will grow further by 3.3% to around 1,576 Mt.

In the year 2013 world steel demand grew higher than previous forecasts due to a stronger than expected performance in the developed world in the second half of the year. It is expected that the global steel demand recovery continues but growth is stabilising at a lower rate with continued volatility and uncertainty leading to a challenging environment for steel companies.

With the commitment of the Government towards infrastructure development in the country, the demand of steel will definitely increase which in turn will provide a great opportunity for the Manganese ORE industry in the country as well. Manganese is used in steel alloys to increase many favorable characteristics such as strength, hardness, durability and corrosion resistance. Therefore, the growth of manganese ore industry is very well poised with the growth of steel industry.

The apparent steel use per capita in the country of about 60 kg is much lesser than the average per capita steel use of the world of about 214 kg. Infact, in most of the developed countries, it is more than 250 kg. This provides good opportunity for growth of steel industry in the country; in turn increase the demand of manganese ore.

India is still a net importer of manganese ore.

The domestic ferro alloys manufactures' requirement of manganese ore has substantially increased. Due to less availability of high grade manganese ore in India, the manufactures are regularly importing the manganese ore. During financial year 2013-14 production of manganese ore in the country has seen at 2.57 millin tones. The import during 2013-14 has at 2.195 MT approx as against 2.327 MT approx in 2012-13. (Source: DGFT)



• Risks and Concerns

Manganese Ore industry is directly linked with Steel Industry which is cyclical in nature and has impact on demand of manganese ore. MOIL is a labour intensive organization. Though, the industrial relation has been excellent in the Company, the risk factor associated with labour may always play significant role on its production performance.

During previous year, the growth of the steel industry has not been upto the mark and as against expectation of the consumption growth is the lowest in the last four years. It grew by only 0.6 per cent in 2013-14 at 73.932 MT. This gives set back to vision of India becoming in next 3-4 years the second largest steel manufacturing nation and it seems unlikely given the impediments.

Apart from regulatory clearances for land and mine acquisition, the demand scenario looks uncertain for next couple of years with global economy still under recovery mode.

The high oil prices are still a risk to the global economic recovery. In India, inflation, though has come down, still remains a concern and downside to growth. There is a need to improve supply-side measures and look at productivity improvement.

Oversupply of manganese ore in international market will still remain another area of concern and may weaken the domestic manganese prices in the long run.

B. Segment-wise or Product-wise Performance

Sales Performance

Quantity

During the year 2013-14, a quantity of 11.33 lakh tonnes of manganese ore has been sold against 11.93 lakh tonnes in previous year. The sale of Electrolytic Manganese Dioxide (EMD) was 893 tonnes against 1014 tonnes of last year, whereas 8707 tonnes of Ferro Manganese was sold as against 10080 tonnes in the previous year. The company has registered sale of 15352 tonnes of Ferro Manganese Slag as against 9397 tonnes in the previous year. It has sold 253.87 lakh (KwH) units of power to MPEDCL in the current year as against last year's 274.24 Lakh (KwH) units.

Value

The sales turnover during the year 2013-14 was 1021.28 Crore (Including sale of manufactured products of 66.61 Crore and sale of power of ₹8.52 Crore) as against ₹ 967.12 Crore (Including sale of manufactured products of 67.13 Crore and sale of power of ₹9.26 Crore) during the same period in previous year.

E-Sales

The CVC has desired for giving thrust on e-commerce to bring in transparency in the transactions. With this view and to elicit better price of manganese ore and participation of maximum customers, the company has continuously been giving due thrust on e-sale during the year also. During the year under report, a quantity of 50575 tonnes of various grades of Mn Ore, Ferro Mn, slag & Dioxide ore at a value of ₹86.26 Crore, was successfully auctioned through 30 events of e-auctions.

Production

The Company has produced 11.35 lakh tonnes of various grades of manganese ore in current year as against production of 11.39 lakh tonnes during the last year. The production of Electrolytic Manganese Dioxide (EMD) was 923 tonnes (previous year 786 tonnes) whereas it has registered production of 10042 tonnes of Ferro Manganese in comparison to 9210 tonnes of previous year. It has recorded generation of 12750 tonnes of Ferro Mn Slag during the year as against 11510 tonnes in the previous year. The WTG has generated 332.06 lakh (KwH) units during the year as compared to last year's 375.45 lakh (KwH) units.

C. Internal Control Systems and Their Adequacy

The Company has an internal audit system for assessing suitability of the internal controls, adherence to policies, procedures and taking corrective action to address any gaps. The Internal Audit Department and the Internal Audit is a multi disciplinary function which is conducted by a team of experienced Professionals.

These controls have been designed to provide a reasonable assurance with regard to maintaining of proper accounting controls, monitoring of operations, protecting assets from unauthorized use or losses, compliances with regulations and for ensuring reliability with financial reporting. It also brings out a systematic and disciplined approach for implementing the risk management initiative aimed at Good Corporate Governance.



The Internal Audit is subject to overall control under the supervision of the Audit Committee constituted by the Board to focus on transparency in the systems and internal control mechanisms. The Audit Committee of the Board actively reviews the adequacy and effectiveness of internal control systems and suggests improvements to strengthen the same. Annual Audit Programmes are drawn up covering critical areas of various departments in order to bring overall improvements in the Company.

The Internal control systems are generally commensurate with the size of the Company. However, the company in process of further strengthening its internal control systems and internal audit and implementation of ERP. The reports containing significant Audit findings are submitted to the Audit Committee of the Company and to the Board through the Audit Committee.

D. Discussion on Financial Performance with respect to Operational Performance

The Manganese Ore market has performed better than previous year which helped the company in increasing its top line and bottom line performance of F.Y. 2013-14.

Financial Performance

₹ In Crore		
Particulars	2013-14	2012-13
Net Sales	1021.28	967.12
Other Income	303.32	235.27
Total Income	1324.60	1202.39
Total Expenditure	520.10	532.57
Gross Margin	804.51	669.82
Depreciation	35.18	33.03
Profit before tax for the year	769.33	636.78
Income Tax provision	259.76	205.06
Profit after tax for the year	509.56	431.72
Opening Profit in P & L Account	12.22	14.52
Dividend and Dividend Tax	147.87	107.39
Transfer to General Reserve and CSR Reserve	370.34	326.63
Profit Carried Over	5.20	12.22

The total revenue of the company has increased by 10.16% during the year from ₹1202.39 Crore in previous year to ₹1324.60 Crore. The Company has recorded 5.60% higher turnover at ₹1021.28 Crore during the financial year 2013-14 in comparison to ₹967.12 Crore of previous year. PBT for the year is ₹769.33 Crore, has increased by 20.81% as compared to previous year, whereas Profit after Tax (PAT) has increased by 18.03% to ₹509.56 Crore, as against last year's PAT of ₹431.72 Crore. The EBITDA margin of the company has also increased from 69.26% to 78.77% during the year. With its continued prudent cash planning, the interest income of the Company grew at 9.03% to ₹249.86 Crore in 2013-14 from previous year of ₹229.17 Crore.

Operational Performance

The year 2013-14 was a challenging year for the steel industry with apparent steel use increasing at the slowest rate since 2009 when demand declined by about 0.6%. Considering the overall market condition, demand, and supply, the performance of the Company during the year has been quite satisfactory.

Production Review

Due to better planning productivity and effective use of resources, the Company has successfully crossed previous year production of 882661 tonnes of various grades of manganese ore lumps & chips in current year production of 889460. The company has also recorded production of 245048 tonnes of fines during the year as against 256234 tonnes previous year.



In case of Electrolytic Manganese Dioxide (EMD) and Ferro Manganese, it has increased production to 17.30% (923 tonnes) and 9.03% (10042 tonnes) respectively as compared to previous year's performance. The production of Ferro Manganese has come up to 10042 tonnes from 9210 tonnes.

The productivity of the Company's has been excellent as Output per Manshift is 0.805 tonnes (previous year 0.798 tonnes).

- E. Details of R&D activities**
- F. Material developments in Human Resources, Industrial Relations front, including number of people employed;**
- G. Environmental protection and conservation, technological conservation, renewable energy developments, foreign exchange conservation;**
- H. Corporate Social Responsibility and Sustainability.**

The Directors' Report 2013-14 may kindly be referred as it contains the details in respect of items i.e. E, F G and H.



Amit K. Rajkotiya

M. Com., L.L.B., DFM, FCS
Practising Company Secretary

102, Shree Laxmi Apartment, Above Shridhar Arts, Zenda Square,
Dharampeth, NAGPUR - 440 010 E-mail : amitraj123@rediffmail.com
Cell : 98231 22521, (O) 2545670, (R) 2731292

CORPORATE GOVERNANCE CERTIFICATE

To the Members,
MOIL Limited

We have examined the compliance of conditions of Corporate Governance by MOIL Limited, for the year ended on 31st March 2014, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges in India and the Guidelines on Corporate Governance for Central Public Sector Enterprises, issued by the Government of India, Department of Public Enterprises (DPE), New Delhi.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring compliance of the conditions of the Corporate Governance as stipulated in the said Clause and DPE's Guidelines. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above-mentioned Listing Agreements and DPE's Guidelines except provisions relating to composition of the Board. The composition with respect to Audit Committee was also not complied from 9.11.2013 to 18.1.2014. However, no meeting of the Audit Committee was held during this period. The Company has represented that Directors in the Company are appointed by the President of India in terms of Article 138 of Article of Association of MOIL.

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

Nagpur

May 19, 2014



Signature

CS Amit K. Rajkotiya
Practising Company Secretary
FCS – 5561 CP No. 5162



COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 619(4) OF THE COMPANIES ACT, 1956 ON THE ACCOUNTS OF MOIL LIMITED NAGPUR FOR THE YEAR ENDED 31 MARCH 2014

The preparation of financial statements of MOIL Limited, Nagpur, for the year ended 31 March 2014 in accordance with the financial reporting framework prescribed under the Companies Act, 1956 is the responsibility of the Management of the Company. The Statutory Auditors appointed by the Comptroller and Auditor General of India under Section 619(2) of the Companies Act, 1956 are responsible for expressing opinion on these financial statements under Section 227 of the Companies Act, 1956 based on independent audit in accordance with the Standards on Auditing prescribed by their professional body, the Institute of Chartered Accountants of India. This is stated to have been done by them vide their Audit Report dated 23 May 2014.

I, on behalf of the Comptroller and Auditor General of India, have Conducted a supplementary audit under Section 619(3) (b) of the Companies Act, 1956 of the financial statements of MOIL Limited, Nagpur for the year ended 31 March 2014. This supplementary audit has been carried out independently without access to the working papers of the Statutory Auditors and is limited primarily to inquiries of the Statutory Auditors and Company personnel and a selective examination of some of the accounting records. On the basis of my audit, nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory Auditors' report under section 619(4) of the Companies Act, 1956.

For and on the behalf of the
Comptroller & Auditor General of India

(Tanuja S. Mittal)
Principal Director of Commercial Audit &
Ex-officio Member, Audit Board - III
New Delhi

Place : New Delhi
Dated : 21 July, 2014



INDEPENDENT AUDITOR'S REPORT

To the Members of,

MOIL LIMITED,

Report on the Financial Statements

We have audited the accompanying financial statements of MOIL Limited ("the company") which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit & Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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:

- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014; and
- (b) In the case of the Statement of Profit & Loss, of the profit for the year ended on that date.
- (c) In the case of Cash flow statement, of the cash flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet, Statement of Profit and Loss and the Cash flow statement dealt with by this Report are in agreement with the books of account;

- d. In our opinion, the Balance Sheet, Statement of Profit and Loss and the Cash flow statement comply with the Accounting Standards referred to in sub section (3C) of section 211 of the Companies Act, 1956;
- e. On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For V. K. Surana & Co.
Chartered Accountants

A handwritten signature in black ink, appearing to read 'Sudhir Surana'.

CA Sudhir Surana
Partner

Membership No. 43414
Firm Reg. No.: 110634W

New Delhi, May 23, 2014



ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

Annexure referred to in Paragraph 1 of our report of even date to the members of MOIL Limited on the Accounts for the year ended 31st March 2014.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

- i) a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
- b) As explained to us, the Management has physically verified fixed assets at the year end and no material discrepancies were noticed on such verification. In our opinion, verification of fixed assets at the year end is reasonable having regard to the size of the Company and the nature of Assets.
- c) In our opinion, the disposal of fixed assets made during the year does not affect going concern status of the Company.
- ii) a) The inventory of the Company has been physically verified by the management during the year at reasonable intervals.
- b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and the discrepancies noticed on such physical verification between physical stock and book records were not material and have been adequately dealt with in the books of account.
- iii) According to the information and explanations given to us, the Company has neither granted nor taken any loans, secured or unsecured to or from Companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
- iv) In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of inventory and fixed assets and with regard to the sale of goods. During the course of our audit, no major weakness has been noticed in the internal controls.
- v) Based on the audit procedures applied by us and according to the information and explanations given by the management, we are of the opinion that no transactions have been entered that needs to be entered into the register maintained under section 301 of the Companies Act, 1956.
- vi) According to the information and explanation given to us, the Company has not accepted any deposit from public and hence, the provisions of Sections 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public are not applicable to the Company.
- vii) The Company is having Internal Audit system. However, in our opinion the same needs to be strengthened to make it commensurate with its size and nature of its business.
- viii) The Central Government has prescribed maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956 and prima facie the prescribed cost records have been maintained. We have however not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- ix) According to the information and explanations given to us, and on the basis of our examination of the books of account, the company has generally been regular in depositing with appropriate authorities the undisputed statutory dues including Provident Fund, Income-tax, Sales-Tax, Excise Duty, Cess and other statutory dues applicable to it during the year.

The dues of Professional Tax and Sales Tax which have not been deposited by the Company on account of various disputes are as follows:

Name of Statute	Nature of Dues	Amount Demanded (Rs. Lacs)	Amount Paid Under Protest (Rs. Lacs)	Period to Which Amount Relates	Forum where the dispute is pending
Profession Tax, 1975	Assessment Dues	2.27	1.13	06-07	Sales tax Appeals(MS)
Profession Tax, 1975	Assessment Dues	7.7	1.93	07-08	Sales tax Appeals(MS)
M P Entry Tax Act 1975	Assessment Dues	13.68	6.7	08-09	MP Commercial Tax Appellate Board
M P VAT Act, 2002	Assessment Dues	2.28	0.23	10-11	Appellate Authority

- x) The Company does not have accumulated losses at the year end and has not incurred cash losses during the financial year ended on that date or in the immediately preceding financial year.
- xi) The Company has neither taken any loans from a financial institution and a bank nor issued any debentures.
- xii) The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii) The Company is not a chit fund, nidhi, mutual benefit fund or a society. Accordingly clause 4(xiii) of the order is not applicable.
- xiv) According to the information and explanations given to us, the Company is not dealing or trading in shares, securities, debentures and other investments. Accordingly, clause 4(xiv) of the order is not applicable.
- xv) According to the information and explanation given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- xvi) According to the information and explanation given to us, the Company has not taken any term loans during the year.
- xvii) According to the information and explanations given to us, the Company has not raised any funds on short-terms basis.
- xviii) The Company has not made any preferential allotment of shares during the year to parties and Companies covered in the register maintained under section 301 of the Companies Act, 1956.
- xix) The Company has not issued any debentures during the financial year.
- xx) The Company has not raised any money by public issues during the financial year.
- xxi) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

For V. K. Surana & Co.
Chartered Accountants



CA. Sudhir Surana
Partner
Membership No. 43414
Firm Reg. No.: 110634W

New Delhi, May 23, 2014


BALANCE SHEET AS AT 31ST MARCH, 2014
₹ in lakhs

Particulars	Note No.	As at 31 st March, 2014	As at 31 st March, 2013
I EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share capital	2.1	16800.00	16800.00
(b) Reserves and surplus	2.2	295933.24	259763.82
		312733.24	276563.82
(2) Non-current liabilities			
(a) Long-term borrowings		0.00	0.00
(b) Deferred tax liabilities (Net)		0.00	0.00
(c) Long-term provisions	3.1	11281.29	9125.21
(d) Long-term liabilities	3.2	463.70	285.05
		11744.99	9410.26
(3) Current liabilities			
(a) Short-term borrowings		0.00	0.00
(b) Trade payables	4.1	2747.78	2651.45
(c) Other current liabilities	5.1	12887.76	16614.04
(d) Short-term provisions	5.2	7068.67	8251.16
		22704.21	27516.65
TOTAL		347182.44	313490.73
II ASSETS			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	6.1	22265.15	22266.47
(ii) Intangible assets	6.1	968.36	1085.66
(iii) Capital work-in-progress	6.1	6882.55	2697.17
(iv) Intangible assets under development	6.1	14.70	0.00
(b) Non-current investments	7.1	421.29	421.29
(c) Deferred tax assets (Net)	1.2 (12)	1654.22	1543.27
(d) Long-term loans and advances	8.1	5568.51	10670.57
(e) Other non-current assets	8.2	738.75	700.72
		38513.53	39385.15
(2) Current assets			
(a) Current investments		0.00	0.00
(b) Inventories	9.1	4910.93	5148.75
(c) Trade receivables	9.2	11317.56	28809.85
(d) Cash and cash equivalents	9.3	279283.41	227678.42
(e) Short-term loans and advances	10.1	1582.02	721.71
(f) Other Current assets	10.2	11574.99	11746.85
		308668.91	274105.58
TOTAL		347182.44	313490.73

Significant accounting policies and notes to accounts 1.1 and 1.2

As per our report of even date

For V. K. Surana & Co.

Chartered Accountants,

F.R.No. 110634 W
CA. Sudhir Surana

Membership Number : 043414

Place : New Delhi

Date : 23rd May, 2014

Neeraj Pandey
Company Secretary

Nitin P. Kajarekar
Dy. General Manager (Finance)

Mukund P. Chaudhari
Director (Finance)

G. P. Kundargi
Chairman-cum-Managing Director

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2014

₹ in lakhs

Particulars	Note No.	For the year 2013-14	For the year 2012-13
1 Revenue from operations (Net of excise duty)	11.1	102128.38	96712.00
2 Other income	11.2	30332.05	23527.05
Total Revenue		132460.43	120239.05
3 Expenses :			
Cost of material consumed	12.1	2575.10	2432.61
Changes in inventories of finished goods, work-in-process and stock-in-trade	13.1	661.64	2802.63
Employee benefits expenses	14.1	25608.84	26203.16
Depreciation and amortisation expenses	6.1	3518.23	3303.33
Other expenses	14.2	24298.19	22803.96
Sub total		56662.00	57545.69
Less: - Inter unit transfer	13.2	1134.25	984.92
Total expenses		55527.75	56560.77
4 Profit before exceptional and extraordinary items and tax		76932.68	63678.28
5 Exceptional items		0.00	0.00
6 Profit before extraordinary items and tax		76932.68	63678.28
7 Extraordinary items		0.00	0.00
8 Profit before tax		76932.68	63678.28
9 Tax expense			
(a) Current tax		26087.41	21384.15
(b) Deferred tax		-110.95	-878.13
		25976.46	20506.02
10 Profit after tax for the period		50956.22	43172.26
11 Earnings per equity share :			
1. Basic		30.33	25.70
2. Diluted		30.33	25.70

Significant accounting policies and notes to accounts 1.1 and 1.2

As per our report of even date

For V. K. Surana & Co.

Chartered Accountants,

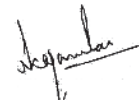
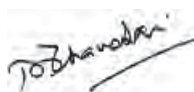
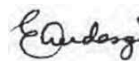
F.R.No. 110634 W

CA. Sudhir Surana

Membership Number : 043414

Place : New Delhi

Date : 23rd May, 2014

Neeraj Pandey
Company Secretary

Nitin P. Kajarekar
Dy. General Manager (Finance)

Mukund P. Chaudhari
Director (Finance)

G. P. Kundargi
Chairman-cum-Managing Director



NOTE NO. 1.1

SIGNIFICANT ACCOUNTING POLICIES

1 Accounting for fixed assets

(a) Valuation of fixed assets

Fixed assets are maintained at cost less accumulated depreciation.

(b) Depreciation

Company is charging 100% depreciation on fixed assets up to the value of ₹ 5000 as prescribed in Schedule XIV to Companies Act. Such assets are fully depreciated in the year of addition, irrespective of the date of addition.

Depreciation is calculated (i) on straight line method in case of Wind Turbine Generators and (ii) on written down value method on all other assets, at the rates prescribed by the Schedule XIV, as amended from time to time, on pro-rata basis. However, depreciation for full month is calculated when any asset is first put to use on any day during that month.

Cost of leasehold land, including net present value of diverted forest land, is amortised over the period of lease.

(c) Write-off losses on assets

All assets dismantled/discarded are written off assuming that scrap value for the same is Nil. If and when such discarded assets are disposed off partially or fully, the amounts realized during the year on account of sale are credited to profit and loss account of that year.

(d) Expenditure during construction period

All expenditure during construction period on specific projects, identifiable as relating to such projects, is debited to the said projects up to the date of completion and commissioning thereof.

(e) Interest during construction period

Interest on loans (including other related financing costs on loans) pertaining to specific assets incurred during construction period upto completion is capitalized.

(f) Impairment of assets

Company assesses, at each balance sheet date, whether there is any indication that asset may be impaired. If any such indication exists, Company estimates the recoverable amount of assets. If such recoverable amount is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the profit and loss account. If there is any indication that previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

2 Investments

Long term investments in shares are carried at cost. Diminution in value, if any, is provided for, if it is not of temporary nature.

3 Valuation of closing stock

Inventories are valued on following basis.

(a) Finished goods

- (i) Manganese ore of all grades (except fines, hutch dust and HIMS rejects) :- At cost at mines including depreciation on mine assets or net realizable value, whichever is less.
- (ii) Manganese ore fines, hutch dust and HIMS rejects :- At cost per tonne on jigging/processing, transportation, etc., allocated on technical estimates or net realizable value, whichever is less.
- (iii) Manganese ore at port :- At landed cost at the port or net realizable value, whichever is less. Landed cost includes freight, unloading charges, sampling charges, etc.

Difference between physical and book stocks are not adjusted, so long as the overall position of stocks at mines is found to be excess when compared with overall book stocks. As and when ore is actually dispatched, excess or shortage after railing/shipment against each stack is ascertained and the same is accounted for in the books of the company in that year.

- (iv) Electrolytic manganese di-oxide [EMD] (including stock in process as on 31st March at different stages of production, ascertained by technical estimation as to percentage of completed units of EMD) :- At current year's cost of production including plant's depreciation or net realizable value, whichever is less.
- (v) (a) Ferro manganese/silico manganese including stock in cake form as on 31st March, determined by technical assessment :- At current year's cost of production including plant's depreciation (less realizable value of slag) or net realizable price, whichever is less.
- (b) Stock in process :- The quantity of ferro manganese/silico manganese in process cannot be weighed, seen or assessed and hence, no value is assigned.
- (c) Stock of slag :- Slag is a molten mass of impurities generated during manufacture of ferro manganese, which is treated as scrap and, accordingly, valued at net realizable price.
- (b) Stores inventory** (Stores, spares, timber, explosives, fuel and lubricants and raw materials) :- At cost on weighted average method.
 - (i) Physical verification of all stores, spares, etc., is conducted at the end of each year. Difference between physical stock and book stock is investigated and necessary adjustments are carried out in the books of accounts.
 - (ii) In case of ferro manganese plant, stock of raw materials, except manganese ore at plant, is valued at cost on weighted average method. The stock of manganese ore at plant is valued at current year's cost of production or net realizable value, whichever is less, plus cost of transport and other charges, if any. Opening and closing stock of ore at the plant is grouped under the head "Stock of raw materials".

4 Sales

Sales invoices are raised and revenue is recognized in the books of accounts only after dispatch of goods based on railway receipt/lorry receipt/delivery challan.

(a) Manganese ore sales

- (i) Supplementary invoices are raised for variation in quality on receipt of laboratory analysis reports. Analysis reports received in subsequent year up to a cut-off date are considered in year of dispatch. Accordingly, supplementary invoices are raised and accounted for in the same year. In respect of analysis reports received after the cut-off date, the same are raised in subsequent year.
- (ii) Sales include royalty.

(b) EMD/ferro manganese/silico manganese/slag sales

Sales of EMD, ferro manganese and slag include excise duty and education cess applicable thereon.

(c) Sale of electricity to M. P. Electricity Distribution Company Limited

Revenue is recognized on the basis of energy injected into grid for sale, at tariff rate agreed in power purchase agreement.

5 Other income

- (a) Interest income from sundry debtors is recognized in line with AS-9 of the Institute of Chartered Accountants of India as under –
 - (i) In as far as the realization is supported by letter of credit through bank from the debtors, where there is certainty of its realization, the recognition is made on accrual basis.
Interest billed to customers for credit terms beyond current financial year is recognized in the year to which it pertains.
 - (ii) In as far as the realization is not supported by letter of credit through bank and directly billed by the company where its realization is uncertain, based on management's experience, as and when actual realization made is recognized as income.
- (b) Interest income on deposits and advances is recognized on accrual basis.
- (c) Memorandum records have been kept in respect of replaced/worn-out parts/scrap capital items. When they are disposed off, proceeds are taken as miscellaneous receipt of that year.

**6 Captive consumption****Manganese ore**

Manganese ore, fines, HIMS rejects issued as raw material for production of EMD/ferro manganese is valued at current year's cost of production and fines/HIMS rejects are valued at per tonne rate, as adopted for valuation of stock. Consumption of the ore is accounted on average cost. Value of ore issued is reduced from ore raising/operating expenses and is considered as raw material consumption in "Manufacturing Expenses".

Electricity

Power generated at wind turbine generator units and consumed at mine/plant, are charged to respective units at the cost of generation.

7 Sales tax, income tax, etc.

- (a) In respect of sales tax, income tax, etc., the amount payable or receivable as per assessment order is accounted for in the year in which the said order is received and accepted by the company, irrespective of the year to which the order relates.
- (b) Set off is claimed on sales tax on purchases. Difference between set off claimed and actual set off allowed is accounted for in the year in which the assessment order is received and accepted by the company.

8 Employee benefits:**(a) Short term employee benefits**

Short term employee benefits are recognized as expense at the undiscounted amount in the profit and loss account in the year in which the related service is rendered.

(b) Post-employment benefits**(i) Defined benefit plans**

Post-employment and other long term employee benefits are recognized as an expense in the profit and loss account for the year in which the employee has rendered services. The expenses are recognized at the present value of the amounts payable, determined by using actuarial valuation techniques. Actuarial gains and losses in respect of post-employment and other long term benefits are charged to the profit and loss account

(ii) Defined contribution plans

Defined contribution plans are post-employment benefit plans, under which the company pays fixed contributions into separate entities (funds). The company's contribution to defined contribution plans is recognized in the profit and loss statement of the year to which it relates.

9 V.R.S. expenditure

The company charges full amount of the expenditure in profit and loss account in the year of incurrence.

10 Accounting for subsidies from Welfare Commissioner**(a) Labour quarters**

The company has constructed/under construction some labour quarters, for which the company is receiving subsidy from the Welfare Commissioner. Since the land on which such quarters are constructed is surrendered to the Welfare Commissioner and the property (quarters constructed) vests with the Welfare Commissioner, the entire expenditure incurred by the company is charged to and the subsidy received is also credited to revenue in the year in which the expenditure is incurred/subsidy is received.

(b) Welfare assets

Entire expenditure for acquisition of assets like school bus, ambulance, water supply scheme, etc., under welfare schemes is debited to relevant asset account in the year in which expenditure is incurred. Amount of subsidy received is credited to the same asset head in the year of receipt and depreciation is then charged on such reduced value of the asset from that year.

11 Claims by the company

Amount of claims lodged with insurance company/railways are accounted for on the basis of amount claimed during the year on assessing reasonable certainty of their realisation and the difference, if any, is adjusted on settlement of the claims.

12 Prepaid expenses

Expenses are treated as prepaid only where the payments exceed ₹ 1.00 lakh in each case.

13 Provision for doubtful debts

Provision for bad and doubtful debts is made based on a case-to-case review of sundry debtors outstanding for more than two years. Debts outstanding from private parties for more than three years are invariably provided.

14 Research and development expenditure

Research and development expenditure is charged to profit and loss account in the year of incurrence. However, expenditure on fixed assets relating to research and development is treated in the same way as other fixed assets.

15 Mine closure expenditure

Financial implications towards final mine closure plans under relevant Acts and Rules are technically estimated, based on total available ore reserves of all mines. The same are provided in accounts, on year to year basis, after taking into consideration overall production of all mines.

16 Net present value for diversion of forest land for non-forest purposes

The liability is recognized on receipt of necessary permission from the concerned authorities.

17 Prior period expenses

Corrections of fundamental errors of commission or omission in earlier year(s) are done by debiting/crediting prior period adjustments account.

18 Significant events occurring after balance sheet date

Impact of significant events after the date of balance sheet and approval thereof is given effect to either by moderation of the balance sheet and profit and loss account or by specific mention in the Directors' Report.


NOTE NO. 1.2
NOTES ON ACCOUNTS FOR YEAR ENDED 31ST MARCH, 2014
1 Contingent liabilities

- (a) Claims against the company not acknowledged as debts -

₹ in lakhs

Particulars of claims		31-03-2014	31-03-2013
(i)	By employees for wages and other benefits	159.00	141.00
(ii)	By South East Central Railway for payment of arrears of rent of railway sidings	109.68	109.68
(iii)	By Forest Department for payment of transit fee on railing of ore from Tirodi mine	86.08	86.08
(iv)	Interest on arbitration award	562.73	447.21
(v)	Entry tax, central sales tax and value added tax and employees' professional tax	18.24	19.80
(vi)	Disputed income tax under appeal [Tax already paid ₹ 1054.06 (₹ 1267.35) lakhs]	1054.06	1267.35
(vii)	Contingent liability on financial assurance under bank guarantees / letter of credits (Represented by fixed deposits of equivalent amount)	333.40	225.37

- (b) Estimated amount of contracts remaining to be executed on capital account and not provided for is ₹ 7831.01 (₹ 8509.09) lakhs. Advance paid for such contracts is ₹ 34.13 (₹ 30.27) lakhs.
- 2 Land measuring 761.60 Sq. Mtrs. belonging to the company is acquired by Nagpur Improvement Trust for its Integrated Road Development Plan. Writ petition filed by the company seeking compensation is admitted by the High Court, Nagpur. Pending outcome of writ petition, no adjustment is done in books.
- 3 (a) Physical verification of inventories is carried out at the end of the year.
- (b) Production and inventory of manganese ore as well as bulk raw materials and ferro manganese are determined as per weight volume ratio by the production/technical department and the same are accounted for accordingly.
- (c) Inventory of raw materials includes stock of manganese ore of 60.50 (164) MT valuing ₹ 3.17 (₹ 8.08) lakhs lying in ferro manganese plant site on 31.03.2014.
- 4 Letters for year-end balance confirmation of sundry debtors and sundry creditors have been sent to the parties. In respect of confirmations received, the company is under process of scrutinizing and reconciling the balances.
- 5 Documentation in respect of secured loans to employees is pending in some cases.
- 6 For anticipated loss on disposal of obsolete stores/spares, provision of ₹ 3.23 (₹ 3.93) lakhs made in accounts is considered adequate.
- 7 As regards invoicing in respect of manganese ore, earlier, the time lag between dispatch of ore and receipt of quality test report was more. Hence, the policy of accounting differential sales invoices in the year of receipt of quality test report was followed. However, as a result of computerization and automation of processes, the company is in a position to expedite the reports and, in most of the cases, the results are available before the finalization of accounts. Consequently, final sales invoices are raised in the year of dispatch as per quality test reports received upto a cutoff date. In view of this, the company has changed the policy with regard to accounting of differential sales invoices. The change in policy does not have any material effect on the accounts.

- 8 During the financial year 2012-13, the company has detected embezzlement of funds committed by one of its employees to the tune of ₹ 31.03 (₹ 31.03) lakh. The matter is investigated by an independent expert and final report is submitted, which is subject to final review and action. Since the amount of terminal benefits due to the employee, which can be applied for recovery of embezzled amount and the amount already deposited are sufficient to recover the above, provision is not considered necessary.
- 9 Income tax deducted at source from interest and rent received by the company amounts to ₹ 2663.53 (₹ 2487.18) lakh. Tax deduction certificates are awaited in some cases.
- 10 Sundry creditors include a sum of ₹ Nil (₹ Nil) lakhs payable to micro, small and medium enterprises units, in excess of ₹ 1.00 lakh outstanding for more than thirty days.
- 11 As per guidelines issued by the Department of Public Enterprises applicable from 1st April, 2013 on corporate social responsibility and sustainable development, expenditure on afforestation is included under the head "Expenditure on corporate social responsibility and sustainable development" in Note 14.2 (Other expenses).
- 12 Other expenses (Note No. 14.2) include -

₹ in lakhs

Particulars		31-03-2014	31-03-2013
1	Travelling expenses of		
	(a) Chairman-cum-Managing Director	72.69	18.29
	(b) Directors	61.40	68.90
2	Auditor's remuneration		
	(a) Audit fee		
	For statutory audit	3.93	3.93
	For limited review of quarterly accounts	2.95	2.11
	Out of pocket expenses	Nil	Nil
	(b) Other services	1.59	1.11
		8.47	7.15
3	Advertisements include expenditure on public relations and publicity	72.97	63.43

- 13 **Defined obligations - Disclosures as per Accounting Standard 15 (Revised) are as under.**

₹ in lakhs

Particulars	Gratuity		Leave encashment	
	31.03.2014	31.03.2013	31.03.2014	31.03.2013
Reconciliation of opening and closing balance of funded obligation, as assessed by an independent actuary				
At the beginning of the year	11684.60	10556.56	4726.60	4225.74
Current service cost	605.49	599.07	297.10	310.46
Interest cost	934.77	844.52	378.13	338.06
Actuarial (gain)/loss	-364.04	505.90	-1093.34	157.01
Benefits paid	-769.39	-821.45	-199.72	-304.67
At the close of the year	12091.43	11684.60	4108.77	4726.60



Particulars	Gratuity		Leave encashment	
	31.03.2014	31.03.2013	31.03.2014	31.03.2013
Reconciliation of opening/closing balance of fair value of plan assets				
At the beginning of the year	10694.27	10560.44	4299.66	4042.02
Expected return on plan assets	967.83	1003.24	389.12	383.99
Actuarial (gain)/loss	17.45	-47.96	12.19	-5.58
Employer contribution	991.91	0.00	426.94	183.90
Benefits paid	-769.39	-821.45	-199.72	-304.67
At the close of the year	11902.07	10694.27	4928.20	4299.66
Reconciliation of fair value of assets and funded obligations				
Present value of plan assets at the end of the year	11902.07	10694.27	4928.20	4299.66
Present value of obligation at the end of the year	12091.43	11684.60	4108.77	4726.60
Liability/(-) prepaid expenses recognized in balance sheet	189.36	990.33	-819.43	426.94
Expenses recognised in profit and loss account				
Current service cost	605.49	599.07	297.10	310.47
Interest cost	934.77	844.53	378.13	338.06
Expected return on plan assets	-967.83	-1003.24	-389.12	-383.99
Actuarial (gain)/loss	-381.49	553.86	-1105.54	162.58
Total expenses recognized in the profit & loss account	190.94	994.22	-819.43	427.12
Actuarial assumptions	(1994-96)	(1994-96)	(1994-96)	(1994-96)
Mortality Table (LIC)	Ultimate	Ultimate	Ultimate	Ultimate
Discount rate (per annum)	8.00%	8.00%	8.00%	8.00%
Expected return on Plan assets (per annum)	9.05%	9.50%	9.05%	9.50%
Rate of escalation in salary (Per annum)	5.00%	5.00%	5.00%	5.00%

14 **Transactions with related parties** – Disclosures of transactions with related parties as per Accounting Standard 18 are as under.

(i) List of related parties and relationship

1	Shri G.P.Kundargi	Key management personnel
2	Shri A.K.Mehra	Key management personnel
3	Shri M.P.Chaudhari	Key management personnel
4	Shri A.K.Jha	Key management personnel
5	SAIL & MOIL Ferro Alloys Pvt. Ltd.	Joint venture company
6	RINMOIL Ferro Alloys Pvt. Ltd.	Joint venture company

(ii) Transactions during the year with related parties

₹ in lakhs

Particulars		2013-14	2012-13
1	Managerial remuneration		
	(a) Salaries and allowances	118.55	94.47
	(b) Contribution to provident fund	7.43	6.96
	(c) Actual/estimated value of perquisites	4.44	4.50
	(d) Total	130.42	105.94
2	Reimbursement of traveling expenses	134.09	87.19
3	Advance towards share capital to joint venture company	0.00	0.00

15 **Deferred tax assets/liability** – Disclosures as per Accounting Standard 22 are as under.

₹ in lakhs

Sr. No.	Particulars	2013-14/31 st March, 2014	2012-13/31 st March, 2013
1	Deferred tax liability		
	Related to depreciation	1779.30	2055.87
2	Deferred tax assets		
	Disallowances under the Income Tax Act	3433.52	3599.14
3	Net deferred tax liability/(-)asset	-1654.22	-1543.27
4	Deferred tax for profit and loss account : Increase/(-)decrease in liability	-110.95	-878.13

16 **Joint ventures** - Disclosures as per Accounting Standard 27 are as follows.

(a) Particulars about joint venture companies

Name of joint venture company	Incorporation details		Proportion of owner-ship	Subscription for capital ₹ - Lakhs
	Country	Date		
SAIL & MOIL Ferro Alloys Pvt Ltd	India	31.07.2008	50%	410.00
RINMOIL Ferro Alloys Pvt Ltd.	India	29.07.2009	50%	10.00

(b) Financial particulars

₹ in lakhs

Particulars	Position as at	
	31.03.2014 (Unaudited)	31.03.2013 (Audited)
Aggregate amount of company's interest as per accounts of joint venture companies –		
(i) SAIL & MOIL Ferro Alloys Pvt. Ltd.		
Share capital	10.00	10.00
Share application money pending allotment	400.00	400.00
Reserves and surplus	-118.13	-98.96



₹ in lakhs

Particulars	Position as at	
	31.03.2014 (Unaudited)	31.03.2013 (Audited)
Current liabilities	1.70	1.44
Fixed assets (net) and capital work in progress	186.34	203.72
Long term loans and advances	0.01	0.01
Current assets	107.22	108.75
Income	7.48	8.88
Expenditure	26.66	107.37
Contingent liabilities and capital commitments	9.00	9.00
(ii) RINMOIL Ferro Alloys Pvt. Ltd.		
Share capital	10.00	10.00
Reserves and surplus	-0.31	-0.31
Current liabilities	0.42	0.47
Non-current liabilities	89.83	89.70
Fixed assets (net) and capital work in progress	76.17	76.67
Long term loans and advances	1.09	1.09
Current assets	22.68	22.10
Income	Nil	Nil
Expenditure	Nil	Nil
Contingent liabilities and capital commitments	411.95	411.95

 17 **Provisions** – Disclosure of particulars as per Accounting Standard 29 are as under.

₹ in lakhs

Particulars of provisions	Opening balance 01.04.2013	Provision	Provision written back/ used	Closing balance 31.03.2014
Final mine closure expenses	626.42 (548.98)	76.81 (77.44)	-- --	703.23 (626.42)
Bad and doubtful debts and advances	33.14 (33.14)	29.28 (--)	-- --	62.42 (33.14)

In respect of provision for final mine closure expenses, cash outflow is expected at the time of closure of mines.

18 Imports of capital goods during the year ₹ 398.71 (₹ 298.56) lakh.

19 Expenditure in foreign currency for travelling ₹ 28.56 (₹ 12.53) lakh and miscellaneous expenses ₹ 22.43 lakh (₹ 16.33) lakh

20 Provisions no longer required to the tune of ₹ 4481.84 lakhs are on account of employee benefits expenses.

NOTES TO BALANCE SHEET AS AT 31ST MARCH, 2014

21 Additional information to profit and loss account

(a) Production, sales, opening and closing stocks -

Particulars	Year ended 31-03-2014		Year ended 31-03-2013	
	Qty (MT)	₹ in lakhs	Qty (MT)	₹ in lakhs
a) Production/generation -				
Manganese ore	1134508	--	1138895	--
E.M.D.	923	--	786	--
Ferro manganese	10042	--	9210	--
Ferro manganese slag	12750	--	11510	--
Wind power (KwH)	33206045	--	37545155	--
b) Sales -				
Manganese ore	1132919	94615.66	1192857	89073.02
E.M.D.	893	735.53	1014	779.09
Ferro manganese	8707	4788.50	10080	5967.11
Ferro manganese slag	15352	1137.02	9397	757.56
Power to MPEDCL (KwH)	25387018	851.68	27423836	925.89
c) Opening stock -				
Manganese ore	76815	3072.26	157614	5708.16
E.M.D.	71	58.22	299	208.38
Ferro manganese	1208	549.77	2078	815.10
Ferro manganese slag	8378	616.66	6265	388.50
d) Closing stock -				
Manganese ore	48358	2062.60	76815	3072.26
E.M.D.	101	90.69	71	58.22
Ferro manganese	2543	846.51	1208	549.77
Ferro manganese slag	5776	500.74	8378	616.66
Note :				
Closing stock of manganese ore is arrived at after adjustment of issue of ore for production of -				
EMD	3889		3043	
Ferro manganese	26157		23794	
Generation of power from wind mills includes utilization for captive consumption (KwH)	7819027		10121319	

(b) Licensed and installed capacity and capacity utilization -

Particulars	Year ended 31-03-2014		Year ended 31-03-2013	
	Qty (MT)	Capacity utilization	Qty (MT)	Capacity utilization
e) Licensed and installed capacity				
E.M.D.	1000	--	1000	--
Ferro manganese	10000	--	10000	--
Wind power (KwH)	40000000	--	40000000	--
f) Production and capacity utilisation				
E.M.D.	923	92%	786	79%
Ferro manganese	10042	100%	9210	92%
Wind power (KwH)	33206045	83%	37545155	94%

22 Corresponding figures for previous year have been shown in brackets and regrouped, wherever necessary, to make them comparable.

NOTES TO BALANCE SHEET AS AT 31ST MARCH, 2014

₹ in Lakhs

Particulars	As at 31 st March, 2014	As at 31 st March, 2013
Note 2.1 Share capital		
Authorised		
Equity shares : Number	250000000	250000000
Face value in ₹	10.00	10.00
Amount	25000.00	25000.00
Issued, subscribed and fully paid-up		
Equity shares : Number	168000000	168000000
Face value in ₹	10.00	10.00
Amount	16800.00	16800.00
Total		

The company has only one class of shares as equity shares of ₹ 10 each par value with one voting right for one equity share and right to equal dividend proportionate to the shareholding.

Particulars of bonus shares issued by capitalisation of reserves in the last five years :

Financial year	No. of shares	Reserves capitalised	
		General reserve	Capital reserve
2009-10 #	140000000	13993.39	6.61

#Shares of face value of ₹ 100 each are split into shares of face value of ₹ 10 each in financial year 2009-10

Reconciliation Statement

Number of shares at the beginning	168000000	168000000
Add : Shares issued during the year	0	0
Number of shares at the end	168000000	168000000

Details of shareholding of each shareholder holding more than 5 % of shares :

Name of the shareholder	No.of shares held	% of shareholding	No.of shares held	% of shareholding
Government of India	120235680	71.57	120235680	71.57

₹ in Lakhs

Particulars	As at 31 st March, 2014	As at 31 st March, 2013
Note 2.2 Reserves and surplus		
General reserve		
As per last balance sheet	258378.79	225878.79
(+) Transfer from profit and loss account	37000.00	32500.00
	295378.79	258378.79
CSR (corporate social responsibility) reserve		
As per last balance sheet	163.41	0.00
(+) Transfer from profit and loss account	34.00	163.41
(-) Transfer to profit and loss account	163.41	0.00
	34.00	163.41
Surplus in profit and loss account		
As per last balance sheet	1221.62	1451.73
Add : Profit after tax from statement of profit and loss	50956.22	43172.26
Add : Transfer from CSR (corporate social responsibility) reserve	163.41	0.00
Amount available for appropriation	52341.25	44623.99

₹ in Lakhs

Particulars	As at 31 st March, 2014	As at 31 st March, 2013
Less : Appropriations -		
Transfer to CSR (corporate social responsibility) reserve	34.00	163.41
Interim dividend @ 40% (20%)	6720.00	3360.00
Proposed final dividend @ 35% (35%)	5880.00	5880.00
Tax on interim dividend including sucharge and cess	1142.07	545.08
Tax on final dividend for earlier year	45.42	0.00
Tax on final dividend including sucharge and cess	999.31	953.88
Transfer to general reserve	37000.00	32500.00
	51820.80	43402.37
Balance carried forward	520.45	1221.62
Total	295933.24	259763.82
Particulars	As at 31 st March, 2014	As at 31 st March, 2013
Note 3.1 Long-term provisions		
(a) Provision for pension fund	10578.06	8498.78
(b) Provision for final mine closure expenses	703.23	626.43
Total	11281.29	9125.21
Note 3.2 Long-term liabilities		
(a) Security deposits from suppliers, contractors and others		
Total	463.70	285.05
Note 4.1 Trade payables		
Total	2747.78	2651.45
Note 5.1 Other current liabilities		
(a) Advances from customers	1008.66	1592.64
(b) Security deposits from suppliers, contractors and others	2058.08	2296.82
(c) Liabilities for expenses	7133.68	11073.11
(d) Unclaimed dividend pending encashment of warrants	391.11	59.70
(e) Liabilities for capital expenditure	1410.01	1019.20
(f) Other liabilities	886.22	572.57
Total	12887.76	16614.04
Note 5.2 Short-term provisions		
(a) Proposed dividend on equity shares	5880.00	5880.00
(b) Provision for tax on proposed dividend	999.31	953.88
(c) Provision for unavailed leave -		
Liability on balance sheet date	4108.77	4726.60
(-) Fund with Life Insurance Corporation of India	4928.20	4299.66
*	-819.43	426.94
(d) Provision for gratuity	189.36	990.34
Total	7068.67	8251.16
Total	22704.21	27516.65

*Excess of fund with LIC over liability clubbed under prepaid expenses [Note 10.1 (b) (vi) Short-term loans and advances]

NOTES TO BALANCE SHEET AS AT 31ST MARCH, 2014

Note 6.1 - Fixed assets

₹ in Lakhs

Sr No	Description of assets	Gross block			Depreciation block			Net block				
		As at 31.03.2013	Additions	Deductions	As at 31.03.2014	As at 31.03.2013	For the year	Deductions	As at 31.03.2014	As at 31.03.2013		
A	Tangible assets											
		1	Freehold land	1031.93	41.49	0.00	0.00	0.00	0.00	1073.42	1031.93	
		2	Buildings	10332.37	1264.97	3.01	11594.33	2435.59	452.37	2.48	8708.85	7896.78
		3	Plant and machinery	32710.05	1951.12	347.72	34313.45	19941.01	2813.14	328.13	22426.02	12769.04
		4	Furniture and fixtures	296.94	37.51	1.59	332.86	208.43	23.52	2.23	229.72	88.51
		5	Office equipments	452.78	50.54	11.80	491.52	254.54	33.41	6.49	281.46	198.24
6	Vehicles	819.73	81.09	46.45	854.37	537.76	78.49	44.13	572.12	282.25	281.97	
		45643.80	3426.72	410.57	48659.95	23377.33	3400.93	383.46	26394.80	22265.15	22266.47	
B	Intangible assets											
		1	Leasehold land	2347.51	0.00	0.00	2347.51	1261.85	117.30	0.00	1379.15	968.36
		47991.31	3426.72	410.57	51007.46	24639.18	3518.23	383.46	27773.95	23233.51	23352.13	
C	Capital work in progress									6882.55	2697.17	
D	Intangible assets under development									14.70	0.00	
		Total									30130.76	26049.30
E	Previous year	42257.87	5972.83	239.38	47991.32	21553.07	3303.33	217.20	24639.20	23352.12	20704.80	

1 Buildings also include land wherever consideration for land is not paid separately

2 Depreciation for the period includes depreciation on -

(a) Assets of manufacturing units

(b) Assets of power generating units

3 There is no impairment loss as on the balance sheet date

For 2013-14	For 2012-13
67.49	65.21
1006.71	1006.71



NOTES TO BALANCE SHEET AS AT 31ST MARCH, 2014

₹ in lakhs

Particulars	As at 31 st March, 2014	As at 31 st March, 2013
Note 7.1 Non-current Investments (Unquoted) - At cost		
Fully paid-up shares of Co-operative Stores/Societies at mines :		
(a) 500 (500) Shares of ₹ 5 each of Co-operative Stores (unregistered)	0.03	0.03
(b) 1612 (1612) Shares of ₹ 25 each of Co-operative Societies	0.40	0.40
(c) 8556 (8556) Shares of ₹ 10 each of Co-operative Societies	0.86	0.86
	1.29	1.29
Investment in joint ventures (Initial subscription) :		
(a) 100000 (100000) Equity shares of ₹ 10 each fully paid-up in SAIL & MOIL Ferro Alloys Pvt. Ltd.	10.00	10.00
(b) 100000 (100000) Equity shares of ₹ 10 each fully paid-up in RINMOIL Ferro Alloys Pvt. Ltd.	10.00	10.00
	20.00	20.00
Advance for share allotment		
Advance to SAIL & MOIL Ferro Alloys Pvt. Ltd. against allotment of shares (pending increase in authorised share capital)	400.00	400.00
Total	421.29	421.29
Note 8.1 Long-term loans and advances		
(a) Secured		
Loans and advances to employees	65.48	72.49
(b) Unsecured		
Loans and advances to employees	6.03	4.60
(c) Advance payment of income tax (Net)	5497.00	10593.48
Total	5568.51	10670.57
Note 8.2 Other non-current assets		
(a) Interest accrued but not due on fixed and other deposits	0.00	12.44
(b) Interest accrued but not due on loans to employees	40.84	48.21
(c) Deposit with railway, electricity boards and others (Unsecured)	663.78	609.80
(d) Advance for purchase of capital items	34.13	30.27
Total	738.75	700.72
Note 9.1 Inventories [As valued and certified by the management]		
(a) Raw materials	101.29	69.60
(b) Work-in-process	4.11	1.59
(c) Finished goods	3674.17	4295.32
(d) Stores in transit	190.96	5.59
(e) Stores and spares	943.63	780.58
(-) Provision for obsolete stores and spares	3.23	3.93
Total	4910.93	5148.75


NOTES TO BALANCE SHEET AS AT 31ST MARCH, 2014

₹ in lakhs

Particulars	As at 31 st March, 2014		As at 31 st March, 2013
Note 9.2 Trade receivables (Unsecured)			
(i) Considered good			
Debts outstanding for a period exceeding six months	38.54		2884.04
Other debts	11279.02		25925.81
		11317.56	28809.85
(ii) Considered doubtful			
Debts outstanding for a period exceeding six months		32.36	20.87
		11349.92	28830.72
(-) Provision for doubtful debts		32.36	20.87
Total		11317.56	28809.85
Note 9.3 Cash and cash equivalents			
(i) Cash in hand		8.13	6.45
(ii) Balance with banks			
In fixed deposits		277293.62	223870.00
In fixed deposits (as margin money against bank guarantees/LCs)		333.40	495.37
In special dividend accounts pending encashment of warrants		391.11	59.70
In current accounts		1257.15	3246.90
Total		279283.41	227678.42
Balances in fixed deposits include deposits maturing after 12 months		0.00	326.29
Note 10.1 Short term loans and advances			
(a) Secured			
(i) Loans and advances to employees		54.35	60.71
(b) Unsecured			
(i) Advances to employees		161.51	159.68
(ii) Advances for purchase of stores, spares etc	289.61		284.31
(-) Provision for doubtful advances	13.26		11.75
		276.35	272.56
(iii) Advances to contractors and others	103.08		57.38
(-) Provision for doubtful advances	16.28		0.00
		53.59	24.17
(iv) Loans and advances to related parties			
(a) Advances to officers		0.00	0.00
Advances to Chairman-cum-Managing Director		0.00	0.00
(b) RINMOIL Ferro Alloys Private Limited, a joint venture Company		33.21	33.21
(v) Claims receivable	0.53		1.50
(-) Provision for doubtful claims	0.53		0.53
(vi) Prepaid expenses		0.00	0.97
Total		1003.01	170.41
		1582.02	721.71
Note 10.2 Other current assets			
(i) Interest accrued on fixed and other deposits		10913.82	11474.05
(ii) Sundry receivable		661.17	272.80
Total		11574.99	11746.85

NOTES TO STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2014

₹ in lakhs

Particulars	For financial year 2013-14	For financial year 2012-13
Note 11.1 Revenue from operations		
(a) Sale of mining products	94615.66	89073.03
(b) Sale of manufactured products	7377.90	7503.75
(c) Sale of power	851.68	925.89
	102845.24	97502.67
(-) Excise duty on manufactured products	716.86	790.67
Total	102128.38	96712.00
Note 11.2 Other income		
1 Other income		
(a) Interest received	24986.47	22917.04
(b) Recoveries from employees	10.04	9.92
(c) Sale of scrap	0.31	0.33
(d) Rent on buildings	0.00	3.55
(e) Sales tax set-off/refund	238.18	191.60
(f) Miscellaneous income	521.70	404.33
2 Provisions written back		
(a) Provision for anticipated loss on sale of obsolete stores	0.70	0.28
(b) Provisions no longer required	4574.65	0.00
Total	30332.05	23527.05
Note 12.1 Cost of raw material consumed		
Electrolytic manganese di-oxide plant		
(a) Manganese ore	10.48	11.93
(b) Sulphuric acid	24.03	23.01
(c) Sodium carbonate	3.84	2.66
(d) Others	4.30	3.47
	42.65	41.07
Ferro manganese plant		
(a) Manganese ore	1294.14	1169.03
(b) Coke	804.29	882.88
(c) Carbon paste	49.59	39.46
(d) Others	384.43	300.17
	2532.45	2391.54
Total	2575.10	2432.61


NOTES TO STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2014

₹ in lakhs

Particulars	For financial year 2013-14	For financial year 2012-13
Note 13.1 Changes in inventories of finished goods, work-in-process and stock-in-trade		
(a) Mining products		
Closing stock	2062.60	3072.26
(-) Opening stock	3072.26	5708.16
	-1009.66	-2635.90
(b) Manufactured products		
Closing stock	1615.68	1224.65
(-) Opening stock	1224.65	1411.98
	391.03	-187.33
A	-618.63	-2823.23
Less :		
Excise duty on stock of manufactured products		
On closing stock	177.73	134.72
(-) On opening stock	134.72	155.32
B	43.01	-20.60
Net accretion/-decretion [A - B]	-661.64	-2802.63
Note 14.1 Employee benefits expenses		
Salaries, wages and bonus	20641.99	19883.92
Contribution to provident fund and other funds	3586.83	5179.37
Welfare expenses	1380.02	1139.87
TOTAL	25608.84	26203.16

NOTES TO STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2014

₹ in lakhs

Particulars	For financial year 2013-14	For financial year 2012-13
Note 14.2 Other expenses		
Other manufacturing and administrative expenses, selling expenses and write offs		
1 Transport, raling and other works through contractors	5467.39	5448.61
2 Consumption of stores and spares	5150.49	4330.74
3 Power and fuel	3736.75	3973.11
4 Repairs and maintenance to buildings	389.62	331.50
5 Repairs and maintenance to plant and machinery	1042.88	783.64
6 Repairs and maintenance to others	144.72	115.72
	1577.22	1230.86
7 Rent	28.38	25.05
8 Rates and taxes	206.70	246.21
9 Insurance	202.42	195.90
10 Auditor's remuneration	8.47	7.15
11 Directors' sitting fees	10.60	13.58
12 Advertisements	177.70	191.30
13 Expenditure on corporate social responsibility and sustainable development	1036.04	1055.94
14 Miscellaneous expenses	1489.47	1329.30
15 Royalty and cess	3859.54	3637.99
16 Cash discount on sales	105.49	75.79
17 Service charges on e-auctions	54.86	99.55
18 Sampling expenses	15.40	12.03
	4035.29	3825.36
19 Exploratory drilling at mines	573.37	638.82
20 Expenditure on blasting/rock mechanics/stop design studies, etc.	346.01	190.31
	919.38	829.13
21 Write off of discarded assets	22.09	22.18
22 Write off of shortage of stores and spares	2.17	2.10
23 Provision for doubtful debts and advances	29.28	0.00
24 Provision for final mine closure expenses	76.81	77.44
25 Prior period items	121.54	0.00
	251.89	101.72
Total	24298.19	22803.96

Significant accounting policies and notes to accounts 1.1 and 1.2

As per our report of even date

For V. K. Surana & Co.

Chartered Accountants,

F.R.No. 110634 W

CA. Sudhir Surana

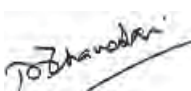
Membership Number : 043414

Place : New Delhi

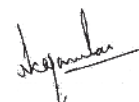
Date : 23rd May, 2014

Neeraj Pandey

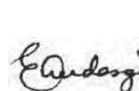
Company Secretary


Mukund P. Chaudhari

Director (Finance)


Nitin P. Kajarekar

Dy. General Manager (Finance)


G. P. Kundargi

Chairman-cum-Managing Director

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2014

₹ in lakhs

Particulars	For Financial year 2013-14	For Financial year 2012-13
A Cash flow from operating activities		
Net profit before tax and dividend	76932.68	63678.28
Adjustment for -		
(a) Depreciation	3518.23	3303.33
(b) Deductions from fixed assets	27.11	22.18
	3545.34	3325.51
Operating profit before changes in working capital	80478.02	67003.79
Adjustments for -		
(a) Inventories	237.82	2980.15
(b) Sundry debtors	17492.29	-18876.71
(c) Other current assets (short-term and long-term)	191.65	-568.91
(d) Loans and advances (short-term and long-term)	4183.94	-1544.51
(e) Liabilities and provisions (short-term and long-term)	-2477.72	6732.06
	19627.98	-11277.92
Cash generated from operations	100106.00	55725.87
Provision for taxation during the year	-26087.41	-21384.15
Net cash from operating activities	74018.59	34341.72
B Cash flow from investing activities		
(a) Purchase of fixed assets	-7626.81	-4766.45
(b) Purchase/sale of investments	0.00	0.00
Net cash used in investing activities	-7626.81	-4766.45
C Cash flow from financing activities		
(a) Dividend (including dividend distribution tax)	-14786.79	-10738.96
D Net increase/(-) decrease in cash and cash equivalents	51604.99	18836.31
E Opening cash and cash equivalents	227678.42	208842.11
Closing cash and cash equivalents	279283.41	227678.42
Net increase/(-) decrease in cash and cash equivalents	51604.99	18836.31

As per our report of even date

For V. K. Surana & Co.

Chartered Accountants,

F.R.No. 110634 W

CA. Sudhir Surana

Membership Number : 043414

Place : New Delhi

Date : 23rd May, 2014Neeraj Pandey
Company SecretaryNitin P. Kajarekar
Dy. General Manager (Finance)Mukund P. Chaudhari
Director (Finance)G. P. Kundargi
Chairman-cum-Managing Director

INFORMATION ABOUT BUSINESS SEGMENTS

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	
		2013-14	2012-13	2013-14	2012-13	2013-14	2012-13	2013-14	2012-13	2013-14	2012-13
1	Revenue										
(a)	External sales (Gross)	94615.66	89073.03	7377.90	7503.75	851.68	925.89	0.00	0.00	102845.24	97502.67
(b)	Inter-segment sales	1134.25	984.92	0.00	0.00	463.23	639.62	-1597.48	-1624.54	0.00	0.00
(c)	Total revenue	95749.91	90057.95	7377.90	7503.75	1314.91	1565.51	-1597.48	-1624.54	102845.24	97502.67
2	Results										
(a)	Segment result	44816.63	38796.24	1614.89	939.48	169.11	415.51	0.00	0.00	46600.63	40151.23
(b)	Other income (incl write back)	30332.05	23527.05	0.00	0.00	0.00	0.00	0.00	0.00	30332.05	23527.05
(c)	Total segment result	75148.68	62323.29	1614.89	939.48	169.11	415.51	0.00	0.00	76932.68	63678.28
(d)	Profit before tax									76932.68	63678.28
(e)	Provision for income tax									26087.41	21384.15
(f)	Deferred tax liability									-110.95	-878.13
(g)	Profit after tax									50956.22	43172.26
3	Other information										
(a)	Segment assets	38105.15	50908.29	2553.22	2320.01	3374.11	4402.92	303149.96	254316.24	347182.44	311947.46
(b)	Segment liabilities	8537.51	8110.99	372.79	277.30	376.99	370.99	25161.91	26624.37	34449.20	35383.65
(c)	Capital expenditure	7496.38	4645.04	75.35	90.22	0.00	0.00	55.07	31.19	7626.80	4766.45
(d)	Depreciation for the period ended..	2444.03	2231.40	67.49	65.21	1006.71	1006.71	0.00	0.00	3518.23	3303.32

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

Includes unallocated capital expenditure, corporate assets and corporate liabilities


STATEMENT OF SOCIAL AMENITIES - EXPENSES AND INCOME FOR THE YEAR 2013-14

₹ in lakhs

Sr. No.	Particulars	Township	Education	Medical #	Welfare \$	Total	
						For 2013-14	For 2012-13
1.	Salaries and wages	82.00	61.40	92.93	507.22	743.55	689.20
2	Contribution to provident fund	9.84	5.84	11.49	35.75	62.92	56.43
3	Consumption of stores	3.04	16.18	9.35	66.52	95.09	91.85
4	Power	105.43	0.00	6.44	52.05	163.92	173.49
5	Drugs and injections	0.00	0.00	96.71	0.00	96.71	99.18
6	Miscellaneous expenses	1.13	43.96	144.67	273.82	463.58	684.63
7	Contractors - Repairs to buildings/others	332.98	0.89	0.93	58.89	393.69	390.22
	Sub total A	534.42	128.27	362.52	994.25	2019.46	2185.00
8	Depreciation	228.57	14.65	3.72	2.93	249.87	216.43
9	Interest	0.00	0.00	0.00	0.00	0.00	0.00
	Sub total B	228.57	14.65	3.72	2.93	249.87	216.43
10	Total expenses [A + B]	762.99	142.92	366.24	997.18	2269.33	2401.43
	Less :						
	Income from electricity	4.02	0.00	0.00	0.00	4.02	4.64
	Receipts from school bus	0.00	0.00	0.00	2.21	2.21	2.23
	Reimbursement from Welfare Commissioner for sports/medical/others	0.00	0.00	0.00	0.00	0.00	0.73
	Sub total D	4.02	0.00	0.00	2.21	6.23	7.60
11	Net expenses [C - D]	758.97	142.92	366.24	994.97	2263.10	2393.83
	* Over and above statutory requirements	# Including social and cultural activities					

**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/ DP ID :

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 52nd Annual General Meeting of the company, to be held on the 30th day of August, 2014 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
Ordinary Business	
1	Adoption of Audited Statement of Accounts for the Financial Year 2013-14.
2	To declare Final Dividend for the Financial Year 2013-14.
3	Re-appointment of Shri A.K. Mehra as a Director liable to retire by rotation.
4	Fixation of remuneration of the Statutory Auditors of the Company for the year 2014-15.
Special Business	
5	Ratification of remuneration of the Cost Auditors of the Company for the year 2014-15.
6	Approval of appointment of Ms. Sunanda Prasad as Independent Director.
7	Approval of appointment of Dr. A. K. Lomas as Independent Director.
8	Approval of appointment of Shri G. S. Grover as Independent Director.
9	Approval of appointment of Shri J. P. Dange as Independent Director.

Signed this..... day of..... 2014.

.....

Signature of Proxy holder(s)

.....

Signature of shareholder

Please affix
₹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.

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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

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 52nd Annual General Meeting of the Company to be held on 30th August, 2014 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.

Folio / Client ID	
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DP ID Nos.	
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No. of Shares held	
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(Signature of Member/Proxy)

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

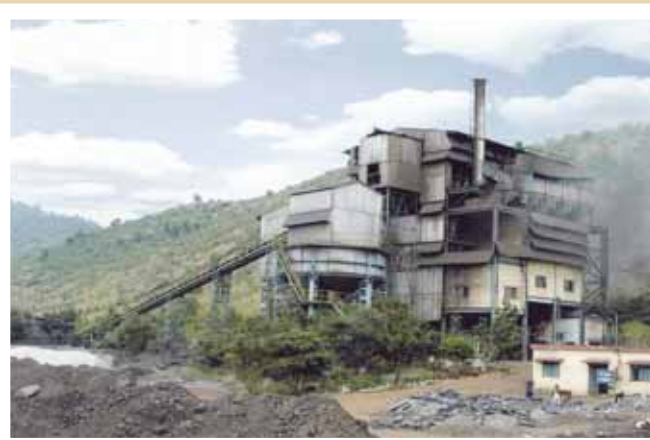
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This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.



Modern Environment Friendly Hydro-Static Drill Machine



MOIL'S FERRO MANGANESE PLANT AT BALAGHAT



Visit of Shri G. Mohan Kumar to Balaghat Mine Extremely Right. Shri G. P. Kundargi CMD MOIL Centre explaining about operation of the plant.



MOIL's D.A.V. School under CSR Activity



D.C. Winder installed at MOIL's Mine



MOIL LIMITED

(A Govt. of India Enterprise)

CIN:L99999MH1962GOI012398

PAN: AAACM8952A

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