THE ANUP ENGINEERING LIMITED AHMEDABAD

BALANCE SHEET 2013-14

THE ANUP ENGINEERING LIMITED AHMEDABAD

DIRECTORS:

SHRI SAMVEG A. LALABHAI SHRI ARUN P. SHETH (Up to 26th Feb, 2014) SHRI PANKAJ SUDHAKER SHETH SHRI CHANDRAKANT T.PARIKH SHRI SHREYAS CHINUBHAI SHETH

CHAIRMAN

REGISTERED OFFICE/WORKS:

B/H 66 KV Electric Sub-Station, Odhav Road, Ahmedabad-382415 Tel No: (079) 22870622

AUDITORS:

M/S SORAB S ENGINEER & CO. Chartered Accountants

BANKERS:

BANK OF BARODA

Shareholders intending to required information about Accounts to be explained in the meeting are requested to inform the Company at lest 7 days in Advance of the Annual General Meeting.

THE ANUP ENGINEERING LIMITED AHMEDABAD.

DIRECTORS' REPORT

Your Directors submit herewith the 51st Annual Report together with the audited statements of Accounts for the year ended 31st March, 2014

1. FINANCIAL RESULTS:

	2013-2014 (Rs.In Lacs)	2012-2013 (Rs.In Lacs)
Profit before Interest, Depreciation & taxation	2039.54	1080.98
Less: Interest	92.64	179.18
Depreciation & Write Off	<u>212.21</u>	<u>201.79</u>
Less: Provision for Taxation	304.85	380.97
- Current	591.00	204.00
- Deferred	10.57	2.10
- Short Provision of earlier years(Net)	<u>7.58</u>	0.00
	<u>609.15</u>	206.10
Profit for the year	1125.54	493.91
Add: Balance as per last balance Sheet	<u>3370.97</u>	<u>2877.06</u>
Balance available for appropriation	<u>4496,51</u>	<u>3370.97</u>
Balance Carried to Balance Sheet	4496.51	<u>3370.97</u>

To conserve the resources your Directors propose to skip the payment of Dividend for the year.

OPERATIONS:

During the year under report Turnover of the Company jumped to Rs. 105.76 Crore as against Rs. 74.15 Crore in the previous year. Profit before interest, depreciation and tax doubled to Rs. 20.40 Crore as against Rs. 10.81 Crore in the previous year. Profit for the year after providing for interest, depreciation and Tax increased more than two times from Rs. 4.94 Crore during the previous year to Rs. 11.26 Crore during the under report. This was made possible with the conscious efforts of the management on all fronts-entering in to export market, improved product mix, aggressive purchase management and effective control over working capital including advances from customers, inventory, creditors and debtors. All these efforts made significant contribution towards improving profitability of your company.

3. PROSPECTS:

Your Directors are happy to report that despite slow down in the market your company is better placed in the market with healthy order book and some very good inquiries in the pipe line. Entry in to the International market has put your company ahead of the other players in the market both local and international. Given the current position your directors are confident of putting up an impressive show during the current year also.

4. Sad Demise of Founder Director Shri Arun P. Sheth:

5. EMPLOYEES:

Your Directors are pleased to record their appreciation of the services rendered by these employees and the other members of staff.

There is no employee drawing salary of Rs. 5,00,000/- per month or Rs. 60,00,000/- per annum during the year under report and as such no information is required to be given under Section 217(2a)(b) of the Companies Act,1956 and forming part of the Director's Report for the year ended on 31.3.2014

6. DIRECTORS' RESPONSIBILITY STATEMENT:

As required under Section 217 (2AA) of Companies Act, 1956, your Directors state:

- that in the preparation of annual accounts, the applicable accounting standards have been followed.
- ii) that in such accounting policies selected and applied are consistent and the judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for the period.
- iii) that proper and sufficient care has been taken for the maintenance of 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 and other irregularities.
- iv) that the annual accounts have been prepared on going concern basis

7. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUT GO:

A Statement in accordance with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is annexed hereto & forms part of the Report.

8. INSURANCE:

The Company's Building, Machineries and Stocks except certain risks, which are borne by the Company, are insured at cost against fire, earthquake, riot and malicious damage risks.

9. DIRECTORS:

Shri Samvag A Lalbhai and Shri Pankaj S Sheth Director of the Company retire by rotation and being eligible, offer himself for re-election.

10. AUDITORS:

You are requested to reappoint the Auditors and fix their remuneration. The specific notes forming part of the accounts referred to in the Report of the Auditors are self explanatory and do not call for any further explanation under Section 217(3) of the Companies Act, 1956.

11. Appreciation:

Your Directors are pleased to record their appreciation for all support and help given by Bank, Government Authorities and other offices during the year.

Ahmedabad.

Date: May 03, 2014.

By Order of the Board,

ANNEXURE TO THE DIRECTORS' REPORT (UNDER SECTION 217(1)(e) OF THE COMPANIES ACT, 1956)

A. CONSERVATION OF ENERGY:

The Company's operations involve low energy consumption. Wherever possible, energy conservation measures have been implemented, but there are no major areas where further energy conservation measures can be taken. Efforts to conserve and optimise the use of energy will continue.

FORM A

	Α.	POWER	AND	FUEL	CONSUMPTION:
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1. (a)	Electricity:	2013-2014	2012-2013
	Units Total Amount (Rs.) Rate/Unit (Rs.)	1568125 10176268 6.49	1566725 9872997 6.30
(b)	Own Generation:		
	(Through Diesel Generator) Units Total Amount (Rs.) Rate/Unit (Rs.)	29760 626436 21.05	30456 607138 19.93
2. Furr	nace Gas/Oil:		
Qty Cost Rate		2218.54 2974322 1340.67	19705 771289 39.14

FORM B

B. TECHNOLOGY ABSORPTION:

Research and Development:

(a) Specific areas in which R and D carried out by the Company:

The Company has a Research and Development Laboratory recognised by the Department of Science and Technology. It is engaged in process improvement, product improvement, development of analytical methods and technical services for development of improved controls.

(b) Benefits derived as a result of R and D:

As a result of Company's Research and Development Laboratory, Company is benefited by process and product improvement.

(c) Future Plan of action:

The Company will continue to lay emphasis on the main areas of ${\sf R}$ and ${\sf D}$ set out under para (a) above.

(d) R and D Expenditure:

Conital	2013-2014 (Rs.in Lacs)	2012-2013 (Rs.in Lacs)
Capital		-
Recurring	<u>98.07</u>	_61.79
Total	98.07	61.79
Total R and D Expenditure as % of Total Turn Over	0.00	0.00

Technology absorption, adaptation and innovation:

Company had imported technology for the manufacture of Industrial Centrifuges from M/s.Krauss Maffei, West Germany and through continuous interaction with R and D, Company has been able to fully absorb and adopt this technology.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information is given in Notes forming part of the accounts. Members are requested to refer the said notes.

MANAGEMENT DISCUSSION AND ANALYSIS

Overview

During the year under report Turnover of the Company jumped to Rs. 105.76 Crore as against Rs.74.15 Crore in the previous year. Profit before interest, depreciation and tax doubled to Rs. 20.40 Crore as against Rs. 10.81 Crore in the previous year. Profit for the year after providing for interest, Depreciation and Tax increased more than two times from Rs. 4.94 Crore during the previous year to Rs. 11.26 Crore during the under report.

Industry Structure & Developments

The Company is in heavy fabrication industry and is one of the leading players since last 51 years. Your company is one of the very few companies in the country, which has integrated fabrication facilities under one roof.

Your Company caters to, Refinery, Power Industry, Process Manufacturing, Chemical & Petro Chemical, Pharma etc. industries of the Country. Range of products includes process equipments, pressure vessels, heat exchangers, columns, centrifuges, chlorine tuners and vessels, expansion bellows etc.

Opportunities and threats

Your company is having existence in the industry for about 51 years and is one of the leading players in the Fabrication Industry. Till recently your company was in the domestic market only. But with continuous efforts your company could enter in the international market in a significant way since last two years and your company is confident of improving the export business to a great extent. With this dependence on the domestic market will be less compared to the earlier period. Further, your company has entered into a technical collaboration agreement with M/s. Lummus Technology for special High Efficiency Heat Exchangers (Helixchanger). This will help your company enter into new field of Heat Exchanger.

With healthy order book and sound inquiry base on hand your company is confident of further improved performance during the current year, irrespective of subdued economic scenario of the country and world. As the capital goods industry is worst sufferer of any slowdown, Future performance of the company may be dependent of the economic situation world over. Still your company is quite hopeful of maintaining good performance in the subsequent years also.

Strengths and Weakness:

As reported your company further increased its Manufacturing facilities and entered in higher weight equipment manufacturing segment. Company is "U" stamp manufacturer and is also ISO 9001:2008 and OHSAS 18001:2007 registered company. Company is also having IMS registration. Company has also obtained "U2" "S" and "R" Certification. Company has obtained EN ISO 3834-2 & AD 2000 Merkblatt HPO Certification. With this Company would be in a better position to explore the Export Market. Company makes use of latest engineering software technology like Microprotol, PVELITE-2009, COMPRESS-6260, PERT-CPM, IMMS etc. as design, manufacturing and process control tools. Company is leading quality fabricator. All these will give an edge to the company. Being Subsidiary of Arvind Limited, Company is proud member of leading industrial house in the country.

Even after early recovery slow progress in Capital Expenditure Program of Large_Industrial Houses, delay in execution, huge working capital requirements, terms dictating capacities of large customers etc. may affect the future profitability of the company.

Outlook

Your Directors are happy to report that despite slow down in the market your company is better placed in the market with healthy order book and some very good inquiries in the pipe line. Entry in to the International market has put your company ahead of the other players in the market both local and international. Given the current position your directors are confident of putting up an impressive show during the current year also.

Internal Control System

The Company has in place adequate structure of Internal Controls for safeguarding the assets of the Company; ensuring transactions are duly authorized, recorded, reported and are in accordance with policies; preventing possibilities of fraud or any other irregularities. The adequacy, efficiency and effectiveness of controls are independently reviewed by the Independent Internal Auditors, as part of their audit plan. As a process of continuous improvement of controls, remedial actions on the audit observations are implemented by functional heads. The annual audit plan is reviewed by the Audit Committee and major findings and actions taken/proposed to be taken are also reported to the Audit Committee.

Human Resources

The attrition ratio in the industry is on a very high level. There is still mismatch in demand-supply level of technical persons at senior levels. Increase in Remuneration Packages is becoming a major concern. Group HR Department is striving hard to come out of this situation and has been successful to some extent. With all-round actions, your company is confident to come out of this situation. Industrial relations continue to be cordial.

Ahmedabad

3rd May, 2014

For and on behalf of the Board of Directors

Chairman

PS: Statements in this Report of projections, estimates, expectations or predictions are based on certain assumptions. The Company cannot guarantee that these assumptions are accurate or will be realized. The actual results, performance or achievements of the Company could thus differ materially from those projected or estimated.

REPORT ON CORPORATE GOVERNANCE

1. Company's philosophy on Code of Corporate Governance:

Transparency and accountability are the two basic tenets of Corporate Governance. It's a systematic process by which companies are directed and controlled to enhance their wealth generating capacity. Since corporations employ a vast quantum of societal resources, the governance process should ensure that these resources are utilized in a manner that meets stakeholder's aspiration and societal expectation.

To succeed, we believe, requires highest standards of corporate behavior towards everyone we work with, the communities we touch and the environment on which we have an impact. This is our road to responsible, sustainable and profitable growth and creating long term value for our shareholders, our people and our business partners.

Board of Directors:

As there is a sad demise of Mr. Arun P. Sheth, Promoter Director of the Company on 26th February, 2014, the total strength of Board as on 31st March, 2014 is Four. The Board comprises of all 4 Non – executive directors. Except a Chairman remaining three directors are Independent directors. Hence, as against minimum requirement of 1/3rd of the Independent Directors as per the listing agreement, Independent Directors account for 75% of the Board's strength.

2.1 Composition and category of Directors as at 31st March 2014:

The details of composition of the Board and summary of other directorships and Board Committee Memberships of each of Directors as on 31st March, 2014 are as follows:

Sr.	Name of the Directors	Category		No. of membership/
No.			Directorship	chairmanship on the
			s held in	Committee(s) of the
			public	Board of other Cos.
].			limited cos.	
1				
1.	Mr. Samveg A. Lalbhai - Chairman	Non Executive - Non-Independent	02	Membership_1
2.	Mr. Shreyas C. Sheth - Director	Non Executive - Independent	02	-
3.	Mr. Chandrakant T. Parikh - Director	Non Executive - Independent	_	_
4.	Mr. Pankaj S. Sheth - Director	Non Executive - Independent	_	<u>-</u>

None of the Directors on the Board is a Member of more than 10 Committees or Chairman of more than 5 Committees across all the Companies in which they are directors Chairmanship/membership of Committees include only Audit Committee and Investors' Grievance Committee as covered in clause 49 of the Listing Agreement, as per the disclosures made by the directors. None of them hold the office of Director in more than 20 companies.

2.2 Number, Day, Date and Venue of the Board Meetings held in the year 2013-14:

The Company holds at least four board meetings in a year with at least one meeting in each quarter to review the quarterly financial results and other items of the Agenda. Meeting of the Board are scheduled well in advance. During the year 2013-14, the Board met 4 times. Details are as follows:

Sr. No.	Day	Date	Venue
1	Wednesday	08.05.2013	Ahmedabad
2	Thursday	25.07.2013	Ahmedabad
. 3	Wednesday	23.10.2013	Ahmedabad
4	Tuesday	28.01.2014	Ahmedabad

Information placed before the Board of Directors broadly covered the items specified in Clause 49 of the Listing Agreement. Agenda and notes on agenda are circulated to the Directors in advance. All material information is incorporated in the Agenda for facilitating meaningful and focused discussions at the meeting.

2.3 Attendance of each director at the Board of Directors Meetings and the last Annual General Meeting:

Sr. No.	Name of Director & Designation	Board Meetings held during 2013-14		Annual General Meeting on Dt. 19/09/2013	
		Total	Attended		
1.	Mr. Samveg A. Lalbhai - Chairman	4	4	Yes	
2.	Mr. Arun P. Sheth - Director	4	2	No	
3.	Mr. Shreyas C. Sheth - Director	4	4	Yes	
4.	Mr. Chandrakant T. Parikh - Director	4	4	Yes	
5.	Mr. Pankaj S. Sheth - Director	4	4	Yes	

2.4 Review of Compliance Reports by the Board of Directors:

A Compliance Certificate confirming the due compliance with the statutory requirements is placed at the Board Meeting for the review by the Board of Directors. A system of ensuring material compliance with the laws, orders, regulations and other legal requirements concerning the business and affairs of the Company is in place. Instances of non-compliance, if any, are also separately reported to the Board.

2.5 Code of Conduct:

The Board of Directors has laid down a Code of Conduct for all Board Members and Senior Management Personnel of the Company. The Code of Conduct has also been posted on the website of the Company.

The Members of the Board and Senior Management personnel have, on March 31, 2014 affirmed compliance with the Code of Conduct. A declaration to this effect, duly signed by the Chairman is annexed and forms part of this report.

3. Audit Committee:

3.1 Composition, name of members and Chairman:

To oversee the Company's Financial reporting process and disclosure of its financial information the Company has set up an Audit Committee comprising of 3 Independent Directors, all being Non-Executive.

- i) Name of non-executive director heading the committee: Mr. Shreyas C. Sheth
- ii) Name of members: Mr. Chandrakant T. Parikh and Mr. Pankaj S. Sheth.

3.2 Brief description of terms of reference

The terms of reference of the Audit Committee are as under:

- 1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is 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.
- 3. Approval of payment of statutory auditors for any other services rendered by the statutory auditors.
- 4. Reviewing, with Management, the quarterly and annual financial statements before submission to the Board for approval with particular reference to the matters specified in the Listing Agreement.
- 5. Reviewing with the management, performance of Statutory and Internal Auditors, adequacy of the internal control systems
- 6. Reviewing the adequacy of internal audit function, if any, 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.
- 7. Discussion with internal auditors any significant findings and follow up thereon.
- 8. 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.
- 9. Reviewing the statement of related party transactions and transaction with the companies in which one or more director(s) of the Company is/are deemed to be interested/concerned.
- 10. Reviewing the management discussion and analysis of financial conditions and results of operations and other matters specified under clause 49 of the Listing Agreement.
- 11. Accounting Policies and Practices and Risk Management Policies and Practices
- 12. Review of draft Auditors Report, in particular qualifications/ remarks/ observations made by the Auditors on the financial statements.

13. In addition to the above, the Committee shall have such functions / role / powers as may be specified in the Companies Act, Listing Agreement with Stock Exchanges or any other applicable law.

3.3 Meetings, attendance and sitting fees paid during the year:

Four Meetings of the Committee were held during the financial year. i.e. on 8th May, 2013, 25th July, 2013, 23rd October, 2013 and 28th January, 2014. Details of presence are as under:

Sr. No.	Name of Director & Designation	Number of Meetings held	Number of Meetings attended	Sitting fees paid Rs.
1.	Mr. Shreyas C. Sheth - Chairman	4	4	10000
2.	Mr. Chandrakant T. Parikh - Member	4	4	10000
3	Mr. Pankaj S. Sheth - Member	4	4	10000

The Minutes of the Audit Committee Meetings were noted at the Board Meetings. Meetings were attended by Chief Executive Officer. The Chairman of the Audit Committee was present at the 50th Annual General Meeting held on 19th September, 2013.

4. Remuneration Committee:

4.1. Remuneration Committee being a non-mandatory requirement has not been formed. None of the Directors was paid any remuneration or commission during the year except the sitting fees for attended Board Meetings.

4.2 Details of remuneration to all the directors, as per format in main report:

Sr. No.	District Dis	Sitting fees Rs.
	Mr. Samveg A. Lalbhai - Chairman	20,000
2.	Mr. Arun P. Sheth - Director	10,000
3.	Mr. Shreyas C. Sheth - Director	20,000
4.	Mr. Chandrakant T. Parikh - Director	20,000
	Mr. Pankaj S. Sheth - Director	20,000

Sitting Fees constitute fees paid to Non-Executive Directors for attending the Board Meetings.

5. <u>Shareholder / Investor grievance Committee:</u>

- a) Name of non-executive director heading the committee: Mr. Chandrakant. T. Parikh
- b) Name of members: Mr. Shreyas C. Sheth and Mr. Pankaj S. Sheth.

 Meetings and attendance during the year:

Sr. No.			vestor grievance mmittee Meetings	
		Total	Attended	
1.	Mr. Chandrakant T. Parikh - Chairman	2	2	
2.	Mr. Shreyas C. Sheth – Member	2	2	
3	Mr. Pankaj S. Sheth – Member	2	2	

During the year, the Company had received NIL complaints from the Investors.

6. General Body Meetings:

i) Location and time, where last three AGMs held:

Financial Year	Location	Date	Time
2012-13	ATMA Hall, Ashram Road, Ahmedabad	19 th September, 2013	10:00 a.m.
2011-12	ATMA Hall, Ashram Road, Ahmedabad	20 th July, 2012	10:00 a.m.
2010-11	ATMA Hall, Ashram Road, Ahmedabad	15 th July, 2011	9:30 a.m.

All the Resolutions moved at the last three Annual General Meetings were passed by show of hands by the requisite majority of Members attending the Meeting.

ii) Special Resolutions passed at the last three Annual General Meetings:

There were no Special Resolutions passed at the last three Annual General Meetings.

iii) Passing of Special Resolutions by Postal Ballot:

There were no Special Resolutions required to be passed through Postal Ballot under section 192A of the Companies Act, 1956 at the last three Annual General Meetings. None of the Resolutions proposed for the ensuing Annual General Meeting need to be passed by Postal Ballot.

7. <u>Disclosures</u>:

- a) There were no transactions of material nature with the Directors or the management or relatives of the Directors during the financial year which could have potential conflict with the interests of the Company at large.
- b) Transactions with related parties as per requirements of Accounting Standard -18 are disclosed elsewhere in the Annual Report. None of these transactions have potential conflict with interest of the Company at large.
- c) No penalties or strictures have been imposed on the Company by the Stock Exchanges, SEBI or any other statutory authority on any matter related to the capital markets during the last three years.

8. Means of communication:

The quarterly, half yearly and annual results are published in the newspapers. The same were sent to the Stock Exchange and were displayed on the website of the Company (www.anupengg.com.)

9. <u>Certification by the CEO/CFO</u>:

Mr. Rishi Roop Kapoor, Chief Executive Officer and Mr. Paresh Shah, Head (Finance and Accounts) of the Company, issued a Certificate to the Board as prescribed under sub-clause V of Clause 49 of the Listing Agreement. The said Certificate was placed before the Board Meeting held on 03/05/2014 in which the Accounts for the financial year ended 31/03/2014 were considered and approved by the Board of Directors.

10. General Shareholder information:

i)	Annual General Meeting:	
	➤ Date and time: 51 st Annual General N at 10.00 a.m.	Meeting, Date:, 2014
	> Venue: ATMA HALL, Ashram Roa	ad, Ahmedabad.
.*.	As required under Clause 49VI (A reappointment are given in the Notice of), particulars of Directors seeking the Annual General Meeting.
ii)	Financial Calendar:	
	The Company observes 1 st April to 31 st 1	March as its financial year.
	First Quarter Result	: By the end of July 2014.
	Second Quarter Result	: By the end of October, 2014.
	Third Quarter Result	: By the end of January, 2015.
	Fourth Quarter Result/Year end Result	: By the end of April 2015 / May 2015.
iii)	Date of Book closure: (both days inclusive)	, 2014 to, 2014
iv)	Listing on Stock Exchanges:	
	The Company is listed on the Ahmedal fee for the financial year 2014-15 has be payment towards the Exchange, as on data	een paid and there is no outstanding
	Pursuant to a SEBI circular, Custody c namely NSDL and CDSL.	harges also paid to the Depositories
	The ISIN No. of the Company's Share is	INE628101013.
-	The Company's CIN, allotted by the	e Ministry of Corporate Affairs,

Government of India, is L99999GJ1962PLC001170.

- v) Stock Code: 4510
- vi) Market Price Data: High, Low during each month in financial year 2013-14 as per below.

vii) Performance in comparison to broad-based indices such as BSE Sensex as per below

Month	Share Price Engg. Ltd.,		S & P BSE Sensex		
	High(Rs)	Low (Rs)	High	Low	
April, 2013	N.A.	N.A.	19,622.68	18,144.22	
May, 2013	N.A.	N.A.	20,443.62	19,451.26	
June, 2013	N.A.	N.A.	19,860.19	18,467.16	
July, 2013	N.A.	N.A.	20,351.06	19,126.82	
August, 2013	N.A.	N.A.	19,569.20	17,448.71	
September, 2013	N.A.	N.A.	/20,739.69	18,166.17	
October, 2013	N.A.	N.A.	21,205.44	19,264.72	
November, 2013	N.A.	N.A.	21,321.53	20,137.67	
December, 2013	N.A.	N.A.	21,483.74	20,568.70	
January, 2014	N.A.	N.A.	21,409.66	20,343.78	
February, 2014	N.A.	N.A.	21,140.51	19,963.12	
March, 2014	N.A.	N.A.	22,467.21	20,920.98	

The shares of the Company are listed at Ahmedabad Stock Exchange only. As no Screen based Trading/ trading Floor is available at Ahmedabad Stock Exchange, data of market price of share of the Company is not available.

viii) Registrar and Transfer Agent:

Sharepro Services (India) Pvt. Ltd.

416-420, 4th Floor, Devnandan Mall, Opp. Sanyash Ashram, Nr. M.J. Library, Ashram Road, Ellisbridge, Ahmedabad-380006

Phone: 079-26582381 to 84 Fax : 079-26582385 Email: 'sharepro.ahmedabad@shareproservices.com'

ix) Share Transfer System:

- Securities lodged for transfer at the Registrar's address are processed within 15 days from the date of lodgment, if the documents are clear in all respects. All requests for dematerialization of securities are processed and the confirmation is given to the depositories within 21 days.
- Pursuant to clause 47(c) of the Listing Agreement with the Stock Exchanges, certificates on half-yearly basis have been issued by a Company Secretary in Practice for due compliance of share transfer formalities by the Company. Pursuant to the SEBI (Depositories and Participants) Regulations, 1996, certificates have also been received from a Company Secretary in Practice for timely dematerialization of the shares of the Company and for conducting a secretarial audit on a quarterly basis for reconciliation of the share capital of the Company. All the certificates were filed with the Stock Exchanges where the Shares of the Company are listed.

x) Distribution of shareholding as on 31st March 2014

Sr. No.	Category	No. of shares	Percentage of Share holding %
Α.	Promoters' holding		
1.	Promoters	308791	90.82
<u>.</u>	Sub-Total	308791	90.82
В.	Non- Promoters, holding		
2.	Mutual Funds & Administrator of the Specified Undertaking of Unit Trust of India		
3.	Banks, Financial Institutions, Insurance Companies etc.	13848	4.07
4.	Foreign Institutional Investors (FIIS)		
	Sub-Total	13848	4.07
C.	Others	: .	1,
5.	Private Corporate Bodies	5181	1.52
6.	NRIs / OCBs		4
7.	State Government		
8.	Indian Public	12180	3.58
	Sub-Total	17361	5.11
	GRAND TOTAL	340000	100

xi) Dematerialization of shares and liquidity: Electronic holding by Members comprising 96.50% of the paid up Equity Share Capital of the Company held through the National Securities Depository Limited (96.22%) and Central Depository Services (India) Limited (0.28%) and 3.50 % are in physical form as on 31.3.2014

Shareholders holding shares in electronic form may please note that:

- a) Instructions regarding bank details which they wish to incorporate in future dividend warrants must be submitted to their Depository Participants (DP). As per the regulations of NSDL and CDSL, the Company is obliged to print bank details on the dividend warrants, as furnished by these depositories to the Company.
- b) Instructions already given by the shareholders for shares held in physical form will not be automatically applicable to the dividend paid on shares held in electronic form.
- c) Instructions regarding change of address, nomination and power of attorney should be given directly to the DP.
- vii) Outstanding GDRs / ADRs / Warrants or any Convertible instruments, conversion date and likely impact on equity: The Company's capital comprises only Equity shares and the Company does not have any preference shares, outstanding ADRs, GDRs, warrants or any convertible instruments.
- xiii) Following Non -Executive Directors held shares of the Company as under:
 - 1. Shri Samveg A. Lalbhai 382
 - 2. Shri Shreyas C. Sheth 401

xiv) Plant Locations: Odhav Road, Ahmedabad 382 415.

Address for correspondence: Odhav Road, Ahmedabad 382 415.

- xv) E-mail address for grievance redressal office: anup@anupengg.com
- 11. Details of compliance with the mandatory requirements and extent of compliance with non-mandatory requirements:
 - 11.1 Compliance with the mandatory requirements

The Company has complied with the mandatory requirements of the Code of Corporate Governance as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges.

11.2 Compliance with non-mandatory requirements.

The Company does not comply with non-mandatory requirements.

11.3 Certificate from the Statutory Auditors of the Company, M/s. Sorab S. Engineer & Co regarding compliance of conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement is enclosed.

DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT

All the Directors and senior management personnel have, respectively, affirmed compliance with the Code of Conduct as approved and adopted by the Board of Directors.

For THE ANUP ENGINEERING LTD

CHAIRMAN

Place: Ahmedabad Date: 3rd May. 2014 The Board of Directors
The Anup Engineering Limited

Reg: Financial Statements for the year 31 March, 2014 - Certification by Chief Executive Officer and Head (Finance and Accounts)

We Mr. Rishi Roop Kapoor, CEO & Mr.Paresh Shah, Head (Finance and Accounts) of The Anup Engineering Limited on the basis of review of the financial statements and the cash flow statement for the financial year ending $31^{\rm st}$ March, 2014 and to the best of our knowledge and belief, hereby certify that :

- 1. These statements do not contain any materially untrue statements or omit any material fact or contains statements that might be misleading.
- 2. 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.
- There are, to the best of our knowledge and belief, no transaction entered into by the Company during the year ended 31st March, 2014 which is fraudulent, illegal or violative of the Company's Code of Conduct.
- 4. We accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee those deficiencies, of which we are aware, in the design or operation of the internal control systems and that we have taken the required steps to rectify these deficiencies.
- 5. We further certify that:
 - a. There have been no significant changes in internal control during this year.
 - b. There have been no significant changes in accounting policies during this year.
 - c. There have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having significant role in the Company's internal control systems.

Ahmedabad. Rishi Roop Kape

Date: May 03, 2014

Rishi Roop Kapoor Paresh Shah CEO Paresh Shah

Samveg A Laibhai

The Company is in the process of appointing CFO, this compliance certificate is signed by Head (Finance & Accounts) of the Company.

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT PERSONNEL.

This is to confirm that the Company has adopted a Code of Conduct for directors and Senior Management Personnel.

We confirm that the Company has in respect of the financial year ended March 31, 2014, received from the Members of the Board and Senior management Personnel a declaration of compliance with the Code of Conduct as applicable to them.

Ahmedabad.

Date: May 03, 2014 Chairman

SORAB S. ENGINEER & CO. (Regd.)

CHARTERED ACCOUNTANTS

TELEPHONE : 2658 4304 FAX : (079) 2658

: (079) 2658 9710 : sseahm@hotmail.com

EMAIL WEB

: www.sseco.in



909, ATMA HOUSE,
OPP. RESERVE BANK OF INDIA,
ASHRAM ROAD,
AHMEDABAD-380 009.

CERTIFICATE

To The Members of The Anup Engineering Limited

We have examined the compliance of conditions of Corporate Governance by The Anup Engineering Limited for the year ended on $31^{\rm st}$ March, 2014, as stipulated in Clause 49 of the Listing Agreement of the said company with Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and 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 the abovementioned Listing Agreement.

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

For Sorab S Engineer & Co.

Firm Registration No. 110417W

Chartered Accountants

ČA. Chokshi Shreyas B.

Partner

Membership No. 100892

Ahmedabad 3rd May, 2014

EMAIL : sorabsengineer@yahoo.com • WEB : www.sseco.in

SORAB S. ENGINEER & CO. (Regd.)

CHARTERED ACCOUNTANTS

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909, ATMA HOUSE, OPP. RESERVE BANK OF INDIA, ASHRAM ROAD. AHMEDABAD-380 009

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF THE ANUP ENGINEERING LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of THE ANUP ENGINEERING LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and 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 notified under the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013. 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. 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.

H. O.: ISMAIL BUILDING, 381, DR. D. NAOROJI ROAD, FORT, MUMBAI-400 001.

TELEPHONE: 2204 1789, 2204 0861 • FAX: (022) 2284 6319 EMAIL: sorabsengineer@yahoo.com • WEB: www.sseco.in

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

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31,
- (b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 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;
 - the Balance Sheet, Statement of Profit and Loss, and 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 Cash Flow Statement comply with the Accounting Standards notified under the Companies Act, 1956 ("the Act") Corporate Affairs in respect of section 133 of the Companies Act, 2013;
- 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.

For **Sorab S. Engineer & Co.** Firm Registration No. 110417W Chartered Accountants

CA. Chokshi Shreyas B.

Partner Membership No. 100892

ANNEXURE TO THE AUDITORS' REPORT

Re: THE ANUP ENGINEERING LIMITED

Referred to in Paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date,

- (i) (a) The Company has generally maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
 - (b) As explained to us, the fixed assets have been physically verified by the management during the year in accordance with a phased programme of verification, which in our opinion provides for physical verification of all the fixed assets at reasonable intervals. We are informed that no material discrepancies were noticed on such verification.
 - (c) In our opinion and as per the information and explanations given to us, the Company has not made any substantial disposal of fixed assets during the year and going concern status of the Company is not affected.
- (ii) (a) As explained to us, the inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
 - (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) The Company is maintaining proper records of inventory. As explained to us, the discrepancies noticed on verification between the physical stocks and the book records were not material having regard to the size of the Company, and the same have been properly dealt with.
- (iii) The Company has not granted/taken any loans secured or unsecured to/from Companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Consequently, requirement of clauses (iii,b), (iii,c), (iii,d), (iii,e), (iii,f) and (iii,g) of paragraph 4 of the order are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, there exists an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
- (v) (a) In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in Section 301 of the Act have been entered in the register required to be maintained under that section.
 - (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements and exceeding the value of Rupees Five Lac in respect of any party during the year have been made at prices which are reasonable having regard to the prevailing market price at the relevant date.

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SORAB S. ENGINEER & CO. (Regd.)

- (vi) The Company has not accepted any deposits from the public within the meaning of Sections 58A and 58AA or any other relevant provisions of the Act and rules framed thereunder.
- (vii) The Company has an internal audit system, which in our opinion, is commensurate with the size of the Company and the nature of its business.
- (viii) The Central Government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 for any of the products of the company.
- (ix) (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income Tax, Wealth Tax, Sales Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it.
 - (b) There are no undisputed amounts outstanding as at March 31, 2014 for a period of more than six months from the date they became payable.
- (x) The Company has neither any accumulated losses nor has incurred any cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions or banks.
- (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 or a nidhi/mutual benefit fund/society. Therefore, the provisions of clause (xiii) of paragraph 4 of the order are not applicable.
- (xiv) In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. Therefore, the provisions of clause (xiv) of paragraph 4 of the order are not applicable.
- (xv) To the best of our knowledge and belief and according to the information and explanations given to us, in our opinion, the Company has not given any guarantee for loans taken by others from banks or financial Institutions during the year.
- (xvi) To the best of our knowledge and belief and according to the information and explanations given to us, in our opinion, the term loans obtained during the year were, prima facie, applied by the Company for the purpose for which they were obtained, other than temporary deployment pending application.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that funds raised on short-term basis have not *prima facie*, been used during the year for long-term investments.
- (xviii) During the year, the Company has not made any preferential allotment of shares to persons covered in the register maintained under section 301 of the Act.
- (xix) According to the information and explanations given to us and the records examined by us, the Company has not issued any Secured Debentures during the year.
- (xx) The Company has not raised any money by public issue during the year.

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SORAB S. ENGINEER & CO. (Regd.)

(xxi) Based upon the audit procedure performed by us and as per the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

> For **Sorab S. Engineer & Co.** Firm Registration No. 110417W Chartered Accountants

Ahmedabad May 3, 2014

CA. Chokshi Shreyas B.

Partner Membership No. 100892

Balance Sheet

Amount in Rs.

Equity and Liabilities Shareholders' funds Share Capital Reserves and Surplus Non-current liabilities Long Term Borrowings Deferred Tax Liabilities (Net) Long Term Provisions Current liabilities Short Term Borrowings Trade Payables Other Current Liabilities Short Term Provisions	Note 3 4 5 6 7 8 9 10 7	34,000,000 456,654,006 29,938,120 2,806,395 242,873,253 167,484,010 179,927,721 38,342,480	34,000,000 344,100,592 28,881,021 3,113,115 101,982,622 77,130,130 69,719,779
Shareholders' funds Share Capital Reserves and Surplus Non-current liabilities Long Term Borrowings Deferred Tax Liabilities (Net) Long Term Provisions Current liabilities Short Term Borrowings Trade Payables Other Current Liabilities	4 5 6 7 8 9	34,000,000 456,654,006 29,938,120 2,806,395 242,873,253 167,484,010 179,927,721	34,000,000 344,100,592 28,881,021 3,113,115 101,982,622 77,130,130 69,719,779
Share Capital Reserves and Surplus Non-current liabilities Long Term Borrowings Deferred Tax Liabilities (Net) Long Term Provisions Current liabilities Short Term Borrowings Trade Payables Other Current Liabilities	4 5 6 7 8 9	29,938,120 2,806,395 242,873,253 167,484,010 179,927,721	344,100,592 28,881,021 3,113,115 101,982,622 77,130,130 69,719,779
Reserves and Surplus Non-current liabilities Long Term Borrowings Deferred Tax Liabilities (Net) Long Term Provisions Current liabilities Short Term Borrowings Trade Payables Other Current Liabilities	4 5 6 7 8 9	29,938,120 2,806,395 242,873,253 167,484,010 179,927,721	344,100,592 28,881,021 3,113,115 101,982,622 77,130,130 69,719,779
Non-current liabilities Long Term Borrowings Deferred Tax Liabilities (Net) Long Term Provisions Current liabilities Short Term Borrowings Trade Payables Other Current Liabilities	6 7 8 9 10	29,938,120 2,806,395 242,873,253 167,484,010 179,927,721	344,100,592 28,881,021 3,113,115 101,982,622 77,130,130 69,719,779
Long Term Borrowings Deferred Tax Liabilities (Net) Long Term Provisions Current liabilities Short Term Borrowings Trade Payables Other Current Liabilities	6 7 8 9 10	2,806,395 242,873,253 167,484,010 179,927,721	3,113,115 101,982,622 77,130,130 69,719,779
Deferred Tax Liabilities (Net) Long Term Provisions Current liabilities Short Term Borrowings Trade Payables Other Current Liabilities	6 7 8 9 10	2,806,395 242,873,253 167,484,010 179,927,721	3,113,115 101,982,622 77,130,130 69,719,779
Long Term Provisions Current liabilities Short Term Borrowings Trade Payables Other Current Liabilities	7 8 9 10	2,806,395 242,873,253 167,484,010 179,927,721	3,113,115 101,982,622 77,130,130 69,719,779
Current liabilities Short Term Borrowings Trade Payables Other Current Liabilities	8 9 10	2,806,395 242,873,253 167,484,010 179,927,721	3,113,115 101,982,622 77,130,130 69,719,779
Short Term Borrowings Trade Payables Other Current Liabilities	9 10	242,873,253 167,484,010 179,927,721	101,982,622 77,130,130 69,719,779
Short Term Borrowings Trade Payables Other Current Liabilities	9 10	167,484,010 179,927,721	77,130,130 69,719,779
Trade Payables Other Current Liabilities	9 10	167,484,010 179,927,721	77,130,130 69,719,779
Other Current Liabilities	10	179,927,721	77,130,130 69,719,779
			69,719,779
Short Term Provisions	7	38,342,480	
		1,,	4,948,156
TOTAL		1,152,025,985	663,875,415
Assets			
Non-current assets			
Fixed Assets		\	
Tangible Assets	11	210,113,903	222,922,827
Intangible Assets	12	3,717,511	4,272,004
Capital Work-in-progress			432,490
Long Term Loans and Advances	13	2,381,381	8,579,652
Current assets	. '		
Inventories	14	384,350,463	141,519,798
Trade Receivables	15	457,937,751	250,750,595
Cash and Bank Balances	16	42,723,039	24,270,018
Short Term Loans and Advances	13	44,551,151	11,128,031
Other Current Assets	17	6,250,786	
TOTAL		1,152,025,985	662 075 445
Significant Accounting Policies	2	1,132,023,383	663,875,415

As per our report of even date attached For **Sorab S. Engineer & Co.** Firm Registration No. 110417W

Chartered Accountants

CA. Chokshi Shreyas B.

Partner

Membership No.100892

Statement of Profit and Loss

	·	Amount in Rs		
	Note		ended	
		March 31, 2014	March 31, 2013	
Revenue from operations (Gross)	1			
Less: Excise duty	19	1,133,883,392	793,310,280	
Less. Excise duty		87,931,836	58,839,765	
Other Income		1,045,951,556	734,470,515	
Total Revenue	20	11,624,072	7,023,553	
Expenses:		1,057,575,628	741,494,068	
	1 1		4.	
Cost of materials consumed	21	655,303,902	403,036,360	
Changes in inventories of finished goods, work-in-progress	22	(65,396,158)	196,397	
Employee benefits expense	23	71,124,872	64,483,970	
Finance costs	24	9,264,399	17,917,898	
Depreciation and amortization expense	25	21,220,909	20,179,422	
Other expenses	26	192,588,693	165,679,462	
Total expenses	1 [884,106,617	671,493,509	
Profit before exceptional and extraordinary items and tax		173,469,011	70,000,559	
Exceptional items	i l			
Profit before extraordinary items and tax		173,469,011	70,000,559	
Extraordinary Items		<u> </u>		
Profit before tax		173,469,011	70,000,559	
Tax expense:	!		, , , , , , , , , , , , , , , , , , , ,	
Current tax		59,100,000	20,400,000	
Deferred tax	i L	1,057,099	209,914	
Profit for the year	lΓ	113,311,912	49,390,645	
Less: Short Provision for Taxation in respect of earlier years (Net)	i L	758,498		
Profit available to Equity Shareholders	I	112,553,414	49,390,645	
Earnings per equity share (Note 31)	i .			
(Nominal Value per Share Rs. 100/- (Previous year Rs. 100/-):			•	
Basic		331.04	145.27	
Diluted		331.04	145.27	
Significant Accounting Policies	2			

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached For **Sorab S. Engineer & Co.**

Firm Registration No. 110417W

Chartered Accountants

CA. Chokshi Shreyas B.

Partner

Membership No.100892

Cash Flow Statement

		·	<u> </u>		Amount in Rs.
	Particulars			r ended	
_		March	31, 2014	March	31, 2013
١	Cash Flow From Operating Activities	-			
	Profit Before taxation Adjustments for:		173,469,011		70,000,559
	Depreciation /Amortization				
	Interest Income	21,220,909		20,179,422	
	Interest Expenses	(7,852,007)		(3,301,730)	
		9,264,399		17,917,898	
	Sundry credit balance apportioned	(315,421)	1 2	(497,966)	•
	Sundry debit balance written off	26,768		795,083	
	(Surplus)/Loss on Sale of Tangible assets	(860,240)		326,488	35,419,19
	Operating Profit before Working Capital Changes		194,953,419		105,419,754
	Working Capital Changes:				
	Changes in Inventories	(242,830,665)		28,769,609	
	Changes in provisions	(408,206)		572,601	
	Changes in trade payables	90,669,301		(11,129,870)	
-	Changes in other current liabilities	110,430,529		25,025,392	
	Changes in long term loans and advances	46,271		(1,245,452)	
	Changes in trade receivables	(207,213,924)		38,111,883	
	Changes in short term loans and advances	(33,423,120)		580,887	
	Changes in other Current Assets	(6,250,786)		300,007	
	Changes in other bank balances	(18,328,560)		(5,121,440)	The second second
	Net Changes in Working Capital		(307,309,160)	(3,121,440)	75,563,610
	Cash Generated from Operations	44.4	(112,355,741)		
	Direct Taxes paid (Net of Income Tax refund)		(20,210,688)		180,983,364
	Net Cash from Operating Activities		(132,566,429)		(9,382,249
			(132,300,429)		171,601,115
	Cash Flow from Investing Activities		· 1		
	Purchase of Fixed assets	(8,230,786)			
	Sale of tangible assets	1,666,024		(10,405,853)	
	Interest Income			845,107	
	Net cash flow from Investing Activities	7,852,007		3,301,730	
	THE COST HOW THESTING ACTIVITIES		1,287,245		(6,259,016
	Cash Flow from Financing Activities				* *
	Changes in long term Borrowings	(222 -4-)			
	Changes in short term borrowings	(222,587)		(24,898,765)	
	Dividend Paid	140,890,631	1	(122,628,240)	
	Borrowing Cost Paid	40.00	.*	(20)	
		(9,264,399)		(17,917,898)	
	Net Cash flow from Financing Activities		131,403,645		(165,444,923)
	Net Increase/(Decrease) in cash & cash equivalents		124,461		. (103.034)
	Cash & Cash equivalent at the beginning of the period		148,578		(102,824)
	Cash & Cash equivalent at the end of the period	·	273,039		251,402
_	, and a state of the portion		4/3,039		148,578

	Particulars		As	at
			March 31, 2014	March 31, 2013
Cash and cash equivalents	comprise of: (Note:	16)		,
Cash on Hand			153,356	70,308
Foreign Currency on Hand			41,413	, 5,555
Balances with Banks*	·		78,270	78,270
Total			273,039	148,578
* Includes the fallowing halo				
* Includes the following balan	ce which is not availab	ole for use by the Company		
Unpaid dividend account			78,270	78,270
	<u> </u>			

As per our report of even date attached For **Sorab S. Engineer & Co.**Firm Registration No. 110417W
Chartered Accountants

Chekshi Shreyas B.

Partner Ahmedabad

3 Share Capital

Amoun	ıt in Rs.
As	at
March 31, 2014	March 31, 2013

Par Value of Rs.100/- per share fully paid up	34,000,000	34,000,000
Subscribed and fully paid up 340,000 Equity Shares (Previous Year 340,000)		
	34,000,000	34,000,000
340,000 Equity Shares (Previous Year 340,000) Par Value of Rs. 100/- per share	34,000,000	34,000,000
Issued		
	50,000,000	50,000,000
Authorised 500,000 Equity Shares (Previous Year 500,000) Par Value of Rs.100/- per share	50,000,000	50,000,000

a Reconciliation of No. of Shares

		As	At	
Particulars	March 31, 2014		March 31, 2013	
	No. of Shares	Amount in Rs.	No. of Shares	Amount in Rs.
Balance at the beginning of the year	340,000	34,000,000	340,000	34,000,000
Balance at the end of the year	340,000	34,000,000	340,000	34,000,000

b Rights, Preferences and Restrictions attached to Equity Shares

The Company has one class of shares referred to as equity shares having a par value of Rs. 100 each. Each shareholder is entitled to one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

c Shares held by Holding Company

Particulars	As	at
	March 31, 2014	March 31, 2013
Number of Shares held by		
Holding Company - Arvind Limited	300,000	300,000

d Details of Shares held by Shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As	at
· · · · · · · · · · · · · · · · · · ·	March 31, 2014	March 31, 2013
Holding Company - Arvind Limited	3,00,000	3,00,000
	88.24%	88.24%

erves and Surplus				Amount in Rs. As at	
		•	March 31, 2014	March 31, 2013	
Securities Premium Account Balance as per last financial statements		•	1,920	1,920	
GENERAL RESERVE Balance as per last financial statements			7,001,075	7,001,075	
Surplus in Statement of Profit and Loss Balance as per last financial statements Add: Profit for the year Balance at the end of the year			337,097,597 112,553,414 449,651,011	287,706,952 49,390,645 337,097,597	

337,097,597 112,553,414 **449,651,011**

456,654,006

287,706,952 49,390,645 **337,097,597**

344,100,592

	***	the second second		
				Amount in Rs
Long Term Borrowings	Non- Curre	ent portion	Current I	Maturities
	As		As	
	March 31, 2014	March 31, 2013	March 31, 2014	March 31, 2013
	T			
Secured				
Term Loans : From Banks				
		-	-	222,587
		"	-	222,587
Amount disclosed under the head "Other Current Liabilities" (Note 10)	· · · · · · · · · · · · · · · · · · ·	_	_	222,587
TOTAL				



TOTAL

Deferred Tax Liabilities (Net)			Amount in Rs. As at	
		March 31, 2014	March 31, 2013	
Deferred Tax Liability In respect of Fixed Assets	3	 31,036,956	30,062,353	
Total (a)		31,036,956	30,062,353	
Deferred Tax Asset In respect of Expenditure	allowable on payment basis	1,098,836	1,181,332	
Total (b)		1,098,836	1,181,332	
Net Liability (a-b)		 29,938,120	28,881,021	

_			<u> </u>		Amount in Rs.
Prov	/isions	Long	Term	Short	Term
		As	s at	As	at
		March 31, 2014	March 31, 2013	March 31, 2014	March 31, 2013
paid 146,	ision for Income tax (Net of Advance tax Rs. 21,063,350/- Previous Year Rs. Rs. 169,160/-) ision for Employee Benefits	_	-	38,036,650	4,540,840
	Leave Encashment	2,806,395	3,113,115	305,830	407,316
TOT	AL	2,806,395	3,113,115	38,342,480	4,948,156

Short Term Borrowings		t in Rs. at
	March 31, 2014	March 31, 2013
Secured		
Working Capital Loans repayable on demand		·
From Banks	234,370,744	93,480,113
Unsecured	234,370,744	93,480,113
Olisecul ed /		* *
Interest Free Intercorporate Deposits	. •	
From Fellow subsidiary company	8,502,509	8,502,509
	8,502,509	8,502,509
TOTAL	242,873,253	101,982,622

Nature of Security

Loans from banks are secured by:

- i. First charge over entire stocks, receivables and other current assets and second charge over entire fixed assets of the Company both present and future.
 ii. Additionally secured by Corporate Guarantee given by Arvind Limited, holding company.

i. Loans from banks carry interest rate ranging from 12.75% to 14.25% per annum.

9 Trade Payables

Amour	ıt in Rs.
As	at
March 31, 2014	March 31, 2013

	 	· · · · · · · · · · · · · · · · · · ·
Creditors in respect of goods and services (Note a)	167,484,010	77,130,130
TOTAL	167,484,010	77,130,130

- The Company has not received any intimation on suppliers regarding their status under the Micro, Small and Medium Enterprise Development (MSMED) Act, 2006 and hence disclosures as required under Section 22 of The Micro, Small and Medium Enterprise Small Enterprise regarding:
 - (a) Amount due and outstanding to suppliers as at the end of accounting year;
 - (b) Interest paid during the year;
 - (c) Interest payable at the end of the accounting year; and
 - (d) Interest accrued and unpaid at the end of the accounting year

have not been given. The Company is making efforts to get the confirmations from the suppliers as regards their status under the said act.

10 Other Current Liabilities

An	nount in Rs	
	As at	
March 31, 20	14 March	1 31, 2013

	and the state of t	
Current maturities of long-term borrowings (Note 5)	_	222,587
Advance From Customers	171,726,782	58,244,912
Investor Education and Protection Fund shall be credited by the		30,211,312
following amount namely: @	,	
Unpaid dividends	78,270	78.270
Statutory Dues	1,518,012	4,918,721
Payable in respect of Employee dues	6,318,691	5,947,915
Others	285,966	307,374
TOTAL	179,927,721	69,719,779

There are no amounts due for payment to Investor Education and Protection Fund under Section 205C of the Companies Act, 1956 as at the year end.



11 Tangible Assets

		GROSS	BLOCK			DEPRECIATION	ATION		NET BLOC	BLOCK
Particular	As on 01.04,2013	Additions	Disposals	As on 31,03,2014	As on 01.04.2013	For the year	Deductions	As on 31.03.2014	As on 31.03.2014	As on 31.03.2013
Leasehold Land (Note a)	141,132	•	1,195	139,937	•	•	•	•	139,937	141,132
Own Assets										
Freehold Land	217,000	. 1	•	217,000	•	. 1		•	217,000	217,000
Bulldings	90,295,451	1,046,682		91,342,133	14,552,353	2,707,293		17,259,646	74,082,487	75,743,098
Plant and Equipments	234,099,300	6,377,368	344,571	240,132,097	99,422,903	15,915,038	329,648	115,008,293	125,123,804	134,676,397
Furniture and Fixtures	8,743,379	333,700	173,995	8,903,084	4,395,095	361,824	26,920	4,729,999	4,173,085	4,348,284
Office Equipments	3,056,683	50,165	•	3,106,848	1,470,217	130,178	,	1,600,395	1,506,453	1,586,466
Vehicles	8,050,360	1	1,168,932	6,881,428	1,839,910	695,527	525,146	2,010,291	4,871,137	6,210,450
TOTAL	344,603,305	7,807,915	1,688,693	350,722,527	121,680,478	19,809,860	881,714	140,608,624	210,113,903	222,922,827
Previous Year	340,324,412	5,808,221	1,529,328	344,603,305	102,298,100	19,738,916	356,538	121,680,478	222,922,827	238,026,312

a Amortization of Leasehold Land is shown as disposals.

12 Intangible Assets

									Amount in Rs.	t in Rs.
		GROSS	GROSS BLOCK			AMORTISATION	SATION		NET BLOCK	LOCK
Particular	As on 01.04.2013	Additions	Disposals	As on 31.03.2014	As on 01.04.2013	For the year Deductions	Deductions	As on 31 03 2014	As on 21 03 2014	As on
Own Assets								107:00:00	1103.50.10	31.03.5013
Computer Software	8,083,751	855,361		8,939,112	5,774,426	996,658	1	6,771,084	2,168,028	2,309,325
Technical Knowhow	2,065,978	1	1	2,065,978	103,299	413,196		516,495	1,549,483	1,962,679
Drawings	100,000	•	•	100,000	100,000		t.	100,000	· .	
TOTAL	10,249,729	855,361	1	11,105,090	5,977,725	1,409,854	ı	7,387,579	3.717.511	4.272.004
Previous Year	6,084,587	4,165,142		10,249,729	5,538,414	439,311		5.977 775	4 272 004	546 173

Loans and Advances		Term	Short	Term
(Unsecured, Considered good unless other	wise A:	s At	As	At
stated)	March 31, 2014	March 31, 2013	March 31, 2014	March 31, 2013
		<u> </u>		<u> </u>
Security Deposits	2,082,200	2,082,200	142,470	341.875
MAT Credit Entitlement		6,152,000	- 1.2,1.7	341,073
Prepaid Expenses			2,758,320	668.752
Advances recoverable in cash or kind	299,181	345,452	41,650,361	10,117,404
TOTAL	2,381,381	8,579,652	44,551,151	11,128,031

•	Inventories	· · · · · · · · · · · · · · · · · · ·	nt in Rs.
		March 31, 2014	March 31, 2013
	Raw Materials In Transit Work-in-Progress Finished Goods Stores and Spares	123,064,865 94,173,835 154,485,808 5,627,254 6,998,701	41,887,837 - 69,979,708 24,737,196 4,915,057
:	TOTAL	384,350,463	141,519,798

Details of Inventory	Amoun	t in Rs.
	As	at
	March 31, 2014	March 31, 2013
Work-in-Progress	1	·
Chemical and Pharmaceutical Machineries	142,022,885	68,397,939
Industrial Centrifuges	12,462,923	1,581,769
TOTAL		
IOAL	154,485,808	69,979,708
Finished Goods		
Chemical and Pharmaceutical Machineries	5,487,685	24,548,100
Industrial Centrifuges	139,569	189,096
TOTAL	5,627,254	24,737,196

Trade Receivables (Unsecured, considered good unless otherwise stated)					t in Rs. at
				March 31, 2014	March 31, 2013
Outstanding for a period exceeding six months from the they are due for payment	date			19,373,639	14,378,259
Others			7	438,564,112	236,372,336
TOTAL		. 2		457,937,751	250,750,595

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	Amour	
	March 31, 2014	s at March 31, 2013
Cash and Cash Equivalents:		
Lasii and Casii Equivaletits.		
Cash on Hand	153,356	70,30
Foreign Currency on Hand	41,413	
Balances with Banks		
In Current Account		i
In Unpaid Dividend Accounts	78,270	78,27
	78,270	78,27
	273,039	148,57
Other Bank Balances		
Deposits held as Margin Money (Under lien with Bank against Bank Guarantee)	42,450,000	24,121,44
	42,450,000	24,121,44
TOTAL	42,723,039	24,270,01
		,
Other Current Assets	Amou	nt in Rs.
		at
	March 31, 2014	March 31, 201
xport Incentive Receivable	6,250,786	<u> </u>
TOTAL	6,250,786	<u>-</u>
	A-may-	nt in Rs.
Contingent Liabilities		at
Contingent Liabilities to the extent not provided for)	Δα	
Contingent Liabilities to the extent not provided for)		
to the extent not provided for)	As March 31, 2014	March 31, 2013
to the extent not provided for) Claims against the company not acknowledged as debt	March 31, 2014	March 31, 2013
to the extent not provided for) Claims against the company not acknowledged as debt Guarantees given by Banks on behalf of Company (Note a)		
to the extent not provided for) Claims against the company not acknowledged as debt Guarantees given by Banks on behalf of Company (Note a) Disputed Demands in respect of	March 31, 2014	March 31, 2013
to the extent not provided for) Claims against the company not acknowledged as debt Guarantees given by Banks on behalf of Company (Note a)	March 31, 2014	March 31, 2013 300,273,11 637,04
to the extent not provided for) Claims against the company not acknowledged as debt Guarantees given by Banks on behalf of Company (Note a) Disputed Demands in respect of Excise Duty	March 31, 2014	March 31, 2013

	:			Amoun	t in Rs.
Revenue from Operations		•		Year	ended
	•			March 31, 2014	March 31, 2013
Sale of products :					
Finished Goods				1,103,400,790	720,395,475
Less: Late Delivery Charges		. *		914,423	421,143
Other operating revenues				1,102,486,367	719,974,332
Job Work Charges				9,592,240	39,755,140
Scrap Sales			4	9,790,970	33,580.80
Export Incentive				12,013,815	33,360,600
		• .		31,397,025	73,335,948
TOTAL				1,133,883,392	793,310,280
				Amoun	t in Rs.
Details of Sales/Services				Year e	ended
				March 31, 2014	March 31, 2013
Chemical and Pharmaceutical I	Machineries			1,060,789,608	692,206,028
Industrial Centrifuges			100	30,259,681	16,674,74
Others				12,351,501	11,514,700
	,		and the second second	1,103,400,790	720,395,475
Less : Late delivery charges	•			914,423	421,143
TOTAL				1,102,486,367	719,974,332
• •				Amount	in Rs.
Other Income		·	•	Year e	
				March 31, 2014	
Interest Income			<u> </u>	T	
Bank Deposits					
Others				2,617,090	1,760,586
Sundry Credit balance apportion	ned			5,234,917 315,421	1,541,144
Provision no longer required		•		134,326	497,966
Exchange Difference (Net)				134,320	1,651,789
Surplus in Sale of Fixed Assets	(Net)			860,240	13,971
Others	•		1	2,462,078	1,558,097
TOTAL					

		* -			Amou	nt in Rs.
Cost of materials consu	med				Year	ended
					March 31, 2014	March 31, 201
Raw Materials including Pa	akina Matariala					
Stock at the commenceme					41 007 027	
Purchases					41,887,837	,,
Pulcilases					736,480,930	
				•	778,368,767	
Less: Stock at Close	· · · · · · · · · · · · · · · · · · ·				123,064,865	41,887,83
TOTAL					655,303,902	403,036,36
				,	•	
Details of Consumption			1.0			
betails of consumption						
(i) Consumption of Raw	Materials		•		Amous	nt in Rs.
						ended
				A STATE OF THE STATE OF	March 31, 2014	
Metal Sheets and Plates					171,692,255	207,496,12
Metal Pipes and Tubes					233,455,715	59,667,57
Structural Materials			•		4,729,379	8,216,19
Welding Electrodes			•		24,265,067	27,864,83
Components			•		221,161,486	99,791,63
	•				221,101,400	33,731,03
TOTAL					655,303,902	403,036,36
			* ,			
Z113. 4.4. P					<u> </u>	
(ii) Value of imported ar	na indigenous n	naterials c	onsumed			nt in Rs.
		•				ended
					March 31, 2014	<u>: магсп 31, 201</u>
Imported					113,069,164	27,874,78
ž.					17.25%	
Indigenous					542,234,738	
			•			375,161,5
TOTAL					82.75%	
TOTAL					655,303,902	403,036,36
TOTAL						403,036,36
	eri.	عد ف بد			655,303,902 100%	403,036,36 100
TOTAL Changes in Inventories	of Finished Goo	ds & Work	-in-progre	ss	655,303,902 100% Amoun	403,036,36 100 It in Rs.
	of Finished Goo	ds & Work	-in-progre	ss	655,303,902 100% Amoun Year	403,036,36 100 at in Rs. ended
	of Finished Goo	ds & Work	-in-progre	SS	655,303,902 100% Amoun	403,036,36 100 at in Rs. ended
Changes in Inventories of the control of the contro	stocks	ds & Work	-in-progre	SS	655,303,902 100% Amoun Year	403,036,36 100 at in Rs. ended
Changes in Inventories (Increase)/Decrease in Stock at the end of the yea	stocks	ds & Work	-in-progre	ss	655,303,902 100% Amoun Year	403,036,36 100 at in Rs. ended
Changes in Inventories of (Increase)/Decrease in Stock at the end of the year Finished Goods	stocks	ds & Work	-in-progre	SS	655,303,902 100% Amoun Year	403,036,36 100 at in Rs. ended March 31, 201
Changes in Inventories (Increase)/Decrease in Stock at the end of the yea	stocks	ds & Work	-in-progre	ss	655,303,902 100% Amoun Year March 31, 2014	403,036,36 100 at in Rs. ended March 31, 201
Changes in Inventories of (Increase)/Decrease in Stock at the end of the year Finished Goods	stocks	ds & Work	-in-progre	SS	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808	403,036,36 100 et in Rs. ended March 31, 201 24,737,19 69,979,70
Changes in Inventories of (Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress	stocks ar	ds & Work	-in-progre	SS	655,303,902 100% Amoun Year March 31, 2014	403,036,36 100 et in Rs. ended March 31, 201 24,737,19 69,979,70
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress	stocks ar	ds & Work	-in-progre	ss	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062	403,036,36 100 et in Rs. ended March 31, 201 24,737,19 69,979,70
Changes in Inventories of (Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress	stocks ar	ds & Work	-in-progre	SS	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062	403,036,36 100 at in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods	stocks ar	ds & Work	-in-progre	SS .	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196	403,036,36 100 at in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90 17,537,98
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress	stocks ar	ds & Work	-in-progre	ss	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708	403,036,36 100 at in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90 17,537,98 77,692,44
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods	stocks ar	ds & Work	-in-progre	ss	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196	403,036,36 100 at in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90 17,537,98 77,692,44
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods Work in Progress	stocks ar he year		-in-progre	ss	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708	403,036,36 100 It in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90 17,537,98 77,692,44 95,230,43
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods	stocks ar he year		-in-progre	SS	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708	403,036,36 100 It in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90 17,537,98 77,692,44 95,230,43
Changes in Inventories of (Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods Work in Progress Excise Duty in Value of Stock	stocks ar he year ck - Increase / (D		-in-progre	ss	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708 94,716,904	403,036,36 100 It in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90 17,537,98 77,692,44 95,230,43 (317,13
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods Work in Progress	stocks ar he year ck - Increase / (D		-in-progre	ss	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708	403,036,36 100 It in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90 17,537,98 77,692,44 95,230,43 (317,13
Changes in Inventories of (Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods Work in Progress Excise Duty in Value of Stock	stocks ar he year ck - Increase / (D		-in-progre	ss	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708 94,716,904	403,036,36 100 It in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90 17,537,98 77,692,44 95,230,43 (317,13
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods Work in Progress Excise Duty in Value of Stock (Increase)/Decrease in	stocks ar he year ock - Increase / (D stocks		-in-progre	ss	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708 94,716,904 (65,396,158)	403,036,36 100 It in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90 17,537,98 77,692,44 95,230,43 (317,13 196,397
Changes in Inventories of (Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods Work in Progress Excise Duty in Value of Stock	stocks ar he year ock - Increase / (D stocks		-in-progre	ss	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708 94,716,904 (65,396,158) Amoun	403,036,36 100 It in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90 17,537,98 77,692,44 95,230,43 (317,13 196,397 t in Rs.
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods Work in Progress Excise Duty in Value of Stock (Increase)/Decrease in	stocks ar he year ock - Increase / (D stocks		-in-progre	SS	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708 94,716,904 (65,396,158) Amoun Year	403,036,36 100 It in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90 17,537,98 77,692,44 95,230,43 (317,13 196,397 t in Rs. ended
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods Work in Progress Excise Duty in Value of Stock (Increase)/Decrease in	stocks ar he year ock - Increase / (D stocks		-in-progre	SS	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708 94,716,904 (65,396,158) Amoun	403,036,36 100 It in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90 17,537,98 77,692,44 95,230,43 (317,13 196,397 t in Rs. ended
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods Work in Progress Excise Duty in Value of Stock (Increase)/Decrease in Employee Benefits Expense	stocks ar he year ock - Increase / (D stocks		-in-progre	SS	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708 94,716,904 (65,396,158) Amoun Year e March 31, 2014	403,036,366 1000 It in Rs. ended March 31, 201: 24,737,196 69,979,706 94,716,906 17,537,986 77,692,441 95,230,433 (317,133 196,397 In Rs. ended March 31, 2013
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods Work in Progress Excise Duty in Value of Stock (Increase)/Decrease in Employee Benefits Expensions	stocks ar he year ick - Increase / (D stocks	Decrease)	-in-progre	SS	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708 94,716,904 (65,396,158) Amoun Year 6 March 31, 2014	403,036,36 100 It in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90 17,537,98 77,692,44 95,230,43 (317,13 196,397 t in Rs. ended March 31, 2013
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods Work in Progress Excise Duty in Value of Stock (Increase)/Decrease in Employee Benefits Expensions and Wages Contribution to Provident Finished Finished Goods	stocks ar he year ick - Increase / (D stocks	Decrease)	-in-progre	SS	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708 94,716,904 (65,396,158) Amoun Year March 31, 2014 65,036,011 2,857,900	403,036,36 100 It in Rs. ended March 31, 201 24,737,19 69,979,70 94,716,90 17,537,98 77,692,44 95,230,43 (317,13 196,397 t in Rs. ended March 31, 2013 59,314,736 3,482,138
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods Work in Progress Excise Duty in Value of Stock (Increase)/Decrease in Employee Benefits Expensions	stocks ar he year ick - Increase / (D stocks	Decrease)	-in-progre	SS	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708 94,716,904 (65,396,158) Amoun Year 6 March 31, 2014	403,036,366 1009 It in Rs. ended March 31, 2013 24,737,196 69,979,706 94,716,906 17,537,986 77,692,441 95,230,433 (317,133 196,397 t in Rs.
(Increase)/Decrease in Stock at the end of the year Finished Goods Work in Progress Stock at the beginning of the Finished Goods Work in Progress Excise Duty in Value of Stock (Increase)/Decrease in Employee Benefits Expensions and Wages Contribution to Provident Finished Finished Goods	stocks ar he year ick - Increase / (D stocks	Decrease)	-in-progre	ss	655,303,902 100% Amoun Year March 31, 2014 5,627,254 154,485,808 160,113,062 24,737,196 69,979,708 94,716,904 (65,396,158) Amoun Year March 31, 2014 65,036,011 2,857,900	403,036,366 1009 It in Rs. ended March 31, 2013 24,737,196 69,979,706 94,716,906 17,537,986 77,692,441 95,230,433 (317,132 196,397 t in Rs. ended March 31, 2013 59,314,736 3,482,138

• •						
Finance Costs			."		Amour	it in Rs.
						ended
	* * * * * * * * * * * * * * * * * * *			1, 1	March 31, 2014	March 31, 201
			•		7141411 027 2027	1101 CH 51, 203
Interest	<u> </u>				1	
On Term Loans		4			7,611	2,647,10
On Cash Credit Facilities					6,162,201	7,792,80
Others					59,376	2,228,54
Other borrowing cost		7	V		1	
Calci borrowing cost		•			3,035,211	5,249,4
TOTAL					9,264,399	17,917,89
· · · · · · · · · · · · · · · · · · ·				-	. 2,20 .,033	17,517,05
Depreciation / Amortization I	Expense	:				t in Rs.
					March 31, 2014	ended
			:		March 31, 2014	March 31, 201
Amortization of Leasehold land					1,195	1,19
Depreciation on Tangible assets					19,809,860	19,738,91
Amortization on Intangible assets	5				1,409,854	439,31
	<u> </u>		-	· .		
TOTAL					21,220,909	20,179,42
· · · · · · · · · · · · · · · · · · ·		5			•	
Other Expenses		•			Amoun	t in Rs.
		* * * * * * * * * * * * * * * * * * * *			Year e	ended
				100	March 31, 2014	March 31, 201
Stores Congressed		· · · · · · · · · · · · · · · · · · ·		<u> </u>		
Stores Consumed Power and Fuel					23,877,549	21,992,66
					11,133,826	10,466,11
Job Work Charges				100	73,391,519	74,262,16
Rent					494,010	75,86
Rates and Taxes					3,628,714	1,872,08
Postage and Courier Charges			• • •			
			1		206,444	197,41
Computer expenses	· .	•	the section of the se		823,448	790,01
Drawing and Drafting Charges		*	4		1,014,200	1,470,93
Security Charges		, '			1,320,810	1,173,12
Printing Stationery and Xerox cha	arges /				1,712,127	2,144,04
Insurance		the second second			1,235,754	825,02
Building Repairs						
Last the second section					4,065,197	5,817,81
Machinery Repairs	•				11,226,756	9,540,06
Other Repairs					2,209,657	2,103,13
Freight, Octroi etc.	• .			· ·	18,588,140	8,078,96
Brokerage and Commission		1.0		. 1	,555,215	77,70
Communication Expenses					506 704	
					506,704	442,56
Payments to the auditor as		+ +				
(a) auditor					220,000	220,00
(b) for tax audit		7	Alleria de la compa		70,000	60,00
(c) for certifications	4	the same of the transfer			134,000	. 157,00
(d) for reimbursement of exp	ienses	4.0			11,880	
Legal and Professional Fees	,		1		11,000	9,98
	100			. '	3,349,497	1,407,41
Retainership Fees					2,824,437	3,851,55
Directors' Fees					120,000	120,00
Travelling Expenses	•	and the second			3,477,937	3,569,69
Inspection Charges					5,892,862	3,900,38
Sundry Debit Balance Written Off	ı ^{† ‡}	and the second				
	٠	1.5			26,768	795,08
Exchange Rate Difference(Net)				'	6,658,168	
Loss of Sales of Fixed Assets	1					326,48
Bank Charges			1.5		11,586,665	6,887,71
Royalty		4.00			140,000	
Miscellaneous Expenses			Fig.		2,641,624	3,044,46
TOTAL					192,588,693	165,679,46
(ii) Value of imported and inc	diagnous enarge	concurred			A	
(11) value of hillported and inc	ngenous spares (Lonsunea			Amount Year e	
		•				March 31, 2013
Imported						· · · · · · · · · · · · · · · · · · ·
					0.00%	0.00
Indigenous			• .	, [9,552,693	6,707,98
					100.00%	100.00
TOTAL					9,552,693	
1				1	3,332,093	6,707,98

/ ad

27 CIF Value of Imports

Amount in Rs.					
Year	Year ended				
March 31, 2014	March 31, 2013				

Raw Materials		125,680,272	23,949,948
i			

28	Expenditure in Foreign Currency		Amount in Rs.
			Year ended
		•	March 31, 2014 March 3
	14 1 1 6		

·	L. L	<u>rear ended</u>	
		March 31, 2014	March 31, 2013
Manahayahia faca			
Membership fees		1,000,188	884,706
Technical Know-how	•	-	2,065,978
Travelling		173,953	-
Others		1,029,369	37,083

29 Earning in Foreign Currency

Amount in Rs.					
Year	Year ended				
March 31, 2014 March 31, 2013					

Export of goods calculated on F.O.B. basis		346,343,131	76,146,130
<u> </u>	•		1



30 Employee Benefits

(A) Defined Benefit Plans:

(a) Leave Encashment/Compensated Absences Salaries and wages include Rs. 838,352 (Previous year Rs. 1,209,359) towards provision made as per actuarial valuation in respect of accumulated leave encashment/compensated absences.

(b) Contribution to Gratuity Funds

Disclosure for defined benefit plans based on actuarial reports as on March 31, 2014. Expenses recognised for the year ended on March 31, 2014 (included in Note 23 to the Statement of Profit and Loss).

Particulars	2045 4 5	
Change in the Benefit Obligations :	2013-14	2012-13
Liability at the beginning of the year	4.007.705	
Interest Cost	4,093,232	3,846,428
Current Service Cost	337,692	326,946
Benefits Paid	751,613	700,024
Actuarial Loss/(Gain)	(992,751)	(1,673,547)
Liability at the end of the year	(1,181,233)	893,381
Fair Value of Plan Assets :	3,008,553	4,093,232
Fair Value of Plan Assets: Fair Value of Plan Assets at the beginning of the year		
Adjustment of earlier year	4,460,533	4,833,288
Expected Return on Plan Assets	-	
Contributions	379,145	410,829
	690,573	1,016,236
	(992,751)	(1,673,547)
Actuarial gain/(loss) on Plan Assets	(39,464)	(126,273)
Fair Value on Plan Assets at the end of the year	4,498,036	4,460,533
Total Actuarial (Loss) /Gain to be recognized	1,141,769	(1,019,654)
Actual Return on Plan Assets :		·
Expected Return on Plan Assets	379,145	410,829
Actuarial gain/(loss) on Plan Assets	(39,464)	(126,273)
Actual Return on Plan Assets	339,681	284,556
Amount Recognized in the Balance Sheet:		
Liability at the end of the year	3,008,553	4,093,232
Fair Value of Plan Assets at the end of the year	4,498,036	4,460,533
Amount recognized in the Balance Sheet under (Provision for Employee	1,489,483	367,301
Benefits)/ Adavance recoverable in cash or kind	<u> </u>	
Expense Recognized in the Statement of Profit and Loss:		, ii
Interest Cost	337,692	326,946
Current Service Cost	751,613	700,024
Expected Return on Plan Assets	(379,145)	(410,829)
Net Actuarial loss/(gain) to be recognized	(1,141,769)	1,019,654
Expense recognized in the Statement of Profit and Loss under Employee	(431,609)	1,635,795
Benefits Expense		
Reconciliation of the Liability Recognized in the Balance Sheet:		
Opening Net Liability	(367,301)	(986,860)
Expense Recognized	(431,609)	1,635,795
Contribution by the Corporation	(690,573)	(1,016,236)
Amount recognized in the Balance Sheet under "Provision for Employee	(1,489,483)	(367,301)
Benefits "	(27,1037,1037)	(307,301)
Experience Adjustment		· · · · · · · · · · · · · · · · · · ·
Experience adjustments on plan liabilities(Gain)/Loss	(838,726)	812,766
Experience adjustments on plan Assets Gain/(Loss)	(39,464)	(126,273)
Discount rate (%)	9.31	8.25
Estimated rate of return on plan assets (%)	8.70	8.50
Salary escalation (%)	8.00	8.00
Retirement age	58	
recirement age	58	58

(B) Defined Contribution Plan:

An amount of Rs. 3,292,304/~ (Previous year Rs. 3,005,519/-) is recognised as expense and included in the Note 23 "Contribution to Provident and Other Funds" in the Statement of Profit and Loss.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, Seniority, promotion and other relevant factors, such as supply and demand in the employment market. Mortality rates are obtained from the relevant data of Life Insurance Corporation of India.

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31 Earning Per Share (EPS):

Ą	mount	<u>in l</u>	₹s.,	<u>unies</u> s	other	wise	stated
1			,	Year er	ıded		

	М	arch 31, 2014	March 31, 2013
Profit for the year available to equity shareholders	Rs.	112,553,414	49,390,645
Basic/Weighted average no. of Equity Shares	Nos.	340,000	340,000
Nominal value of Equity Shares	Rs.	100	100
Basic/Diluted Earning Per Share	Rs.	331.04	145.27

32 Segment Reporting

The company is primarily engaged in the business of Engineering, which in the context of Accounting Stanard 17 on "Segment Reporting" notified by Companies (Accounting Standards) Rules, 2006, constitutes a single reportable primary segment.

b Secondary Segment (Geographical by Customers)

		•			Amour	nt in Rs.
	-		7		Year	ended
* ************************************					March 31, 2014	March 31, 2013
	25.50					·
Segment Revenue					· ·	
a) In India	•				699,608,425	658,324,385
b) Outside India					346,343,131	76,146,130
Total Sales	100	•			1,045,951,556	734,470,515
Carrying Cost of A	ssets by	location of Asse	ts			
a) In India				Marine Brown and Control	1,028,770,310	631.543.068
b) Outside India					123,255,675	32,332,347
Total					1,152,025,985	663,875,415
Addition to Assets			•			
a) In India		and the second second		100	8,230,786	10.405.853
b) Outside India					- 1	
Total	100				8,230,786	10,405,853



33 Related Party Disclosures:

As per the Accounting Standard on "Related Party Disclosures" (AS 18) notified by Companies (Accounting Standards) Rules, 2006, the related parties of the Company are as follows :

a List of Related Parties & Nature of Relationship:

Arvind Limited	Holding Company	
Arvind Accel Limited	Fellow Subsidiary	
Asman Investments Limited	Fellow Subsidiary	

b Related Party Transactions:

	Amoun			
Nature of Transactions	Year ended			
	March 31, 2014	March 31, 2013		
Purchase				
Arvind Limited	355,845	453,775		
Sale				
Arvind Limited	-	1,592,702		
Loan Taken	-			
Arvind Limited	_	150,000,000		
Loan Repaid				
Arvind Limited	-	150,000,000		
Interest Expense				
Arvind Limited	-	2,044,109		
Receivable in respect of Current Assets				
Arvind Accel Limited	82,352	82,352		
Payable in respect of Current Liabilities				
Arvind Limited	599,662	607,869		
Payable in respect of Loan				
Asman Investments Limited	8,502,509	8,502,509		

34 Unhedged Foreign Currency Exposures at the Reporting Date:

Amount in Rs.

Particulars	Year e	ended
	March 31, 2014	March 31, 2013
Payable for purchase of goods	13,046,611	-
Receivable on sale of goods	123,255,675	• -
		•

- 35 In the opinion of the Board, all assets other than fixed assets have a value on realization in the ordinary course of business at least equal to the amount at which they are stated except for reconciliation adjustments in respect of some of the payables and receivables.
- 36 Previous year's figures have been regrouped wherever necessary.

As per our report of even date attached

For Sorab S. Engineer & Co. Firm Registration No. 110417W

Chartered Accountants

CA Chokshi Shreyas B.

Partner

Membership No. 100892

Ahmedabad May 3, 2014 Directors

Sirectors

Part-IV of Schedule VI of Companies Act, 1956 (As amended) Balance Sheet Abstract and Company's

General Business Profile

I.	Registration	Details	:
----	--------------	---------	---

Registration No.
State Code :
Balance Sheet Date :

001170 04 31.03.2014

II. Capital Raised during the Year

Public Issue Right Issue Bonus Issue Private Placement

(Rs.in	Lacs)
	NIL
	NIL
	NIL
	NIL

III. Position of Mobilisation and Deployment of Funds

Total Liabilities Total Assets 11520.26 11520.26

Sources of Funds:

Paid-up Capital Reserve and Surplus Secured Loans Unsecured Loans Deferred Tax Liabilities (Net)

	340.00
	4566.54
	2343.71
	85.02
	299.38

Application of Funds:

Net fixed Assets Investments Net Current Assets Misc.Expenditure Accumulated Losses

	2138.31
	-
•	9381.95
	-
-	-

IV. Performance of Company

Turnover (Incl.other income)
Total Expenditure
Profit before Tax
Profit after Tax
Earning Per Share in Rs.
Dividend Rate %

<u> </u>
10575.76
8841.07
1734.69
1125.53
331.04

V. Generic Names of Three Principal Products/Services of Company (as per monetary terms)

Item Code No.(ITC Code)
Product Description
Item Code No.(ITC Code)
Product Description
Item Code No.(ITC Code)
Product Description

841989.01
Pressure Vessels, Reactors
842119.02 and 842119.07
Centrifuges
731100.09
Chlorine Containers