

GOVIND RUBBER LIMITED

Regd. Office: 418, CREATIVE Industrial Estate, 72, N.M.Joshi Marg, Lower Parel, Mumbai - 400 011. Tel +91-22-23091784, Fax +91-22-23092296
CIN NO. L25110MH1985PLC036320, Email ID - info@grtires.com, website - www.grtires.com

Rs. In Lacs

AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31st MARCH, 2014

PARTICULARS	STANDALONE				CONSOLIDATED		
	QUARTER ENDED		YEAR ENDED		YEAR ENDED		
	(Audited)	(Unaudited)	(Audited)	(Audited)		(Audited)	
	31.03.14	31.12.13	31.03.13	31.03.14	31.03.13	31.03.14	31.03.13
PART-I							
a) Net sales/Income from Operation (Net of excise duty)	12478	9515	12596	40696	40706	40941	40871
b) Other Income	-	-	24	38	64	38	64
Total Income From Operation (Net)	12478	9515	12620	40734	40770	40979	40935
Expenditure							
a. Cost of Material Consumed	6495	6886	6516	25360	25953	25519	26089
b. Purchase of Stock in Trade	3	4	251	113	493	117	494
c. Changes in Inventories of finished goods, stock in trade and Work In Progress	1620	(1562)	1682	(271)	(194)	(268)	(211)
d. Employee Benefit Expenses	900	840	867	3283	3046	3457	3194
e. Depreciation	107	67	73	326	288	339	323
f. Other expenditure	2781	2789	3651	10117	9325	10226	9456
Total Expenditure	11906	9024	13040	38928	38911	39390	39345
Profit from Operations before other Income & Finance Costs	572	491	(420)	1806	1859	1590	1590
Other Income	148	9	56	177	107	160	107
Profit from ordinary activities before finance cost	720	500	(364)	1983	1966	1750	1697
Interest & Finance Cost	550	482	511	1970	1760	1990	1773
Profit from ordinary activities after finance cost	170	18	(875)	13	206	(240)	(76)
Tax Expenses (Refer note 6)	(15)	-	(154)	(15)	50	(15)	50
Net Profit from ordinary activities after Tax	185	18	(721)	28	156	(225)	(126)
Paid-up Equity Share Capital (Face value of Rs. 10/- each)	2184	2184	2184	2184	2184	2184	2184
Reserve Excluding Revaluation Reserve	-	-	-	1037	1,008	219	582
Earning Per Share (Basic & Diluted) - Rs. (Not annualised)	0.85	0.08	(3.30)	0.13	0.71	(1.03)	(0.58)
Public Shareholding							
- Number of Shares	10162967	10162967	10080582	10162967	10080582	10162967	10080582
- Percentage of Shareholding	46.54	46.54	46.16	46.54	46.16	46.54	46.16
PART-II:							
PARTICULARS OF SHARE HOLDING							
Promoters and Promoter Group Shareholding							
(a) Pledged/ Encumbered							
Number of shares	4502140	4502140	4584525	4502140	4584525	4502140	4584525
Percentage of share (as a % of the total shareholding of promoter and promoter group)	38.56	38.56	38.99	38.56	38.99	38.56	38.99
Percentage of share (as a % of the total share capital of the company)	20.61	20.61	20.99	20.61	20.99	20.61	20.99
(b) Non-encumbered							
Number of Shares	7173355	7173355	7173355	7173355	7173355	7173355	7173355
Percentage of share (as a % of the total shareholding of promoter and promoter group)	61.44	61.44	61.01	61.44	61.01	61.44	61.01
Percentage of share (as a % of the total share capital of the company)	32.85	32.85	32.85	32.85	32.85	32.85	32.85
B INVESTOR COMPLAINTS							
- Pending at the beginning of the quarter			Nil				
- Received during the quarter			Nil				
- Disposed of during the quarter			Nil				
- Remaining unresolved at the end of the quarter			Nil				

NOTES:

REF. NO.

**INDEPENDENT AUDITORS' REPORT
TO THE SHAREHOLDERS OF GOVIND RUBBER LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of Govind Rubber Limited ("the Company") which comprise the Balance Sheet as at 31st March 2014, the Statement of Profit and 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 notified under the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13 September 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.

Auditors' 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 controls 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.

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:



- (i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2014;
- (ii) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- (iii) 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

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order"), as amended, 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 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 read with the General Circular 15/2013 dated 13st September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013; and
 - e. on the basis of written representations received from the directors as on 31st March 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.



Place : Mumbai
Date : 30th May, 2014

For and on behalf of
JAYANTILAL THAKKAR & CO.
Chartered Accountants
(Firm Reg. No. 104133W)

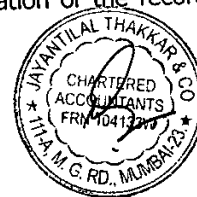

(C. V. THAKKER)
Partner

Membership No. 006205

ANNEXURE TO INDEPENDENT AUDITORS' REPORT

(Annexure referred to in paragraph 1 under the heading of 'Report on Other Legal and Regulatory Requirements' of our report of even date.)

- i) a] The Company has maintained proper records showing full particulars, including quantitative details and the situation of its fixed assets.
 - b] Fixed Assets have been physically verified by the management during the year. In our opinion, the frequency of verification of the fixed assets by the management is reasonable having regard to the size of the Company and the nature of its assets. The discrepancies noticed have been properly dealt with in the books of accounts.
 - c] The assets disposed off during the year are not significant and therefore do not affect the going concern assumption.
- ii) a] The inventory other than that with third parties have been physically verified by the management at reasonable intervals. There is a process of obtaining confirmation in respect of inventory with the third parties.
 - b] In our opinion and according to the information and explanations given to us, the procedures for physical verification of inventory followed by the management were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - c] In our opinion the Company has maintained proper records of inventory. The discrepancies between the physical stocks and the book stocks were not material and have been properly dealt with in the books of account.
- iii) The Company has neither granted nor taken any loans, secured or unsecured, to/from companies, firms or other parties covered in the register maintained under Section 301 of the Act. Consequently, clauses (iii)b,(iii)c,(iii)d,(iii)f and (iii)g of the order are not applicable.
- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchases of inventory and fixed assets and for the sales 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) In our opinion, and according to the information and explanations given to us, there are no contracts and arrangements the particulars of which need to be entered into the register maintained under Section 301 of the Act.
- vi) The Company has not accepted any deposits from the public.
- vii) In our opinion, the Company has internal audit system commensurate with the size of the Company and nature of its business.
- viii) We have broadly reviewed, without carrying out a detailed examination, the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under Section 209 (1) (d) of the Act and are of the opinion that prima facie the prescribed accounts and records have been maintained. We have not however, made detailed examination of the records with a view to determining whether they are accurate or complete.



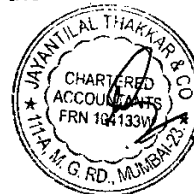
- ix) a) According to the records and as per information and explanations provided to us, the Company has been generally regular in depositing with appropriate authorities undisputed amount of provident fund, investor education protection fund, employees state insurance, income tax, sales tax, service tax, custom duty, excise duty, cess and other statutory dues applicable to it.

According to the information and explanations given to us, except rubber cess of Rs. 61.60 Lacs due and payable before 30th September, 2013, no undisputed amounts payable in respect of income-tax, sales-tax, wealth-tax, service tax, customs duty and excise duty were in arrears, as at 31st March, 2014, for a period of more than six months from the date they became payable.

- b) According to the information and explanations given to us, there are no dues of income-tax, wealth-tax, sales-tax, customs duty, excise duty and cess which have not been deposited on account of any dispute, except as stated below :

Sr. No.	Name of the Statute	Nature of dues	Financial Year to which the matter pertains	Forum where dispute is pending	Amount (Rs. in lacs)
1	Central and State Sales Tax Acts	Sales Tax	2001-2002	AETC (Appeal), Ludhiana	0.98
2	Central and State Sales Tax Acts	Sales Tax	2006-2007	AETC (Appeal), Ludhiana	2.70
3	Central and State Sales Tax Acts	Sales Tax	2007-2008	AETC (Appeal), Ludhiana	2.55
4	Central and State Sales Tax Acts	Sales Tax	2009-2010	AETC (Appeal), Ludhiana	0.45
5	The Central Excise Act	Excise Duty	1993-1994	Supreme Court	15.11
6	Punjab State Electricity Regulatory Commission	Electricity	2008-2009	High Court, Chandigarh	80.76
7	Excise & Taxation Charge	Entry Tax	2011-12	High Court	46.23
8	Excise & Taxation Charge	Entry Tax	2012-13	High Court	24.81

- x) In our opinion, the accumulated losses of the Company at the end of the financial year are not more than fifty percent of its net worth. The Company has not incurred cash losses during the financial year and in the immediately preceding financial year.
- xi) Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions or banks except Rs. 244.07 Lacs payable to Institutions/Banks. The Company has since paid total amount after 31st March 2014.
- xii) In our opinion and according to the information and explanations given to us, no loans and advances have been granted by the Company on the basis of security by way of pledge of shares, debentures and other securities.



- xiii) The Company is not a chit/nidhi/mutual benefit fund/society and clause 4 (xiii) of the Order is not applicable.
- xiv) The Company is not dealing or trading in shares, securities, debentures and other investments and clause 4 (xiv) of the order is not applicable.
- xv) On the basis of the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- xvi) The Company has not raised any new term loan from banks. The term loans outstanding at the beginning of the year were applied for the purposes for which they were raised.
- xvii) According to the information and explanations given to us and on an overall examination of the balance sheet and other records of the Company, we are of the opinion that, funds raised on short-term basis have not, prima facie, been used for long-term investment.
- xviii) During the year, the Company has not made preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Act.
- xix) The Company did not have any outstanding debentures during the year.
- xx) The Company has not raised any money by public issues during the year.
- xxi) Based on the audit procedures performed and information and explanations given to us by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.



Place : Mumbai
Date : 30th May, 2014

For and on behalf of
JAYANTILAL THAKKAR & CO.
Chartered Accountants
(Firm Reg. No. 104133W)

C. V. Thakker

(C. V. THAKKER)
Partner
Membership No. 006205

REF. NO.

INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

To The Board Of Directors
GOVIND RUBBER LIMITED

We have audited the accompanying consolidated financial statements of Govind Rubber Limited ("the Company") and its subsidiary and joint venture ("the Group"), which comprise the Consolidated Balance Sheet as at 31st March 2014, the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

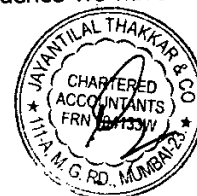
Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal controls relevant to the Company's preparation and presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity'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 consolidated 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 consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- (i) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at 31st March 2014;
- (ii) in the case of the Consolidated Statement of Profit and Loss, of the loss for the year ended on that date; and
- (iii) in the case of the Consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

Other Matters

The Consolidated Financial Statements include unaudited financial statements of the subsidiary and joint venture which reflect total assets of Rs. 740.99 Lacs as at 31st March 2014, the total revenue of Rs. 286.24 lacs and cash inflows amounting to Rs. (3.76) Lacs for the year then ended. These unaudited financial statements and other financial information have been certified by the management and our report so far as it relates to the amounts included in respect of the above is based solely on such approved unaudited financial statements.

Our Opinion is not qualified in respect of other matters.

Place : Mumbai
Date : 30th May, 2014



For and on behalf of
JAYANTILAL THAKKAR & CO.
Chartered Accountants
(Firm Reg. No. 104133W)

(C. V. THAKKER)
Partner
Membership No. 006205