

37th ANNUAL REPORT

2008-2009



AHMEDABAD STEELCRAFT LIMITED



CONTENTS	PAGE NO.
Board of Directors	3
Notice	4
Director's Report	5
Corporate Governance Report	9
Auditor's Report on Corporate Governance	17
Auditor's Report	18
Balance Sheet	22
Profit & Loss A/c.	23
Schedules - A to W	24 to 40
Cash Flow Statement	41
Proxy Form & Attendance Slip	43



BOARD OF DIRECTORS :

Shri Ashok C. Gandhi	- Chairman
Shri Anandbhai V. Shah	- Managing Director
Shri Darshan A. Jhaveri	- Managing Director
Shri Shashank I. Shah	- Executive Director
Shri Anand N. Jhaveri	- Executive Director
Shri Girishbhai D. Shah	- Executive Director
Shri Viral A. Jhaveri	- Executive Director
Shri Kanishka H. Kaji	- Director

BANKERS

: Central Bank of India
Lal Darwaja
Ahmedabad 380 001

HDFC Bank Ltd.
Mithakhali Six Road, Navrangpura,
Ahmedabad - 380 006.

AUDITORS

: DHIREN SHAH & CO
Chartered Accountants
2nd Floor, Swastik Avenue,
Navrangpura, Ahmedabad 380 009

REGISTERED OFFICE

: 205, 206, "Abhijeet"
2nd Floor, Mithakhali Six Roads,
Navrangpura, Ahmedabad 380 006
Tele : 26401996/97
Fax : 91-79-26404656
E-mail : ascsteelad1@sancharnet.in
Website : www.steelcraft.co.in

FACTORY

: Odhav Road, Ahmedabad-382 410.



NOTICE

NOTICE is hereby given that the 37th Annual General Meeting of the Members of Ahmedabad Steelcraft Limited will be held on 3rd September, 2009 at 12.00 Noon in the premises of Gujarat Chamber of Commerce and Industry, Ashram Road, Ahmedabad - 380 009 to transact the following business :

ORDINARY BUSINESS

1. To receive, consider and adopt Audited Balance Sheet as at 31st March, 2009 and Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors.
2. To appoint a Director in place of Shri Shashank I. Shah who retires by rotation and being eligible offers himself for reappointment.
3. To appoint a Director in place of Shri Anand N. Jhaveri who retires by rotation and being eligible offers himself for reappointment.
4. To appoint a Director in place of Shri Girish D. Shah who retires by rotation and being eligible Place of Ahmedabad for reappointment.
5. To appoint Auditors and to fix their remuneration thereto

By Order of the Board of Directors

ASHOK C. GANDHI
CHAIRMAN

Date : 09-05-2009

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN 48 BEFORE THE COMMENCEMENT OF MEETING.
2. THE REGISTER OF MEMBERS AND SHARE TRANSFER BOOK OF COMPANY WILL REMAIN CLOSED FROM 01-9-2009 TO 03-09-2009 (BOTH DAYS INCLUSIVE)
3. THE SHAREHOLDERS WHO HAVE NOT ENCHANGED THEIR DIVIDEND FOR THE FINANCIAL YEAR 2001-2002 ARE REQUESTED TO REVALIDATE THEIR DIVIDEND WARRANTS BEFORE 30-10-2009 THE DIVIDEND NOT ENCHANGED BEFORE, WILL BE TRANSFERRED TO INVESTOR PROTECTION FUND.

**DIRECTORS' REPORT**

To,
The Shareholders,

Your Directors have pleasure in presenting their 37th Annual Report together with Audited Accounts for the year ended on 31st March, 2009.

1. FINANCIAL RESULTS :

	2008-2009 (Rs. in Lacs)	2007-2008 (Rs. in Lacs)
Profit / (Loss) before depreciation and taxation	244.94	(158.61)
Less:		
Provision for depreciation	8.26	37.64
Provision for taxation	65.00	—
Provision for FBT	3.09	1.37
Wealth Tax Paid	0.57	—
Deferred tax Liability	8.03	8.53
Add : Excess Provision For FBT	0.22	—
Profit/(Loss) after tax	160.21	(206.15)
Add:		
Prior Period Expenses	0.00	(0.60)
Transfer from Re valuation Reserve A/C (On disposal of Fixed Assets)	34.41	—
Profit for the year	194.62	(206.75)
Profit (Loss) brought forward from last year	(423.79)	(217.04)
Total	(229.18)	(423.79)
APPROPRIATIONS:		
Proposed Dividend	—	—
Tax on Dividend	—	—
Transfer to General Reserve	—	—
Balance carried to Balance Sheet	(229.18)	(423.79)

2. OPERATIONS :

The turnover of the Company during the year was Rs. 428.48 Lacs in comparison of Rs. 1038.31 Lacs. The Company has stopped the operational activities resulting into reduction in turnover. The Company has pursuant to resolutions passed through postal ballot has disposed off substantial assets during the year and has invested in real estate business. It also continues the trading of angels, mild steel window section. In the current year the Company obtained the approval of Shareholders for making investment in overseas body corporate and to carry on mining activities. The Company has promoted Light Works LLC in Mongolia for carrying on mining activities and has invested Rs. 3.85 crore in the said company in the current year.

On implementation of proposed project, the management expects better results in the current year and years to come.



3. DIVIDEND:

In view of Carry Forward loss your Board do not recommend dividend for the financial year ended 31-03-2009.

4. DEPOSITORY SYSTEMS:

Your Company has entered into an agreement with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) This enables you to hold your shares in a dematerialized form with either of these depositories

Since this mode facilitates quick transfers and prevents forgery, those shareholders who have not opted for this facility are advised to dematerialize their shares in their own interest. Your Company has also made arrangements for simultaneous dematerialisation of the physical shares lodged for transfer.

No of Shares demated 25,16,912 being 61.51% of paid-up Capital.

5. DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the requirement under Section 217 (2AA) of the Companies Act, 1956 with respect to Directors Responsibility Statement, it is hereby confirmed:

- (i) That in the preparation of the accounts for the financial year ended 31st March 2009, the applicable accounting standards have been followed along with proper explanation relating to material departures. This is subject to Accounting Standard 13 in respect of the current investments which have been valued at cost.
- (ii) That the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that were 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 year under review.
- (iii) That the directors have taken proper and sufficient care 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 Directors have prepared the accounts for the Financial Year ended 31st March, 2009 on a 'going concern' basis.

6. INSURANCE:

All the assets of the Company have been adequately insured.

7. DIRECTORS:

As per the provisions of Articles of Association Sarva Shri Shashank I. Shah, Shri Anand N. Jhaveri and Shri Girish D. Shah, retires from the Board by rotation and being eligible to offer themselves for reappointment.

Shri Jawahar I. Mehta has resigned from the Board and Audit Committee in the current year. The Board appreciates the guidance provided by him during his tenure as Director and member of Audit Committee.

8. AUDITOR'S REPORT:

The remarks made by the Auditors in their Report have been suitably dealt with in the schedules and notes and therefore do not call for any further clarification.

9. APPOINTMENT OF AUDITORS:

M/S. DHIREN SHAH AND CO. Chartered Accountants retire as Auditors of the Company at the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.



10. PARTICULARS OF EMPLOYEES :

There were no employees drawing remuneration of Rs.24,00,000/- or more per annum employed throughout the year or Rs.2,00,000/- or more, per month employed for a part of the year.

11. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO :

The information pursuant to Section 217 (1) (e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is given in the Annexure-1 forming part of this report

12. LISTING AGREEMENT :

Your Company is committed to good corporate governance practices. Under Clause 49 of the listing agreement your Directors are pleased to inform that your Company has implemented all the major stipulations prescribed under clause 49 of the listing agreement with the Stock Exchange (s) A certificate from the Statutory Auditors of the Company in the line with clause 49 is annexed to and forms part of the Director's Report.

13. COMPLIANCE CERTIFICATE:

Pursuant to provision to section 383A of the Companies Act, 1956, Compliance Certificate for the Financial Year 2008-09 from M/s. D.N.Motwani & Co., Company Secretaries is obtained.

14. APPRECIATIONS :

Your directors place on record their sincere appreciation for the valuable and dedicated services rendered by the employees of the Company. They also place on record the fullest co-operation extended by the bankers of the Company.

Place : Ahmedabad

Date : 09-05-2009

For and On Behalf of the Board

Anand V. Shah and Darshan A. Jhaveri
Managing Directors

ANNEXURE I

Particulars as required under the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988.

- A. Conservation of Energy: Particulars with respect to Conservation of Energy are given in Form-A enclosed.
- B. (1) Research and Development: Besides the test and normal research nothing significant was felt necessary.
- (2) Technology absorption: There is no change in technology.
- C. Foreign Exchange earning and outgo :
1. Activities relating the Export : Please refer to para 4 of this Report.
2. Foreign Exchange earned Rs. 2,84,22,326 /-
- Foreign Exchange used Rs. --

**FORM - A**

(Forming Part of Annexure I)

Form for disclosure of particulars with respect to conservation of energy

A. POWER AND FUEL CONSUMPTION		2008-09	2007-08
		Refer Note Below N.A.	
1. Electricity			
(a) Purchased Units			5,58,625
Total Amount Rs.			22,77,078
Rate/Unit Rs.			4.43
(b) Own Generation (through Diesel Generator)			
Only for emergency lighting & workshop purpose.			
No production achieved through Generators.			
i. Units produced			—
ii. Qty of diesel consumed Ltrs.			—
iii. Units per litre of Diesel			—
iv. Cost of diesel consumed Rs.			—
v. Cost Unit Rs.			—
2. Coal (specify quantity & where used)		N.A.	
Quantity (Tonnes)			433
Total Cost			20,38,604
Average Rate			4708.09
3. Furnace Oil		N.A.	
Quantity (In Ltrs)			33,193
Total Amount Rs.			5,89,617
Average Rate (per ltrs) Rs			17.76
4. Other/internal generation		N.A.	
(Please give details of quantity)			Nil
B. CONSUMPTION PER M.T. OF PRODUCTION:		N.A.	
Product (Steel Sections)			2,861
Electricity (Units)			195
Furnace Oil (Ltrs.)			12
Coal (Kgs)			151
Others			Nil

Note : During the year the company has not carried out manufacturing activities hence details regarding power and fuel consumption is not applicable.

Place : Ahmedabad

Date : 09-05-2009

For and On Behalf of the Board of Directors

Anand V. Shah and Darshan A. Jhaveri**Managing Directors**

Ahmedabad Steelcraft Limited

Corporate Governance

The Company's Shares are listed on Bombay Stock Exchange Limited in India. In accordance with clause 49 of listing agreement with the stock exchange on Corporate Governance the details of compliance by the Company are as under:

1. Company's Philosophy on code of governance :

The Company's Philosophy of corporate governance is aimed at assisting the top management of the company in the efficient conduct of its business and in meeting its obligation to shareholders. The Company believes that all its operations and actions must serve the underlying goal of enhancing overall share holder value, over a sustained period of time.

2. Board of Directors :

a) Composition

The Board of Directors of the Company consists of 9 Members comprising of.

- Six Promoters Directors who are in the Whole time employment of the Company.
- Three Independent Directors.

Shri Ashok C. Gandhi, Independent director is the Chairman of the Company.

b) Other Directorship / Committee memberships held :

No. of Directorships

Name of Director	Category	Designation	Committee Membership Held in Other Companies	Committee Chairman-ship	Director in other Comp.
Shri Anand V. Shah	Relative of Promoter	Managing Director	Nil	Nil	6
Shri Darshan A. Jhaveri	Relative of Promoter	Managing Director	Nil	Nil	1
Shri Shashank I. Shah	Relative of Promoter	Executive Director	Nil	Nil	1
Shri Anand N Jhaveri	Relative of Promoter	Executive Director	Nil	Nil	Nil
Shri Girish D. Shah	Relative of Promoter	Executive Director	Nil	Nil	2



AHMEDABAD STEELCRAFT LIMITED

Shri Viral A. Jhaveri	Relative of Promoter	Executive Director	Nil	Nil	Nil
Shri Ashok C. Gandhi	Independent	Director	7	1	7
*Shri Jawahar I. Mehta	Independent	Director	1	1	1
Shri Kanishka H. Kaji	Independent	Director	Nil	Nil	1

* Shri Jawahar I. Mehta has resigned from the Board effective from 07-04-2009

Brief Resume of the Director being reappointed at the ensuing annual general meeting, nature of their expertise in specific functional areas and name of the Companies in which they hold directorship and membership of the committees of the Board are furnished hereunder.

Shri Anand N. Jhaveri aged about 40 years is Commerce Graduate having experience of about 18 years in the industry.

Shri Shashank I Shah aged about 61 years is an Engineer having experience in corporate and business of about 30 years in the industry.

Shri Girish D. Shah is B.Comm, LL.B aged about 68 years is having experience of about 35 years in Corporate World.

c) Board Meeting held during the year:

S. No.	Date of Board Meeting
1.	30.06.2008
2.	31.07.2008
3.	25.10.2008
4.	30.01.2009
5.	16.03.2009

The maximum time gap between any two meetings during the financial year 2008-09 was not more than three calendar months. None of directors of the Company was member of more than ten committee nor was the chairman of the more than five committees across the all company in which they are a director.

d) Attendance of Directors at Board Meetings and Last Annual General Meeting :

Name of Director	Meetings Attended	Attendance at last A.G.M.
Shri Ashok C. Gandhi	05	Yes
Shri Anand V. Shah	05	Yes
Shri Darshan A. Jhaveri	05	Yes
Shri Shashank I. Shah	04	Yes
Shri Anand N. Jhaveri	05	Yes
Shri Girish D. Shah	05	No
Shri Viral A. Jhaveri	05	Yes
Shri Jawahar I. Mehta	05	Yes.
Shri Kanishka H. Kaji	04	Yes

**Audit Committee****(a) Terms of Reference**

The Audit Committee Provides the Board with additional Assurance as to the adequacy of the Company's internal control systems and financial disclosures. The Audit Committee acts as a link between the Management, Statutory Auditors, Internal Auditors, and the Board of Directors. The Broad terms of reference of the Audit Committee are to review with the Management and / or Internal Auditors and / or Statutory Auditors in the following areas.

- i. Overview of Company's financial reporting process and financial information disclosures.
- ii. Review with Management, external and internal audits, the adequacy of internal control systems.
- iii. Review the adequacy and effectiveness of accounting and financial controls of the Company, compliance with the company's policies and applicable laws and regulations.
- iv. Review with Management, the Annual financial statement before submission to the Board.
- v. Recommending the appointment / removal of external and internal auditors, fixation of Audit fees.

(b) Composition, name of members and Chairman

The Audit Committee of the Company comprises four members. The names of the members of the Audit Committee are as follows.

1. Shri Jawahar I. Metha Chairman of Audit Committee : having experience of more than 30 years in Industries Management. Project implementation & consultancy.
2. Shri Ashok C. Gandhi : having Financial & Corporate legal knowledge
3. Shri Anand V. Shah : having experience of more than 15 years
4. Shri Darshan A. Jhaveri : having Experience of about 15 years

Meetings and Attendance During the Year

During the year, four Audit Committee Meeting were held on 30-06-2008, 31-07-2008, 25-10-2008 & 30-01-2009.

Name of the Director	No. of Meetings Held	No. of Meetings Attended
*Shri Jawahar I. Mehta	04	04
Shri Ashokbhai C. Gandhi	04	04
Shri Anand V. Shah	04	04
Shri Darshan A Jhaveri	04	04

* Shri Jawahar I. Mehta resigned from the Audit Committee and Board.

The members of the Audit Committee have adequate accounting knowledge to review the accounting practices / standards followed by the Company; adequacy of internal control / audit systems and functions; un-audited Quarterly / Half – Yearly financial statements.

**Remuneration policy**

The Company has formed a Remuneration Committee consisting of Shri Ashok C.Gandhi and Shri Jawahar I Mehta who have discussed the reappointment of Managing and Whole Time Directors at the ensuing annual general meeting and fixation of remuneration payable to such directors.Details of Remuneration to Directors paid / payable for the Financial year 2008-09 is as follows.

a)Managing Directors /Executive Directors		(Amount in Rupees)
Particulars	Managing Director	Whole-time Director
Shri Anand V. Shah	Rs. 1,80,000	
Shri Darshan A. Jhaveri	Rs. 1,80,000	
Shri Shashank I. Shah		Rs. 1,80,000
Shri Anand N. Jhaveri		Rs. 1,80,000
Shri Girish D. Shah		Rs. 1,80,000
Shri Viral A. Jhaveri		Rs. 1,80,000

b) Non-Executive Directors

Non-Executive Directors have been paid sitting fees for attending Board and Committee meetings as under:

	Rs.	No. of Share Held
1. Shri Ashok C. Gandhi	Rs. 18,500	Nil
2. Shri Jawahar I. Mehta	Rs. 18,500	Nil
3. Shri Kanishka H. Kaji	Rs. 10,000	4,000

Shareholders / Investors Grievance Committee

As a measure of Good corporate Governance and to focus on the shareholder's grievances and towards strengthening investor relations, an investor's Grievance Committee has been constitutes as sub committee of the Board.

a) The functions of the Committee include :

To specifically look into redressing investor's grievances pertaining to;

1. Transfer of shares
2. Dividend
3. Dematerialization of Shares
4. Replacement of lost / stolen / mutilated Share certificates.
5. Non-receipt of rights / bonus / split share certificates
6. Any other related issues



b) Constitution and composition

The committee was constituted with two directors under the Chairmanship of Non executive Director as follow.

Shri Kanishka H. Kaji (Chairman)

Shri Darshan A. Jhaveri

c) Others

Name and Designation of compliance officer:

Shri Darshan A. Jhaveri, Managing Director

Investor Complaints Received and resolved during the year

Nature of Complaints

No complaint was received during the year. No complaint is pending as on 31.03.2009.

General Body Meetings

a) Particulars of last three Annual General Meetings:

Venue	Date	Time	No. of Special Resolutions
Gujarat Chamber of Commerce and Industries, Ashram Road, Ahmedabad.	11.09.2008	12,00 Noon.	Nil
Gujarat Chamber of Commerce and Industries, Ashram Road, Ahmedabad.	19.09.2007	12.00 Noon.	Nil
Gujarat Chamber of Commerce and Industries, Ashram Road, Ahmedabad.	21.09.2006	12.00 Noon.	Nil

b) Particulars of last three Extraordinary General Meetings

Purpose

Venue

Date

Time

No Extra Ordinary General Meeting was held.

Disclosures

- 1) The company has related party transactions in the ordinary course of business, which are not having any potential conflict with the interest of the company.
- 2) The company has complied with the requirements of regulatory authorities on capital markets and no penalties / strictures have been imposed against it in the last three years.

**Risk Assessment & Minimization Procedure**

The Company has laid down procedures to inform the Members of the Board about the risk assessment and minimization procedure. A risk Management Committee consisting Managing and Whole-time Director periodically reviews the procedure to ensure that Executive Management controls risk through properly defined framework. The risk assessment framework encompassed, inter alia, methodology for assessing risks on ongoing basis, risk prioritization, risk mitigation plan and comprehensive reporting system

Legal Compliance Reporting

As required under Clause 49 of Listing Agreement, the Board periodically reviews compliances of various laws applicable to the Company.

Disclosure

During the year no material transactions with the Directors or the Management, or relatives etc. have taken place, which have potential conflict with the interest of the Company.

Compliance

There has been no non-compliance of the provisions/requirements of Stock Exchanges/SEBI. No penalties/strictures have been imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter relating or Capital Market.

Means of Communication

Pursuant to the listing agreement financial results are generally published in Western Times / Loksatta - Jansatta National newspapers and in a regional language newspaper.

Share Transfer System

The Company has an in-house share transfer system. Valid Share transfer, complete in all respects were approved and registered within the stipulated period.

Date, time and Venue of the 37th Annual General Meeting:

Gujarat Chambers of Commerce and Industries, Ashram Road, Ahmedabad on 3rd September 2009 at 12.00 Noon.

Dividend Payment Date Nil**Dematerialisation of Shares :**

Demat ISIN Numbers in NSDL & CDSL for Equity Shares INE868C01018. Around 61% of the Company's paid up equity share capital has been dematerialized upto 31st March 2009. Trading in equity share of the Company is permitted only in dematerialized form as per notification issued by SEBI



Financial Calendar (tentative)

Financial reporting for the quarter ending June 30, 2009	End of July, 2009
Financial reporting for the quarter/half year ending September 30, 2009	End of October, 2009
Financial reporting for the quarter ending December 31, 2009	End of January, 2010
Financial reporting for the quarter and ended March 31, 2010	End of June, 2010

Book closure date : 1-9-2009 to 3-9-2009 (Both the dates inclusive)

Listing of Equity Shares on Stock Exchanges at: **The Bombay Stock Exchange Limited**
Code No. 522273

Stock Market data (in Rs. per share):

Month	Bombay Stock Exchange(BSE)	
	Month's High	Month's Low
April 2008	18.05	14.75
May 2008	24.60	14.70
June 2008	26.00	19.90
July 2008	27.30	16.75
August 2008	21.65	17.05
September 2008	20.10	10.05
October 2008	10.85	9.32
November 2008	14.16	8.85
December 2008	17.43	12.54
January 2009	14.95	10.10
February 2009	11.65	9.10
March 2009	12.92	8.99

Share price performance in comparison to broad based indices – BSE Sensex:

ASCL share price Performance relative to BSE Sensex based on share price on 31st March 2009

Period	Percentage change in ASCL share price	Sensex	ASCL relative to sensdex
Financial year 2008-09	(-)20.74	(-)37.94	(-)58.68
3 years	(-)45.42	73.75	(-)119.17
5 years	(-)1.94	83.40	(-)85.34

Distribution of share holding as on 31st March 2009

Particulars	Percentage of share holding
Promoters	53.46
Mutual Fund & UTI	0.22
FII	2.44
Others	43.88

**Liquidity:**

Relevant data for the average daily turnover for the financial year 2008-09 is given below:

Particulars	Bombay Stock Exchange (BSE)
In No. of shares	3,906
In Value terms (Rs.)	75,599

Outstanding GDR/ Warrants and convertible instruments:

The company has not issued any GDR/Warrants and convertible instruments

Plant Location:

Ahmedabad Steelcraft Limited.

Odhav Road, Odhav, Ahmedabad – 382410 (Gujarat)

Registered Office & Shareholders Correspondence address

AHMEDABAD STEELCRAFT LIMITED

205/206, Abhijeet, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad – 380 006

Tele. No. : (079) 26401996/97

Fax No. : 91-79-26404546

E-mail: ascsteelad1@sancharnet.in

Website www.steelcraft.co.in

Auditors Certificate on Corporate Governance:

As required by clause 49 of the Listing Agreement, the Auditors Certificate is given as an Annexure to the Director Report.

Place : Ahmedabad

Date : 09-05-2009

For & On behalf of the Board of Directors

ASHOK C. GANDHI

Chairman



AUDITOR'S REPORT ON CORPORATE GOVERNANCE

To,
The Members
AHMEDABAD STEELCRAFT LTD.

We have examined the compliance of conditions of Corporate Governance by AHMEDABAD STEELCRAFT LTD., for the year ended on 31st March, 2009 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 procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the corporate governance as stipulated in the said clause. 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 base on the representations made by the director and the management, subject to following :

As per clause 49 of the Listing Agreement Two-thirds of the members of audit committee shall be independent directors. However, the audit committee of the company consists of four members out of which only two members are independent directors. Therefore, the requirement of proportion of independent directors in Audit Committee is not maintained by the company.

We certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India we have to state that no investor grievances were pending for a period exceeding one month against the Company as per the records maintained by the Shareholders/Investor's Grievance Committee.

We further 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, DHIREN SHAH & Co.,
Chartered Accountants,
(DHIREN SHAH)
PROPRIETOR

PLACE : Ahmedabad
DATED : 09-05-2009



AUDITOR'S REPORT

To,
The Shareholders,
AHMEDABAD STEELCRAFT LIMITED
AHMEDABAD

1. We have audited the attached Balance Sheet of AHMEDABAD STEELCRAFT LIMITED as at March 31, 2009 and also the Profit and Loss account and the cash flow statement for the year ended on that date annexed there to. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to above, we report that :
 - i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - ii) 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.
 - iii) The Balance Sheet, Profit and Loss account and Cash flow statement dealt with by this report are in agreement with the books of account.
 - iv) In our opinion, the Profit and Loss account and Balance Sheet comply with the Accounting Standards referred to in Subsection (3C) of Section 211 of the Companies Act, 1956 except valuation of current investments.
 - v) On the basis of the written representations received from the directors as on March 31, 2009 and taken on record by the Board of Directors, we report that none of the directors are disqualified as on March 31, 2009 from being appointed as a director in terms of clause (g) of sub-section(1) of section 274 of the Companies Act, 1956.
 - vi) In our opinion the said accounts to the best of our information and according to the explanations given to us, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.
 - a) . In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2009.



b) In the case of the Profit and Loss account, of the loss for the year ended on that date.

For, DHIREN SHAH & Co.,

Chartered Accountants,

(DHIREN SHAH)

PROPRIETOR

M.No. 35824

PLACE : Ahmedabad

DATED : 09-05-2009

ANNEXURE REFERRED TO IN PARAGRAPH 3 OF OUR REPORT OF EVEN DATE

Ref : Ahmedabad Steelcraft Limited

- 1)
 - a. The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b. All the assets have been physically verified by the management during the year as per the regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
 - c. The company has disposed off all its fixed assets relating to its manufacturing unit, but the said disposal plan is consistent with the company's long term strategy to focus in its trading & Export Business of steel Mild Section. Therefore company's Going concern status has not been affected.
- 2)
 - a. The management has conducted physical verification of inventory at reasonable intervals.
 - b. 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 and no material discrepancies were noticed on physical verification.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained u/s. 301 of the Act during the year. Accordingly, clauses (iii) (b) to (iii) (d) of paragraph 4 of the Order are not applicable to the Company for the current year.
The Company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained u/s. 301 of the Companies Act, 1956 during the year. Accordingly, clauses (iii) (f) and (iii)(g) of paragraph 4 of the Order are not applicable to the company for the current year.
- 4) 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, fixed assets and with regard to sale of goods and services. During the course of our audit, no major weakness has been noticed in internal control system.



- 5) Based on the audit procedures applied by us and according to information and explanations provided by the management, we are of the opinion that there are no contracts or arrangements that need to be entered into the register maintained under section 301 of the Companies Act, 1956. Accordingly, clause (v) (b) of Paragraph 4 of the Order are not applicable to the Company for the current year.
- 6) The company has not accepted any deposit during the year in contravention of provisions of section 58A of the Companies Act, 1956 and Companies (Acceptance of Deposit) Rule 1975.
- 7) The internal audit functions carried out during the year by a firm of Chartered Accountants appointed by the management have been commensurate with the size of the Company and nature of its business.
- 8) We are informed that the Central Government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 for any products of the Company.
- 9) (a) According to the records of the Company, the Company is regular in depositing undisputed statutory dues including Provident fund, Investor Education and Protection Fund, Employees State Insurance, Income tax, Sales tax, Wealth Tax, Custom Duty, Excise Duty, Service tax, Cess and other material statutory dues applicable to it with the appropriate authorities except in depositing Income tax deducted at Source in respect of payment to Contractors and payment of interest and Professional fees.
(b) According to the information and explanations given to us, no undisputed amounts payable in respect of Income-tax, Wealth tax, Sales tax, Service tax, Customs duty and Excise Duty, Cess were outstanding as at 31st March, 2009 for a period of more than six months from the date they became payable.
- 10) In our opinion, the Company has accumulated losses. During the financial year covered by our audit company has made profit. In the immediately preceding financial year, there were cash losses.
- 11) Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks, or debenture holders.
- 12) In our opinion and according to the information and explanations given to us, no loans or advances have been granted by the company on the basis of security by way of pledge of shares, debentures and other securities.
- 13) In our opinion the Company is not a chit fund or a nidhi/mutual benefit funds/society. Therefore, clause 4 (xiii) of the Companies (Auditor's Report) Order 2003 is not applicable to the Company.
- 14) In our opinion, the Company is not dealing in shares securities, debentures and other investments. Accordingly, the provision of clause 4(xiv) of the Companies (Auditor's Report) Order 2003 is not applicable to the Company.
- 15) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by its subsidiaries and associates from bank of financial institutions.



- 16) The Company did not have any terms loan outstanding during the current financial year or in the immediately preceding financial year.
- 17) According to the the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that no funds raised on short term basis have been used for long term investment.
- 18) During the year, the Company has not made any preferential allotment of shares to parties or Companies covered in the register maintained under section 301 of the Companies Act, 1956.
- 19) The Company did not have any outstanding debentures during the year.
- 20) The Company has not raised any money through a public issue during the year.
- 21) Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit that causes the financial statements to be materially misstated.

PLACE : Ahmedabad

DATED : 09-05-2009

For, DHIREN SHAH & Co.,

Chartered Accountants,

(DHIREN SHAH)

PROPRIETOR

Membership No. 35824



AHMEDABAD STEELCRAFT LIMITED

BALANCE SHEET AS AT 31ST MARCH 2009

Particulars	Schedule No.	As At 31.03.2009 Rs.	As At 31.03.2008 Rs.
I. SOURCES OF FUNDS :			
(1) Shareholder's Funds			
(a) Share Capital	A	40,920,000	40,920,000
(b) Reserves & Surplus	B	47,361,005	50,802,070
(2) Loan Funds :			
(a) Secured Loans	C	0	25,397,994
(b) Unsecured Loans		0	18,500,000
Deferred Tax Liability		803,460	0
		<u>89,084,465</u>	<u>135,620,064</u>
II. APPLICATION OF FUNDS :			
(1) Fixed Assets :	D		
(a) Gross Block		27,637,294	124,682,674
(b) Less: Depreciation		662,908	93,800,936
(c) Net Block		<u>26,974,386</u>	<u>30,881,738</u>
(2) Investments :	E	14,569,235	1,019,235
(3) Current Assets, Loans & Advances :	F		
(a) Inventories		0	32,612,124
(b) Sundry Debtors		85,936	6,322,544
(c) Cash & Bank Balance		51,067,880	8,995,613
(d) Loans & Advances		<u>46,547,579</u>	<u>40,201,657</u>
		<u>97,701,395</u>	<u>88,131,938</u>
Less : Current Liabilities & Provisions :	G		
(a) Current Liabilities		51,100,667	11,472,931
(b) Provisions		<u>21,977,720</u>	<u>15,319,471</u>
		<u>73,078,387</u>	<u>26,792,402</u>
Net Current Assets		24,623,008	61,339,536
Profit & Loss Account		22,917,836	42,379,555
(4) Deferred Tax Asset (Net)		0	0
		<u>89,084,465</u>	<u>135,620,064</u>
Notes on Accounts	V		
Accounting Policies	W		

AS PER OUR REPORT OF EVEN DATE
ATTACHED HEREWITH

FOR DHIREN SHAH & CO.
CHARTERED ACCOUNTANTS

(DHIREN SHAH)
PROPRIETOR
PLACE : AHMEDAAD
DATE : 09-05-2009

FOR AHMEDABAD STEELCRAFT LTD.

ASHOK C. GANDHI
CHAIRMAN
ANAND V. SHAH
DARSHAN A. JHAVERI
MANAGING DIRECTORS

PLACE : AHMEDAAD
DATE : 09-05-2009

SHASHANK I. SHAH
ANAND N. JHAVERI
GIRISHBHAI D. SHAH
VIRAL A. JHAVERI
EXECUTIVE DIRECTORS

KANISHKA H. KAJI
DIRECTOR



AHMEDABAD STEELCRAFT LIMITED

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON 31ST MARCH 2009.

PARTICULARS	SCHEDULE NO.	CURRENT YEAR RS.	PERVIOUS YEAR RS.
I. INCOME :			
Sales & Export Incentives	H	66,291,878	119,976,379
Other Income	I	3,453,221	1,414,837
Increase (+)/Decrease (-) in stocks. (Finished Goods, Scrap and Misroll	K	(-) 26,897,061	(-)17,560,203
Total :		<u>42,848,038</u>	<u>103,831,013</u>
II. EXPENDITURE :			
Raw Material Consumption	L	0	70,852,776
Cost of Row Material / Store sold	M	1,836,507	2,974,804
Purchase of Finished Material		15,095,500	0
Factory & Manufacturing Expenses	N	481,078	10,533,858
Payments to & Provision for Employees.	O	2,099,283	3,297,462
Selling & Distribution Expenses	P	13,337,818	16,412,414
Administrative Expenses	Q	6,686,255	3,550,756
Financial Expenses	R	1,325,425	6,730,185
Directors' Remuneration and Perquisites.	S	1,408,687	1,528,244
Auditor's Remuneration		73,000	73,034
General Expenses	T	875,355	3,738,934
Depreciation	U	<u>826,215</u>	<u>3,763,737</u>
		<u>44,045,123</u>	<u>123,456,204</u>
III PROFIT/LOSS :			
Profit/(Loss)		(1,197,085)	(19,625,191)
Add: Profit / (Loss) On Sale of Fixed Asset	J	<u>24,864,888</u>	<u>0</u>
Profit/(Loss) Before Tax		<u>23,667,803</u>	<u>(19,625,191)</u>
Add: Excess Provision of FBT		22,440	0
Less : Provision for Taxation		6,500,000	0
Less : Provision for Fring Benifit Tax		309,000	137,000
Less : Wealthtax Paid		57,129	0
Less : Deferred Tax Liability		803,460	852,622
Profit/(Loss) Afte Tax		<u>16,020,654</u>	<u>(20,614,813)</u>
Prior Period Expenditure		0	60,000
Add: Transfer from Revaluation Reserve A/c (On Disposale of Fixed Asset)		3,441,065	0
Profit for the year		<u>19,461,719</u>	<u>(20,674,813)</u>
Balance b/f from last year		(42,379,555)	(21,704,742)
Balance available for Appropriation		<u>(22,917,836)</u>	<u>(42,379,555)</u>
IV. APPROPRIATION :			
Proposed Dividend		0	0
Tax on Dividend		0	0
Transfer to General Reserve		0	0
Balance Carried to Balance Sheet		<u>(22,917,836)</u>	<u>(42,379,555)</u>
		<u>(22,917,836)</u>	<u>(42,379,555)</u>

Notes on Accounts
Accounting Policies

v
w

AS PER OUR REPORT OF EVEN DATE
ATTACHED HEREWITH
FOR DHIREN SHAH & CO.
CHARTERED ACCOUNTANT

(DHIREN SHAH)
PROPRIETOR
PLACE : AHMEDABAD
DATE : 09-05-2009

FOR AHMEDABAD STEELCRAFT LTD. SHASHANK I. SHAH
ASHOK C. GANDHI
CHAIRMAN
ANAND V. SHAH
DARSHAN A. JHAVERI
MANAGING DIRECTORS

PLACE : AHMEDABAD
DATE : 09-05-2009

KANISHKA H. KAJI
DIRECTOR

AHMEDABAD STEELCRAFT LIMITED

SCHEDULE FORMING PART OF ACCOUNTS AS ON 31ST MARCH 2009.

	AS AT 31-3-2009 Rs.	AS AT 31-3-2008 Rs.
<u>SCHEDULE -A SHARE CAPITAL</u>		
AUTHORISED		
50,00,000 Equity Shares of Rs. 10/- cash	<u>50,000,000</u>	<u>50,000,000</u>
	<u>50,000,000</u>	<u>50,000,000</u>
Issued Subscribed and Paid-up	40,920,000	40,920,000
40,92,000 Equity shares (P.Y. 40,92,000) of Rs. 10/- each fully paid-up (of the above shares 18,00,000 Equity shares were issued and allotted as fully paid up Bonus shares through Capitalisation of General Reserve in earlier years)		
	<u>40,920,000</u>	<u>40,920,000</u>
<u>SCHEDULE-B RESERVES & SURPLUS</u>		
(A) Assets Revaluation Reserve		
Opening Balance	16,187,481	17,938,940
Less : Depreciation adjustment towards revaluation reserve	0	1,751,459
Less : Transfer to Profit & Loss A/c (On disposal of fixed Assets)	<u>3,441,065</u>	<u>16,187,481</u>
	12,746,416	
(B) Share Premium Account		
Opening Balance	<u>21,920,000</u>	<u>21,920,000</u>
	21,920,000	21,920,000
(C) General Reserve		
Opening Balance	<u>12,694,589</u>	<u>12,694,589</u>
	12,694,589	12,694,589
	<u>47,361,005</u>	<u>50,802,070</u>
<u>SCHEDULE - C LOANS FUNDS</u>		
<u>A) SECURED LOANS</u>		
C.B.I. (Cash Credit Hypothecation) (Secured by Hypothecation of raw material finished goods and stock-in process, spare parts and personal guarantee of all the directors of the company)	0	2,294,216
C.B.I. (Export Packing Credit) (Secured by Hypothecation of raw material finished goods and stock-in process meant for export, appropriate coverage of ECGC and personal guarantee of all the Directors of the company)	0	16,289,680
C.B.I. (FD OD) (Secured against FDR of the Company)	0	6,814,098
	<u>0</u>	<u>25,397,994</u>
<u>B) UNSECURED LOANS</u>		
From Directors/Promoters	0	2,300,000
From Relatives of Directors/Promoters	0	3,700,000
From Inter Corporate Deposits (ICD)	0	12,500,000
	<u>0</u>	<u>18,500,000</u>



SCHEDULE "D" FIXED ASSETS SCHEDULE FORMING PART OF ACCOUNTS AS ON 31ST MARCH 2009

Sr. No.	Particulars	-----Gross Block-----				-----Depreciation-----				-----Net Block-----	
		% of	Cost	Addition	Sales	Cost	up	for	on	Total	
		Dep.	as on, 01-04-2008 Rs.	during the Year Rs.	during the Year Rs.	as on 31-03-2009 Rs.	to 31-03-2008 Rs.	to year Rs.	sale adjustment Rs.	31-03-2009 Rs.	31-03-2008 Rs.
1	LAND	-	13,617,600	0	0	13,617,600	0	0	0	0	13,617,600
2	FACTORY BUILDING	3.34	10,582,713	0	10,582,713	0	5,693,626	0	5,693,626	0	4,889,087
3	STAFF QUARTERS	1.63	521,452	0	521,452	0	222,770	0	222,770	0	298,682
4	OFFICE BUILDING	1.63	403,328	0	403,328	0	170,591	0	170,591	0	232,737
5	PLANT & MACHINERY	7.42	33,066,251	0	33,066,251	0	32,501,326	0	32,501,326	0	564,925
6	FURNACE & GENERATOR	-	2,933,215	0	2,933,215	0	2,933,215	0	2,933,215	0	0
7	VEHICLES	11.31	329,767	0	329,767	0	329,767	0	329,767	0	0
8	MOTOR CARS	9.5	5,618,881	13,500,000	5,318,881	13,800,000	3,605,475	807,186	3,819,392	593,269	13,206,731
9	AIR CONDITIONERS	4.75	330,726	0	295,937	34,789	230,147	1,652	223,629	8,170	26,619
10	DEAD STOCK	6.23	1,011,941	0	973,256	38,685	986,909	2,410	964,149	25,170	13,515
11	OFFICE EQUIPMENTS	4.75	100,370	0	24,150	76,220	16,235	3,620	3,450	16,405	59,815
12	COMPUTERS	16.21	1,042,201	0	972,201	70,000	932,724	11,347	924,117	19,894	50,106
13	ROLLS	33.33	41,171,237	0	41,171,237	0	38,564,422	0	38,564,422	0	2,606,815
14	WIND FARM	5.28	10,283,707	0	10,283,707	0	7,334,755	0	7,334,755	0	2,948,952
15	FURNACE (COAL)	7.42	3,669,285	0	3,669,285	0	278,974	0	278,974	0	3,390,331
CURRENT YEAR TOTAL			124,682,674	13,500,000	110,545,380	27,637,294	93,800,936	826,215	93,964,243	662,908	26,974,386
PREVIOUS YEAR TOTAL			122,884,317	1,798,357	0	124,682,674	88,285,740	5,515,196	0	93,800,936	30,881,738

- Notes : 1) Depreciation on all Fixed assets is provided on Straight Line Method on the Net Block of Fixed assets effective from 01.07.1987 at the rates prescribed under schedule XIV of Companies Act, 1956.
- 2) Advance of Rs. 4,93,40,000/- has been taken from Shivani Corporation for the Sale of Factory land. However Sales Deed is yet to be executed in respect of the said land.



SCHEDULE FORMING PART OF ACCOUNTS AS ON 31ST MARCH 2009.

		As At 31-3-2009 Rs.	As At 31-3-2008 Rs.
SCHEDULE-E INVESTMENTS			
(A)	Long Term Investments :		
	Trade (Unquoted) (At Cost)		
	No of Shares/Units		
	Namtech Systems Ltd.	10,000	550,000
	Nutan Nagrik Bank Ltd.	384	9,600
	Trade (Quoted) (At Cost)		
	Thambbi Modern Spg. Mills Ltd.	800	40,000
	VLS Finance Ltd.	3,000	200,000
	Selan Explorotation Tech. Ltd.	6,000	101,535
	Nila Housing & Infrastructures Ltd	3,300	49,500
	Galaxy Appliances Ltd.(Hindustan Cr. Cap. Ltd.)	290	29,000
	Uco Bank Ltd.	3,300	39,600
(B)	Current Investments :		
	(Unquoted) (At Cost)		
	Reliance Money Manager Fund - Retail Option	2497.788	2,500,000
			0
(C)	Investment in the Capital of Partnership Firm		
	Avkar Realty	11,050,000	0
		14,569,235	1,019,235
Aggregate amount of Quoted Investment Rs. 4,59,635/- Market value Rs. 8,59,136/- Aggregate amount of unquoted Investment Rs.30,59,600/-			



SCHEDULE FORMING PART OF ACCOUNTS AS ON 31ST MARCH 2009.

	As At 31-3-2009 Rs.	As At 31-3-2008 Rs.
SCHEDULE 'F' CURRENT ASSETS, LOANS & ADVANCES :		
(A) Inventories (as Taken Valued and Certified by the Management)		
(a) Raw Materials (At cost)	0	1,095,443
(b) Finished Goods (At cost or market value whichever is lower)	0	30,775,617
(c) Scrap & Missrolls (At Factory) (At Realisable Value)	0	0
(d) Consumable Stores (At cost)	0	725,000
(e) Furnace Oil & Lubricant (At cost)	0	16,064
	0	32,612,124
(B) SUNDRY DEBTORS :		
Unsecured Considered good		
Outstanding for more than six months (considered doubtful)	85,936	5,352,448
Outstanding for less than six months (considered good)	0	970,096
	85,936	6,322,544
(C) CASH & BANK BALANCE :		
(i) Cash On Hand	60,424	136,926
(ii) Bank Balance		
(A) With Schedule Bank		
(1) Fixed Deposits A/c	50,000,000	7,306,000
(2) Current Account	990,180	1,535,700
(3) Group Gratuity Account	16,776	16,487
(B) With Others	500	500
	51,067,880	8,995,613
(D) LOANS & ADVANCES		
(Unsecured considered good)		
(a) Loans to Companies/Firms	3,094,992	3,094,992
(b) Advances-recoverable in cash or in kind or for value to be received	13,445,663	15,566,748
(c) Booking Deposit for Property	1,262,000	262,000
(d) Advance Income Tax	28,541,974	20,866,495
(e) Deposits	202,950	411,422
	46,547,579	40,201,657



SCHEDULE FORMING PART OF ACCOUNTS AS ON 31ST MARCH 2009.

	As At 31-3-2009 Rs.	As At 31-3-2008 Rs.
SCHEDULE-G		
(A) CURRENT LIABILITIES :		
(i) Creditors for Goods	0	0
(ii) Creditors for Stores	0	0
(iii) Creditors for Expenses	1,679,463	1,129,231
(iv) Advance from Customers	21,148	4,104,528
(v) Statutory Liabilities	60,056	4,293,951
(vi) Other Liabilities	49,340,000	1,945,221
	51,100,667	11,472,931
(B) PROVISION :		
Provision for Taxation (Earlier Years)	14,919,004	14,919,004
Provision for Taxation (A.Y. 2009-10)	6,500,000	0
Provision for FBT	309,000	137,000
Unpaid Expenses	249,716	263,467
	21,977,720	15,319,471
SCHEDULE - H SALES & EXPORT INCENTIVES	Current year Rs.	Previous year Rs.
Sales	57,510,851	112,704,639
Sales of Raw Material	1,145,341	2,550,194
Premium on Duty Entitlements	2,938,418	4,721,546
Foreign Exchange Rate Different	4,329,374	0
Sales of Furnace Oil	13,494	0
Sales of Consumable Stores	354,400	0
	66,291,878	119,976,379
SCHEDULE-I OTHER INCOME		
Rent	0	2,400
Interest	3,369,102	656,878
Dividend	6,240	369,482
Dividend - Mutual Fund	77,879	0
Misc. Income	0	97
Profit/Loss on Sale of Mutual Fund	0	254,345
Gratuity Received from LIC	0	131,635
	3,453,221	1,414,837



SCHEDULE FORMING PART OF ACCOUNTS AS ON 31ST MARCH 2009.

	Current Year Rs.	Previous Year Rs.
SCHEDULE-J PROFIT / LOSS ON SALE OF FIXED ASSETS		
(As per Grouping)		
On Sale of Wind Mill	51,048	0
On Sale of Fixed Assets	24,881,329	0
On Sale of Motor Cars	(67,489)	0
	24,864,888	0
SCHEDULE-K INCREASE (+) / DECREASE (-) IN STOCK :		
Opening Stock :		
Finished Goods 30,775,617		55,718,677
Scrap & Missrolls (At Factory) -		582,886
Less: Excise Duty on Opening Stock 38,78,556		7,965,743
	26,897,061	48,335,820
Less: Closing Stock		
Finished Goods 0		30,775,617
Scrap & Missrolls (At Factory) 0		0
	0	30,775,617
	(-) 26,897,061	(-) 17,560,203
SCHEDULE-L RAW MATERIAL CONSUMPTION		
Opening Stock (Including Goods in Transits)	1,095,443	6,628,672
Add : Purchases	0	79,617,023
	1,095,443	86,245,695
Less : Modvat Credit set-off	0	10,910,320
	1,095,443	75,335,375
Less : Edu. Cess Credit set-off	0	218,206
	1,095,443	75,117,169
Less : Higher Sec. Edu. Cess Credit set-off	0	109,102
	1,095,443	75,008,067
Less : Vat Credit set-off	0	3,059,848
	1,095,443	71,948,219
Less : Goods in Transits	0	0
	1,095,443	71,948,219
Less : Cost of Goods Sales	1,095,443	0
Less : Closing Stock	0	1,095,443
Consumption of R.M.	0	70,852,776



SCHEDULE FORMING PART OF ACCOUNTS AS ON 31ST MARCH 2009.

	Current Year Rs.	Previous Year Rs.
SCHEDULE-M COST OF RAW MATERIAL & STORES SOLD		
Raw Material	1,095,443	0
Furnace Oil	16,064	0
Consumable Stores	725,000	0
	1,836,507	0
SCHEDULE-N FACTORY & MANUFACTURING EXPS.		
Conversion	0	3,209,570
Electricity	342,630	2,540,319
Furnace Oil & Lubricant	0	3,383,787
Labor Charges	68,207	198,228
Octroi	0	782,802
Truck Charges	70,241	419,152
	481,078	10,533,858
SCHEDULE-O PAYMENT TO AND PROVISION FOR EMPLOYEES :		
(i) Payment to Employees :		
Exgratia & Bonus	298,852	18,000
Leave Salary	0	58,881
Misc Labour Salary	509,573	1,163,085
Office Salary	921,455	1,271,260
Retrenchment Compensation	0	306,330
	1,729,880	2,817,556
(ii) Contribution to PF & Other Funds :		
ESIC Contribution	0	41,021
	0	41,021
(iii) Gratuity Including Contribution to		
Group Gratuity Scheme		
Gratuity	349,320	385,440
Group Gratuity Insurance	5,000	36,199
	354,320	421,639
(iv) Staff Welfare Expenses :		
Staff Medical Expenses	1,600	650
Staff Welfare Expenses	13,483	14,796
Labour Welfare	0	1,800
	15,083	17,246
Total (i) + (ii) + (iii) + (iv)	2,099,283	3,297,462



SCHEDULE FORMING PART OF ACCOUNTS AS ON 31ST MARCH 2009.

	Current Year Rs.	Previous Year Rs.
SCHEDULE-P SELLING & DISTRIBUTION EXPENSES:		
Advertisement	88,787	57,471
Commission	523,238	975,605
Excise Expenses	15,967	3,878,556
Export Duty	2,354,825	0
Misc. Shipping	1,403,242	2,382,755
Noor Carting	1,382,678	710,794
Packing Charges	111,959	20,818
Shipping Agency	117,109	180,800
Shipping Freight	7,340,013	8,205,615
	13,337,818	16,412,414
SCHEDULE-Q ADMINISTRATIVE EXPENSES:		
Bus Fare	81,774	77,764
Director Travelling	47,787	0
Director Foreign Travelling	1,104,385	0
Insurance	67,395	500,669
Land Revenue	34,723	38,474
Municipal Tax	80,690	131,546
Office Rent	9,786	8,932
Postage	74,336	142,134
Professional Fees	563,070	1,158,157
Security Transaction Tax	0	26,886
Staff Travelling	105,831	20,906
Staff Foreign Travelling	316,196	0
Stationery & Printing	184,970	165,893
Subscription	38,026	51,055
Telephone	117,536	187,064
Telephones (Director)	108,291	104,868
Vehicle Repairs & Maintenance	947,905	936,408
W/off A/c (Debit & Credit)	2,803,554	0
	6,686,255	3,550,756
SCHEDULE-R FINANCIAL EXPENSES:		
Bank Commission	101,018	303,570
Interest (Bank)	529,639	4,001,485
Interest (Depositor)	665,321	2,342,622
Interest (Others)	5,000	79,455
Interest (TDS Late Payment)	1,132	3,053
Interest (Sales Tax Late Payment)	23,315	0
	1,325,425	6,730,185



SCHEDULE FORMING PART OF ACCOUNTS AS ON 31ST MARCH 2009.

	Current Year Rs.	Previous Year Rs.
SCHEDULE-S DIRECTORS' REMUNERATION & PERQUISITES :		
Club Expenses	0	2,810
Director Medical Expenses	0	108,494
Director Meeting Fees	47,000	55,000
Remuneration	1,080,000	1,080,000
Director PF Contribution	146,687	146,940
Superannuation	135,000	135,000
	1,408,687	1,528,244
SCHEDULE-T GENERAL EXPENSES :		
Air Conditioner Repairs	3,187	4,526
Application Fees	4,207	12,066
Boni	28,636	106,774
Building Repairs	0	321,628
Consumable Stores	0	951,406
Crain Mobile	5,500	11,885
Crain-Overhead	0	7,978
Electric Repairs	35,558	70,707
Filing fees	3,393	6,584
Foreign Exchange Rate Diff.	0	810,752
Furnace Repairs	0	53,082
Income Tax Expenses	0	11,000
Inspection Fees	32,532	78,260
Kasar	65	0
Land Rent	0	4,080
Licence Fees	0	79,700
Listing Fees	11,084	10,000
Machinery Repairs	0	64,701
Marking Fees	0	36,742
Misc Expenses	72,434	106,388
Professional Tax	4,400	1,000
Repairs & Maintenance	24,905	209,714
Stamping Fees	0	2,010
Service Charges	525,065	575,757
Service Tax	41,099	38,128
Stamp Papers	1,300	101,125
Tea Expenses	62,329	58,469
Testing Fees	19,661	4,472
	875,355	3,738,934
SCHEDULE-U DEPRECIATION		
Depreciation on Fixed Assets	826,215	5,515,196
Less : Transfer to Dep. Revaluation Reserve	0	1,751,459
	826,215	3,763,737

**SCHEDULE FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2009.****SCHEDULE-V : NOTES ON ACCOUNTS :-**

1. Previous year's figures have been regrouped/rearranged wherever necessary to make them comparable with current years figure.
2. Figures have been rounded off to the nearest Rupees for the purpose of presentation.
3. Debtors and Creditors balances appearing in the balance sheet are subject to confirmation of respective parties.
4. The Company has cancelled Group Gratuity Scheme taken with Life Insurance Corporation of India and amount received from LIC has been shown as income and gratuity amount paid to two employee on their retrenchment is charged to Profit & Loss Account.
5. The parties to whom loans & advances amounting Rs. 30,94,992/- have been given have defaulted in payment of interest. However the management is hopeful of recovery of principal amount only.
6. Director have been paid fixed monthly remuneration as minimum remuneration as per Schedule XIII to the Companies Act, 1956 therefore the computation of net profit for the purpose of Directors remuneration u/s 349 of the companies Act, 1956 is not necessary.
7. There are no outstanding creditors of S.S.I. Units for more than 30 days at the balance sheet date. There is no purchase from small scale industries.
8. Notes Relating to Discontinued Operation :
 - (a) On 22.02.2008, the Board of Directors of the Company has announced a plan to dispose off Company's Manufacturing Unit. In turn of the said announcement the company has entered into an agreement with M/s. Harisiddhi Traders, whereby the company has scrapped its all fixed assets relating to its Manufacturing unit and sold out the same to the M/s. Harisiddhi Traders for consideration of Rs. 3,86,35,041/- (Rs. 3,70,14,025/- towards value of fixed assets plus Rs. 16,21,016/- towards Vat). The disposal plan of the company is consistent with the Company's long term strategy to focus in its trading & export business of Mild Steel Section. Further the Company has sold out all its stock of Raw Material, stores and spares as well as other Misc Stock lying with its. The said discontinuation process has been completed on 12.10.2008. Out of the total consideration of Rs. 3,86,35,041/- receivable from M/s. Harisiddhi Traders, company has received Rs. 3, 73,42,381 and the balance is still outstanding.
 - (b) As the Company has scrapped out all its Fixed Assets relating to the Manufacturing Unit, No depreciation has been provided on such scrapped Fixed Assets.
 - (c) Further the Fixed Assets relating to manufacturing unit which were revalued on 31.03.1993 and disposed off, credit balance of Rs. 34,41,065/- lying in revaluation reserve A/c & pertaining to said fixed assets has been transferred to profit & Loss A/c.
9. Although, the Company has disposed off all its assets relating to manufacturing unit, will not effect the Company's status of going concern, as the Company is having long term strategy to focus in its trading and export business of Mild Steel Window Section.



10. The Company as a partner has made investment of Rs. 1,10,50,000/- in the capital of Avkar Realty and the Company's profit sharing ration is 46% in Avkar Realty.

11. Amount paid or payable to Auditors :-

	As at 31-3-09	As at 31-3-08
(i) Audit fees	56,180	56,180
(ii) Tax Audit Fees	16,854	16,836
(iii) Taxation	33,672	33,672
	<u>1,06,706</u>	<u>1,06,706</u>

12. Information as per part IV of Schedule VI to the Companies Act, 1956.

(1) Registration No. 11500 State Code 04

Balance Sheet Date : 31-3-2009

(2) Capital raised during the year (Amount in Rupees thousand)

Public issue Rs. Nil Right issue Rs. Nil

Bonus issue Rs. Nil Private Placement Rs. Nil

(3) Position of Mobilisation and Deployment of funds

(Amount in Rupees thousand)

Total liabilities	162163	Total Assets	162163
-------------------	--------	--------------	--------

Source of funds

Paid up capital	40920	Reserves & Surplus	47361
-----------------	-------	--------------------	-------

Secured Loan	--	Unsecured Loan	--
--------------	----	----------------	----

Deferred Tax Liability	803
------------------------	-----

Application of funds :

Net fixed Assets	26974	Investment	14569
------------------	-------	------------	-------

Net Current Assets	24623	Misc. Expenditure	Nil
--------------------	-------	-------------------	-----

Accumulated Losses	22918
--------------------	-------

(4) Performance of Company (Amount in Rs. thousand)

Total Income	67713	Total Expenditure	44045
--------------	-------	-------------------	-------

Profit/(Loss) before tax	23668	Profit/(Loss) after tax	19461
--------------------------	-------	-------------------------	-------

Dividend rate	Nil
---------------	-----

(5) Generic names of three principal products/service of Company

(as per monetary terms)

Item Code No. (ITC Code) 72.16

Product description Mild Steel Door, Windows and Ventilator Sections.



(6) Quantitative details of goods manufactured

(a) Licenced and installed capacity and production :

	As at 31-3-09	As at 31-3-08
	Qty./MT	Qty/MT
Licenced Capacity		
Steel Section	57,900	57,900
Installed Capacity		
Steel Section	--	57,900
Actual Production		
For Company	--	8,136

(b) Sales, Opening and Closing Stock :

(i) **SALES**

	As at 31-3-2009		At at 31-3-2008	
	Qty - MT	Amount Rs.	Qty/MT	Amount Rs.
Finished Goods	920	3,08,07,521	3,699	10,60,88,967
Scrap	128	33,98,588	369	63,61,385
Other Sales	--	--	175	2,54,287
Raw Materials	49	11,45,341	142	25,50,194

(ii) **STOCK**

Opening Stock	1,048	3,07,75,617	1,886	5,57,18,677
Closing Stock	--	--	1,048	3,07,75,617

(c) Quantitative details of Raw Material

	As at 31-3-2009		At at 31-3-2008	
	Qty / Mton	Amount/Rs.	Qty/Mton	Amount / Rs.
Op. Stock	49	10,95,444	314	66,28,672
Purchase	--	--	3,089	6,53,19,547
Total	--	--	3,403	7,19,48,219
Consumption	--	--	3,354	7,08,52,776
Sales	49	11,45,341	--	--
Closing Stock	--	--	49	10,95,443



(d) Imported and indigenous consumption :

	As at 31-3-09			As at 31-3-08		
	%	Qty/MT	Amount Rs.	%	Qty/MT	Amount Rs.
(A) Raw Material						
(i) Imported						
(ii) Indigenous	--	--	--	100	3,354	7,08,52,776
(B) Spare Parts						
(i) Imported	--	--	--	--	--	--
(ii) Indigenous	--	--	--	--	--	--

(e) Value of Imports, Expenditure and earning in foreign currency :

	As at 31-3-09	As at 31-3-08
	Rs.	Rs.
(a) CIF value of import	Nil	Nil
(b) Spare parts and components	Nil	Nil
(c) Earning in foreign currency (FOB Value of export)	2,84,22,326	7,14,26,059
(d) Expenditure in foreign currency	--	--

7 Quantitative details of Goods Traded

(a) Purchase, Sales opening and Closing Stock

i) Purchase

	As at 31-3-09		As at 31-3-08	
	Qty/MT	Amount Rs.	Qty/MT	Amount Rs.
Finished Goods	412	1,50,95,500	--	--

ii) Sales

	As at 31-3-09		As at 31-3-08	
	Qty/MT	Amount Rs.	Qty/MT	Amount Rs.
Finished Goods	412	2,33,04,742	--	--

iii) Opening & Closing Stock

Opening Stock	--	--	--	--
Closing Stock	--	--	--	--



(b) Imported and indigenous Goods

	As at 31-3-09			As at 31-3-08		
	%	Qty/MT	Amount Rs.	%	Qty/MT	Amount Rs.
A) Purchase						
i) Imported	--	--	--	--	--	--
ii) Indigenous	100	412	1,50,95,500	--	--	--
B) Other Goods & Spare Parts						
i) Imported	--	--	--	--	--	--
ii) Indigenous	--	--	--	--	--	--

(e) Value of Imports, Expenditure and earning currency

	As at 31-3-09	As at 31-3-08
	Rs.	Rs.
a) CIF value of imports	Nil	Nil
b) Spare parts and components	Nil	Nil
c) Earning in foreign currency (FOB Value of export)	2,30,09,319	--
d) Expenditure in foreign currency	--	--

(13) Earning per share (EPS), the numerators and denominators used to calculate Basic & Diluted earnings per share.

Particulars		<u>31-3-2009</u>	<u>31-3-2008</u>
Profit/(Loss) attributable to the Shareholders (Rs. in lacs)	A	194.61	(206.75)
Basic/Weighted average number of Equity Shares outstanding During the year.	B	40,92,000	40,92,000
Nominal Value of Equity Share (Rs.)		10/-	10/-
Basic/Diluted Earning per share (Rs.)		4.75	(5.05)



14. Related Party Disclosures

Sr. No.	Name of Related Parties	Nature of Relation	Nature of Transaction with related Parties	Volume of Transaction		Balance at the end of the year	
				2008-09	2007-08	2008-09	2007-08
1.	M/s. J & S Trading Co.	Associated Concern	Payment of Service Charges Reimbursement of Telephone Exp. Reimbursement of Electricity Exp.	2,79,000 13,160 26,129	2,79,000 8,310 23,895	1,51,174 Cr.	150,989 Cr.
2.	M/s. Steel Distributors	Associated Concern	Payment of Service Charges Reimbursement of Telephone Exp. Reimbursement of Electricity Exp.	1,94,400 5,722 33,867	1,94,400 16,331 31,521	1,89,748 Cr.	145,226 Cr.
3.	Gujarat Bright Bar Ind. Pvt. Ltd.	Associated Concern	Payment of Licence Fees	--	60,000	9,89,150 Cr.	5,24,150 Cr.
4.	Anilbhai K. Jhaveri	Director's Father	Interest	51,352	1,80,000	--	15,00,000 Cr.
5.	Anandbhai V. Shah	Managing Director	Remuneration Director Medical	1,80,000 --	1,80,000 23,644	--	--
6.	Darshanbhai A. Jhaveri	Managing Director	Remuneration Director Medical	1,80,000 --	1,80,000 8,358	--	--
7.	Ramaben N. Jhaveri	M.Ds' Mother	Interest	28,603	1,09,180	--	10,00,000 Cr.
8.	Anandbhai N. Jhaveri	Executive Director	Remuneration Interest	1,80,000 79,992	1,80,000 2,40,000	--	20,00,000 Cr.
9.	Shashankbhai I. Shah	Executive Director	Remuneration Director Medical	1,80,000 --	1,80,000 13,234	--	--
10.	Girishbhai D. Shah	Executive Director	Remuneration Director Medical	1,80,000 --	1,80,000 32,201	--	--
11.	Viralbhai A. Jhaveri	Executive Director	Remuneration Director Medical Interest	1,80,000 -- 8,285	1,80,000 31,057 36,000	--	3,00,000 Cr.
12.	Anilbhai K. Jhaveri (HUF)	Member of HUF is Director	Interest	48,821	1,33,180	--	12,00,000 Cr.
13.	Anilaben A. Jhaveri	M.Ds' Mother	Interest	--	1,19,672	--	--
14.	Ashokbhai K. Jhaveri	M.Ds' Father	Interest	--	1,22,541	--	--
15.	Ashokbhai K Jhaveri HUF	Member of HUF is M.D.	Interest	--	1,33,180	--	--
16.	Krishnionics Ltd.	Common Director	Interest	28,603	1,20,000	--	10,00,000 Cr.
17.	Alfa City Motors P. Ltd. P. Ltd.	Common Director	Interest	1,08,525	1,10,901	--	30,00,000 Cr.
18.	Gokul Metalizers P. Ltd.	Common Director	Interest	3,11,210	10,32,131	--	8500,000 Cr.
19.	Shailesh D. Shah	Director's Brother	Interest	--	1,39,017	--	--



SCHEDULE FORMING PART OF ACCOUNTS AS ON 31ST MARCH 2009.

SCHEDULE - W : SIGNIFICANT ACCOUNTING POLICIES :

1. SYSTEM OF ACCOUNTING :

(a) The financial statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principles and the provisions of the Companies Act, 1956, as adopted consistently by the company, except for certain fixed assets which have been revalued.

(b) The Company generally follows mercantile system of accounting and recognises significant items of income and expenditure on accrual basis.

(c) Benefit on account of entitlements to import duty free material under the "Duty Entitlement Pass-book" scheme is accounted for on accrual basis. Other Export incentives are also accounted for on accrual basis.

2. FIXED ASSETS :

Fixed Assets are stated at cost inclusive of incidental and/or installation expenses. They are stated at revalued amount being fair market value on the basis of valuation made by approved valuer. Surplus on account of revaluation is credited to the revaluation reserve account. However during the financial year the Company has disposed of all Fixed Assets relating to manufacturing unit and the credit balance in Revaluation reserve A/c pertaining to fixed assets disposed off has been transfer to Profit & Loss Account.

3. DEPRECIATION :

(A) Depreciation on the Assets has been provided on straight line method at the rates prescribed under Schedule XIV to the Companies Act, 1956.

(B) Company has scrapped out all its fixed Assets relating to manufacturing unit and no depreciation has been provided on such scrapped Fixed Assets.

4. INVENTORIES :

Inventories of raw materials, goods in transit, consumable stores, furnace oil and lubricants are valued at cost. Cost of inventories comprise of all cost of purchase & other cost incurred in bringing them to their respective present location and conditions. Finished goods is valued at cost or market value whichever is lower. Inventories of scrap valued at realisable value.

5. INVESTMENTS :

Valuation of long term quoted investment are stated at cost less provision, if any, for permanent diminution in value. Unquoted long term investment are valued at cost. Current Investment are valued at cost as per consistent practice of the Company.

6. FOREIGN EXCHANGE TRANSACTION :

Foreign Exchange transactions are converted into Indian Rupees at the rate of exchange prevailing on the date of transaction. Exchange rate difference is charged to Profit & Loss A/c on final payment of the



liability. Unsettled transaction at the close of the year are considered taking into account the exchange rate prevailing at the year end and diff. is charged to Profit & Loss Account.

7. EMPLOYEE BENEFITS:

Gratuity paid to employee retrenched charged to profit & Loss Account. Other payment made to employee on retrenchment of employees charged to Profit & Loss Account on payment basis.

8. TAXATION:

A Provision of Rs. 65,00,000 has been made in respect of current tax and a provision of Rs. 3,09,000 has been made for Fring Benifit Tax.

Deffered tax liability of Rs. 8.03.460 has been crated as per Accounting standard 22 "Accounting of Tax on Income" issued by ICAI on timing difference as follow..

Depreciation Provided	8,26,215
Depreciation allowable as per I. T. Act	(34,26,408)
Timing Difference	<u>(26,00,193)</u>

Signature to Schedule "A" to "W"

FOR DHIREN SHAH & CO.
CHARTERED ACCOUNTANT

(DHIREN SHAH)
PROPRIETOR

PLACE : AHMEDABAD
DATE : 09-05-2009

FOR AHMEDABAD STEELCRAFT LTD.

ASHOK C. GANDHI
CHAIRMAN

ANAND V. SHAH
DARSHAN A. JHAVERI
MANAGING DIRECTORS

SHASHANK I. SHAH
ANAND N. JHAVERI
GIRISH D. SHAH
VIRAL A. JHAVERI
EXECUTIVE DIRECTORS

KANISHKA H. KAJI
DIRECTOR

PLACE : AHMEDABAD
DATE : 09-05-2009

**CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2009**

	Rs. in Lakhs 31-3-2009	Rs. in Lakhs 31-3-2008
Net Profit as per P & L Account	194.61	(206.75)
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Add : Adjustment for Depreciation	8.26	37.64
Interest paid	12.01	64.27
Deferred Tax	8.03	8.53
Less :		
Interest Received	33.69	6.57
Dividend Received	0.84	3.69
Profit on Sales of Assets	248.65	2.54
Transfer from Revaluation Reserve	34.41	-
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	<u>(94.68)</u>	<u>(109.11)</u>
Add : Decrease in Loan & Advances	-	108.50
Increase in Current Liability & Provision	462.86	-
Decrease in Debtors	62.37	126.27
Decrease in Inventory	326.12	343.93
Less : Current liabilities provisions liquidated		
Increase in Loans & Advances	63.46	-
Decrease in current liabilities & provisions	-	147.60
Net Cash (Used)/Generated in Operation	<u>693.21</u>	<u>321.99</u>
Direct Tax Paid (Including Dividend Tax)	-	-
Net Cash (Used)/Generated in Operating Activities	<u>693.21</u>	<u>321.99</u>
B. CASH FLOW FROM INVESTING ACTIVITIES		
Sale of Fixed Assets	414.46	-
Interest received	33.69	6.57
Dividend received	0.84	3.69
Sales of Mutual Fund	-	107.54
Less : Purchase of Fixed Assets	(135.00)	(17.98)
Invest in Partnership Firm	(110.50)	-
Purchase of Mutual Fund	(25.00)	-
Net Cash (Used)/Generated in Investing Activities	<u>(178.49)</u>	<u>(99.82)</u>

**C. CASH FLOW FROM FINANCING ACTIVITIES**

Increase/ (Decrease) in Unsecured Loan	(185.00)	25.00
Increase / (Decrease) in Secured Loan	(253.98)	(387.75)
Interest Paid	(12.01)	(64.27)
NET CASH (USED)/GENERATED IN FINANCING ACTIVITIES	<u>(450.99)</u>	<u>(427.02)</u>
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENT (A+B+C)	420.72	(5.21)
OP. BALANCE OF CASH AND CASH EQUIVALENT	89.95	95.18
CL. BALANCE OF CASH AND CASH EQUIVALENT	510.67	89.95

FOR AHMEDABAD STEELCRAFT LTD.

ASHOK C. GANDHI
CHAIRMANANAND V. SHAH
DARSHAN A. JHAVERI
MANAGING DIRECTORSSHASHANK I. SHAH
ANAND N. JHAVERI
GIRISH D. SHAH
VIRAL A. JHAVERI
EXECUTIVE DIRECTORSKANISHKA H. KAJI
DIRECTORPLACE : AHMEDABAD
DATE : 09-05-2009**AUDITOR'S CERTIFICATE**

We have examined the attached Cash Flow Statement of Ahmedabad Steelcraft Limited, for the year ended 31st March, 2009. The Statement has been prepared by the company in accordance with the requirement of clause 32 of listing Agreements with the Stock Exchange and is based on and is in agreement with the corresponding Profit & Loss A/c. and Balance Sheet of the Company covered by our Report of even date to the members of the company.

FOR DHIREN SHAH & CO,
CHARTERED ACCOUNTANTS.(DHIREN SHAH)
PROPRIETORPlace : Ahmedabad
Date : 09-05-2009



AHMEDABAD STEELCRAFT LIMITED

Regd. office : 205, 206 "Abhijeet", 2nd Floor, Mithakhali Six Roads, Navrangpura, Ahmedabad - 380 006

PROXY FROM

I/WE.....
of..... being a Member/Members of AHMEDABAD STEELCRAFT
LIMITED here appoint shri/smt. of.....
of..... as my/our proxy to attend and vote for me/us and on my/our,
behalf at the 37th Annual General Meeting of the Company to be held in the premises of Gujarat
Chamber of Commerce and Industry, Ashram road, Ahmedabad on 3rd day of September, 2009 at
12.00 Noon, and at any adjournment thereof.
Signed this.....day of.....2009

Affix
One Rupee
Revenue
Stamp

Registered Folio No.....

DPID No.

Signature (s) of Member (s)

Note : This instrument of Proxy, after being duly filled in, must be deposited at Registered Office of
the Company not later than 48 hours before the time for holding the meeting.

----- Tear Here -----

AHMEDABAD STEELCRAFT LIMITED

Regd. office : 205, 206 "Abhijeet", 2nd Floor, Mithakhali Six Roads, Navrangpura, Ahmedabad - 380 006

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE
OF THE MEETING HALL. ONLY MEMBERS OR THEIR PROXIES ARE ENTITLED TO BE
PRESENT AT THE MEETING.

Full name of the Shareholder or Proxy : _____
(BLOCK LETTERS)

No. of Shares held : _____

I hereby record my presence at the 37th Annual General Meeting of the Company in the Premises of
Gujarat Chamber of Commerce and Industry, Ashram Road, Ahmedabad on 3rd day of September,
2009 at 12:00 Noon.

Registered Folio No. _____

DPID No. _____

Signature of the Shareholder/Proxy _____



BOOK-POST

TO

AHMEDABAD STEELCRAFT LIMITED

If Undelivered Please return to :

AHMEDABAD STEELCRAFT LIMITED

205, 206 "Abhijeet" 2nd Floor,
Mithakhali Six Roads, Navrangpura,
Ahmedabad - 380006