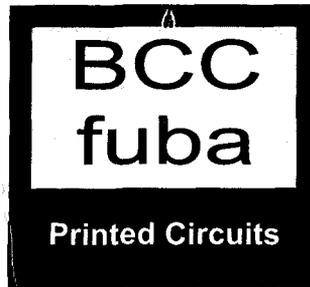
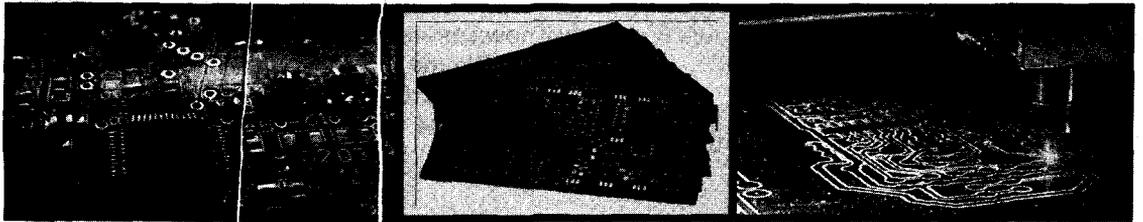


**27th
ANNUAL REPORT
2012-2013**



BCC FUBA INDIA LIMITED



BCC FUBA INDIA LIMITED
27TH Annual Report

BOARD OF DIRECTORS

- | | | |
|----|--------------------|---------------------------------|
| 1. | MRS. RENU BHAGAT | CHAIRPERSON & MANAGING DIRECTOR |
| 2. | MR. S. S. BAIDWAN | WHOLE TIME DIRECTOR |
| 3. | MR. VEENU PASRICHA | DIRECTOR |
| 4. | MR. R.M. MEHTA | DIRECTOR |
| 5. | MR. H.R. ANSARI | DIRECTOR |
-

AUDITORS

AGGARWAL & RAMPAL
Chartered Accountants
201-205, Sawarn Apartments,
19, DDA Commercial Complex
Madangir, New Delhi-110062

INTERNAL AUDITORS

S.MALHOTRA & CO.
Chartered Accountants
E-513, Greater Kailash-II
New Delhi - 110048

- | | | |
|---------------------------------|---|--|
| Regd. Office & Works | : | 4km., Swarghat Road, Nalagarh-174 101
Distt. Solan, Himachal Pradesh. |
| Head Office | : | 34-H, ASHOKA AVENUE,
SAINIK FARM, NEW DELHI-110062 |
| Share Transfer Agent | : | M/s. LINK INTIME INDIA PRIVATE LIMITED
(Formerly Known as – Intime Spectrum Registry Limited)
44, Community Centre, 2 nd Floor, Naraina Industrial Area,
Phase-I, New Delhi-110028
Ph-011-41410592-94 |

NOTICE

Notice is hereby given that the 27th Annual General Meeting of the members of **M/s. BCC FUBA INDIA LIMITED** will be held on Thursday the 29th day of August, 2013 at 10.15 A.M. at the Registered office of the Company at 4Km., Swarghat Road, Nalagarh, Distt. Solan (H.P) to transact the following business;

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March 2013 and the Statement of the Profit and Loss for the year ended on that date and the Reports of Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Veenu Pasricha who retires by rotation and being eligible, offers himself for re-appointment.
3. "RESOLVED THAT pursuant to provision to sub section (6)(a) of Section 224 of the Companies Act 1956, M/s. Jawahar Kalra & Co. Chartered Accountants, New Delhi be and are hereby appointed as Statutory Auditors of the Company to fill the vacancy caused by the resignation of M/s. Aggarwal & Rampal, Chartered Accountants, until the conclusion of the next Annual General Meeting of the Company at a remuneration as the Board of Directors may determine."

SPECIAL BUSINESS:

4. **To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution.**

"RESOLVED THAT pursuant to the provisions of Section 269,198,310 and 311 and all other applicable provisions of the Companies Act, 1956 (hereinafter referred to as "the Act") read with schedule XIII of the Act and subject to the approval of Central Government, if required, the Company hereby accords its approval to the appointment of Mrs. Renu Bhagat as Chairperson and Managing Director of the company for a period of five years w.e.f. 05.03.2013 on the following remuneration:

Basic Salary	:	Rs. 1,00,000/- p.m
H.R.A	:	24,000/- p.m
Total	:	<u>Rs. 1,24,000/- p.m</u>

Perquisites:

1. As per Rules of the company
2. Leave Travel Concession for self and family in accordance with the Rules of the company.
3. Leave on full pay and allowance as per rules of the company.
4. Gratuity payable as per Rules of the company
5. Benefits of Provident fund and superannuation fund as per Rules of the company
6. Benefits of mediclaim as per Rules of the company

"RESOLVED FURTHER THAT in the event where in any financial year during the currency of tenure of Mrs. Renu Bhagat, the company has no profits or its profits are inadequate it may pay a remuneration to Mrs. Renu Bhagat the total of which will not exceed the ceiling limit as specified in Section II Part II (B) of Schedules XIII of the Act unless the consent of the Central Government is obtained.

"RESOLVED FURTHER THAT all other terms and conditions of Mrs. Renu Bhagat appointment shall remain in full force until revised by the Board.

By order of the Board of Director

For BCC Fuba India Limited

Sd-

(Renu Bhagat)

Chairperson and Managing Director

Date :29.07.2013

Place: New Delhi

NOTES:

1. Explanatory statements for the item no.3 & 4 as required under section 173(2) of the Companies Act, 1956 are annexed.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy so appointed need not be a member of the company.
3. The proxy form duly executed and properly stamped should reach the Company at its Registered office at least 48 hrs. before the time of meeting.
4. Pursuant to Sec.154 of the Companies Act, 1956 and clause 16 of the Listing Agreement Register of members and the share transfer books of the company will remain closed from 23.08.2013 to 29.08.2013 (both days inclusive).
5. Members desiring any information on the accounts at the Annual General Meeting are requested to write to the Company at least 7 (seven) days in advance, so as to enable the Company to keep the information ready.
6. Members are requested to bring with them the attendance slip sent with the Annual Report duly completed and signed and hand it over at the entrance.
7. Members are requested to inform immediately any change in their address to the Company's share transfer Agents.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrars and Transfer Agents, M/s.LINK INTIME INDIA PRIVATE LIMITED.
9. All communications relating to shares are to be addressed to the Company's Share Transfer Agents M/s..LINK INTIME INDIA PRIVATE LIMITED of 44,Community Centre 2nd Floor, Naraina Industrial Area, Phase-I, New Delhi-110028.

EXPLANATORY STATEMENT:

The explanatory Statement pursuant to section 173 (2) of the Companies Act, 1956 for item numbers 3 & 4 of the accompanying notice are as under

Item No.3

Proviso to section 224(6)(a) lays down that where vacancy in the office of a Auditor is caused by the resignation of the existing auditor, the vacancy shall be filled only by the company in the General Meeting. Hence this resolution for approval by the members. The letter of resignation of M/s Aggarwal & Rampal, Chartered Accountants may be inspected at the registered office of the company at 4 Km. Swarghat Road, Nalagarh-174101, Distt. Solan (H.P.) during the business hours of any working day.

In terms of Articles 67(2) of the Articles of Association of the Company the appointment of Auditors is to be made by special resolution.

The member may consider and pass necessary resolution.

None of the director is directly interested in the proposed resolution.

Item No.4

Mrs. Renu Bhagat Director was appointed, subject to approval of Shareholders in their Ensuing Annual General Meeting Chairperson & Managing Director of the Company by the Board of Directors in their meeting held on 05.03.2013 to fill the vacancy caused due to unfortunate sad demise of founder Chairman & Managing Director Mr. Vidya Sagar Bhagat, Mrs. Renu Bhagat is on the Board since the date of incorporation of the company and she as a close associates and being the wife of Late Mr. V. S. Bhagat has gained plenty of experience required to run, manage and administer the affairs of the company.

Except Mr. Veenu Pasricha none of the Director is interested in the above proposal. Your Board of Directors commends the resolution set out in item no 4 for members approval.

**Details of Directors seeking appointment/re-appointment at the forthcoming
Annual General Meeting
(Pursuant to Clause 49 of the Listing Agreement)**

Name of the Directors	Mrs. Renu Bhagat	Mr. Veenu Pasricha
Date of Birth	16.07.1944	24.12.1963
Date of Appointment	05.03.2013	26.06.2000
Expertise in specific functional areas	More than 22 years of experience to manage and administer the affairs of the company.	More than 20 years of experience to manage and administer the affairs of the company.
Qualification	Graduate	B.Tech, IIT Delhi
Shareholdings in the Company	1616181 [26.67%]	Nil
Directorship in other Public Ltd Company	Maya Enterprises Limited	Maya Enterprises Limited A.V. Workshop Limited
Membership in Committees in other Public Ltd. Companies	Nil	Nil

Disclosures:

- [a] The shareholders are being informed of the remuneration package by way of explanatory statement as given above.
- [b] The details of remuneration etc. are also included in the Corporate Governance Report forming part of the Annual Report of the Company.
- [c] The terms and conditions of remuneration as set out above may also be treated as an abstract of the agreement between the Company and Mrs. Renu Bhagat, as Chairperson & Managing Director pursuant to Section 302 of the Companies Act, 1956.
- [d] The Resolutions regarding appointment Mrs. Renu Bhagat as Chairperson & Managing Director of the Company are concerned for acceptance by the members.

**By order of the Board of Director
For BCC Fuba India Limited**

Sd-

Renu Bhagat

Chairperson and Managing Director

Date 29.07.2013

Place: New Delhi

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the 27th Annual Report and the audited Accounts of the Company for the financial year ended 31st March 2013

FINANCIAL RESULTS

	(Rs. In lacs)	
	2012-13	2011-12
Turnover	773.79	640.18
Profit/(Loss) before Interest & Depreciation	(67.82)	(28.07)
Financial Charges	(13.38)	(42.06)
Profit/(Loss) before Depreciation	(81.20)	(70.13)
Depreciation	11.64	13.85
Net Profit/ (Loss)	(92.84)	(83.98)

DIVIDEND

Company has suffered loss and therefore no dividend was declared.

OPERATIONAL HIGHLIGHT

[A] The global economic disturbances continued to bring challenges to the electronics industry during the Year. Consumer demand for electronic products has largely declined leading to a significant decrease in sales orders. Average selling prices also experienced a drastic fall.

Despite of the adverse business trend Sales for the year ended March 31, 2013 increased 20.87% to Rs.773.79 lacs compared to Rs.640.18 lacs in 2012. This growth was driven primarily by the better utilisation of scare resources and also professionally management of the production under the dynamic and most experience Director Mr. Sukhminder Singh Baidwan. However loss during the year increased by 8.86 lacs in comparison of the loss of the previous year. The continuity in loss is primarily due to under utilization of the installed capacity and running the factory below the BEP in addition to increase in overheads.

This increase in demand is expected to continue during the first quarter of financial year 2013-14.

[B] Your company is listed with BSE. Promoter of public limited company which shares are listed with stock exchange cannot bring capital unless it goes for right issue/ or preferential issue. Due to loss in the past years and provision of Depreciation on straight line method the net worth of the company has been eroded therefore the promoters who has given unsecured loan to the company requested to treat the said loan as quasi capital of the company in order to revive the financial health of the company.

DIRECTORS

The Board of Directors place on record, with profound grief, the sad demise of the illustrious founder and Chairman & Managing Director of the company Mr. Vidya Sagar Bhagat on 18.02.2013 and his consequent cessation from the Directorship of the Company effective from that date.

The Board recalls the services rendered by him to the industry as well as to the society during his lifetime and express their gratitude to Mr. V. S. Bhagat for his valuable guidance and support for the promotion and growth of the company from its inception.

At the Meeting of the Board of Directors of the Company held on 15.05.2013, Mr. A.P. Mathur expressed his intention to relinquish his position as Director of the Company and accordingly from the Chairman of the committees of the Board of Directors and requested the Board to accept his request with immediate effect.

The Board with great reluctance and utmost regret accepted Mr. A.P. Mathur request to relinquish his office as Director of the Company with the conclusion of the Board meeting held on 15.05.2013. The Board has placed on record his sincere appreciation of the valuable services rendered by Mr. A. P. Mathur during his tenure as a Director of the Company.

Mr. Veenu Pasricha retires by rotation and, being eligible, offers himself for re-appointment.

The Board of Directors at its Meeting held on 5th March, 2013 have pursuant to the approval of the Remuneration Committee of the Board and subject to the approval of the Members to be obtained at the ensuing Annual General Meeting of the Company, appointed Mrs. Renu Bhagat as the Chairperson & Managing Director for a period of 5 years with effect from 5th March, 2013.

CAPITAL STRUCTURE:

During the year under review, the share capital of your company remained unchanged.

AUDITORS

M/s. Aggarwal & Rampal, Chartered Accountants, statutory of the company has tendered their resignation from the office of the company. The Board recall the services rendered by him to the company and express their gratitude for his valuable guidance and support to the company and accepted their resignation w.e.f. from the conclusion of this Annual General Meeting.

M/s Jawahar Kalra & Co. consented and given a certificate that if such appointment for the year 2013-14 is made, it will be in accordance with the requirement of the provisions of section 224(1B) of the Companies Act 1956 and its ceiling within prescribed under the Companies Act 1956. Your Directors and audit committee recommend their appointment to hold office until the conclusion of this annual general meeting to the ensuing General Meeting.

COST AUDITOR:

Your Board has not appointed any cost Auditor for the financial year ended 31.03.2013 as the financial position of the company is very poor and not able to bear the professional fees of the cost auditor as suggested by the Institute of Cost and Management Accountant of India. As the financial position improves the company will appoint Cost Auditor pursuant to the direction from the Ministry of Corporate Affairs, Government of India.

FIXED DEPOSIT:

The company did not accept any deposits covered under section 58A of the Companies Act, 1956 during the year under review.

INSURANCE:

All the insurable interests of your Company including inventories, buildings, plant and machinery and liabilities under legislative enactments are adequately insured.

LISTING OF SECURITIES:

At present the securities of the Company are listed with The Stock Exchange Mumbai. The company had proposed to delist the equity shares from all the Stock Exchanges except the Stock Exchange Mumbai and the proposal for delisting is under consideration before the Delhi Stock Exchange Association Limited, The Stock Exchange Ahmedabad, Ludhiana Stock Exchange Association Limited and the Calcutta Stock exchange Association limited and the approval for delisting of the shares is awaited.

DEPOSITORY SYSTEM

As per the SEBI Guidelines M/s. LINK INTIME INDIA PRIVATE LIMITED having office at 44, Community Centre 2nd Floor, Naraina Industrial Area, Phase-I, New Delhi-110028 have been associated with us as share transfer agent. All the members are requested to contact them for any kinds of shares related matters.

THE CORPORATE GOVERNANCE CODE

Implementation of Corporate governance is a turning point in bringing the transparency in the regulation and administration of corporate matters. We have implemented the corporate governance in spirit having vision to bring the complete discipline between the function and corporate regulation.

As a proactive step your Company has been following the Corporate Governance practices like striking out reasonable balance in the Composition of Board of Directors, setting up Audit Committee and other Business Committees, adequate disclosures and business to be deliberated by the Board etc, even before the code became mandatory applicable.

A Report in line with the requirements of clause 49 of the Listing Agreement on the Corporate Governance practices followed by the Company and the Auditors' Certificate on Compliance of mandatory requirements along with Management Discussion and Analysis, are given as an annexure to this report.

AUDITORS' REPORT- OBSERVATION OF THE AUDITORS IN THE ANNUAL ACCOUNT

The auditors' report on the accounts of the Company is self-explanatory.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The report as required under the listing agreements with the Stock Exchanges is annexed and forms part of the

Directors' Report.

DIRECTORS' RESPONSIBILITY STATEMENT:

While preparing the annual financial statements the Company has adhered to the following:

In the preparation of the said financial statements the Company has followed the applicable accounting standards, referred to in Section 211(3-C) of the Companies Act, 1956.

The company has followed the said accounting standards and has been applying them consistently and has made judgments and estimates that are reasonable, prudent and are in the interest of the Company's business, so as to give a true and fair view of the state of affairs of the Company as at March 31, 2013 and Statement of the profit & loss of the Company, for the said period.

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.

The Directors have prepared the financial statements on a going concern basis.

CEO CERTIFICATION:

Chairperson and Managing Director and Manager (Finance & Accounts) have certified to the Board that:

1. We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
- (a) these statements do not contain any materially untrue statement or omit any material fact contain statements that might be misleading.
- (b) 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.
2. There are, to the best of our knowledge and belief, no transaction entered into by the Company during the year, which are fraudulent, illegal or violative of the company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in design or operation of internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
4. We have brought in notice to the auditors and the Audit Committee all the material transaction which have substantial effect on the financial health of the company

INDUSTRIAL RELATIONS

The relations with labour remained cordial during the year.

ENERGY CONSERVATION/ TECHNOLOGY ABSORPTION/ FOREIGN EXCHANGE EARNING AND OUTGO

Particulars of Energy Conservation / Technology Absorption and Foreign Exchanges earnings and out go as per Section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of the particulars in the Report of Board of Directors) Rules 1988, are given annexure "I" and form part of this report.

PARTICULARS OF EMPLOYEES

Particulars of employees under Section 217(2A) of the Companies Act, 1956 read with the companies (Particulars of employees) Rules 1975, are given in Annexure II and form part of this report.

ACKNOWLEDGEMENT:

Yours Directors take the opportunity to offer thanks to the State Bank of Patiala for their valuable assistance.

Yours Directors also wish to place on record their deep sense of appreciation for services of the executives, staff and workers of the company for smooth operations of the Company.

Place: NewDelhi
Date: 29.07.2013

By order of the Board of Directors
Sd/-
(RENU BHAGAT)
Chairperson & Managing Director

ANNEXURE-I

Information required under Section 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 for the Period ended 31st March 2013.

CONSERVATION OF ENERGY

Your Company continues to give high priority to conservation of energy on an on-going basis. The required information in the prescribed 'Form A' are given hereunder.

FORM'A'

A. POWER AND FUEL CONSUMPTION

1. Electricity

	<u>Current Year</u>	<u>Previous Year</u>
(a) Purchased		
Units	1411929	1203660
-Total Amt.(Rs. In Lacs)	78.15	64.93
-Rate per Unit (Rs.)	5.53	5.39
(b) Own Generation		
i) Through Diesel generator		
- Units	41382	21226
Units per lt.of diesel Oil	3.14	3.38
- Cost per unit (Rs.)	13.55	11.68
ii) Through steam turbine/ generator	Nil	Nil
2. Coal	Nil	Nil
3. Furnace Oil	Nil	Nil
4. Others Internal Generation	Nil	Nil

CONSUMPTION PER UNIT OF PRODUCTION

	Printed Circuit Boards	
Product		
Electricity consumed	92.42 units	100.67 units
Per sq.mtr.	(Rs532.64)	(Rs.554.00)

RESEARCH AND DEVELOPMENT (R&D)

Research and development continues to be given high priority. A number of developments have been incorporated in the products due to these efforts.

TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

The technology imported from M/s Fuba Printed Circuits GMBH (Formerly Fuba Hans Kolbe & Co.) the technical collaborator of your Company, has been fully absorbed and we are able to manufacture the products without any foreign technical assistance. The company has developed capacity to manufacture the multilayer boards and double-sided boards with SMT pads.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

	<u>2012-2013</u>	<u>2011-2012</u>
	<u>(Rs. in Lacs)</u>	<u>(Rs. in Lacs)</u>
A. FOREIGN EXCHANGE USED		
1. Traveling expenses	NIL	NIL
2. Raw materials/chemicals/Stores and spares etc. Imported	232.77	154.13
3. Others (P&M)	2.70	NIL
FOREIGN EXCHANGE EARNED	0.00	0.68

ANNEXURE-II

Particulars of Employees under Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 and forming part of the Directors' Report for the year ended 31 March 2013.

Name of the Employee	:	Mr. Vidya Sagar Bhagat (till 18.02.2013)
Age	:	72 Years
Designation/ Nature of Duties	:	Chairman & Managing Director/looking After the Company's affairs till 18.02.2013
Gross remuneration	:	1448714/- (till 18.02.2013)
Qualification	:	B.A. (Hons) in Economics
Experience	:	50 years
Date of Commencement of Employment	:	01.04.1990
Previous Employment/ Position Held	:	Bhagat Construction Co. Pvt. Ltd.. Director

NOTES

1. Mr. V.S Bhagat is related to Mrs. Renu Bhagat and Mr. Veenu Pasricha, Directors.
2. Remuneration received includes Gross salary, Employer's Contribution towards provident fund, medical reimbursement, cost of hiring leased/ concessional leased accommodation.
3. There is no employee in the Company, who is in receipt of remuneration in excess of that drawn by Managing Director and holds himself or alongwith his spouse and dependent children, not less than two percent of the equity shares of the company.

CORPORATE GOVERNANCE**1. Company's philosophy on code of corporate governance:**

Corporate Governance at BCC Fuba is a systematic process by which Company is directed and controlled to enhance their excellence. Company recognizes fundamentals to securing the trust of investors and key stakeholders. BCC Fuba's management, together with our Board of Directors, continually evaluates processes and implements procedures designed to maintain strong governance and operations standards. In addition to the basic governance issue, the Board lays strong emphasis on attainment of high levels of transparency, accountability and integrity.

2. Board of Directors

The Board of Directors consists of 5 Directors.

Composition and category of Director is as follows:

Executive Directors:

Mrs. Renu Bhagat

Mr. Sukhminder Singh Baidwan

Non-executive and Independent Directors

Shri Veenu Pasricha

Shri R.M. Mehta

Shri H.R. Ansari

Composition, Attendance at the Board Meetings and the last Annual General Meeting, Outside Directorships and other Board Committees

Director	No. of Board meetings attended	Attendance at previous AGM on 29.09.2012	No. of outside Directorship held	No. of membership/ chairpersonship in Committees	Executive/Non-executive/ Independent
1. Mrs. Renu Bhagat	6	Present	4	1	Executive
2. S. S. Baidwan	2	Present	Nil	Nil	Executive
3. Mr. A.P. Mathur	5	Present	1	3	Non-executive and independent
4. Mr. R.M. Mehta	5	Absent	0	2	Non-executive and independent
5. Mr. Veenu Pasricha	6	Present	4	2	Non-executive and independent
6. Mr. H.R. Ansari	6	Absent	3	0	Non-executive and independent

3. Number of Board meetings held and the date on which held

Six Board meetings were held during the year. The dates on which the meetings were held are as follows 16.04.2012, 28.05.2012, 31.07, 2012, 31.10.2012, 25.01.2013 and 05.03.2013

Code of Conduct for Board Members & Senior Management Team:

Pursuance to the provisions of clause 49 of the Listing Agreement, the Board has laid down a Code of Conduct for all Board Members and Senior Management Team.

All Board Members and Senior Management Team have affirmed compliance of code of conduct as on 31.03.2013 and a declaration to that effect signed by Chairperson & Managing Director is attached and forms part of this report.

4. Audit Committee:

The Audit committee comprises of Mr. R.M. Mehta, Mr. Veenu Pasricha and Mr. H. R. Ansari all being non-executive and independent Directors. The composition, role, functions and power of the audit committee are in tune with the requirements of applicable laws and regulations and guidelines issued/to be issued by the Regulatory Authorities.

Mr. A.P. Mathur has resigned from the office of Director with effect from 15.05.2013.

During the year, the committee has met four times. Attendance of each member at the committee meeting were as follows:

Sl. No.	Name of the Members	Status	No. of Meeting attended
1.	Sh. A.P.Mathur	Chairperson & Independent Director	3(resigned w.e.f. 15.05.2013)
2.	Sh. R.M. Mehta	Independent Director	4
3.	Sh. Veenu Pasricha	Independent Director	4
4.	Sh. H.R. Ansari	Independent Director	Nil

5. Remuneration Committee:

Remuneration committee consists of Non-executive Independent Directors Mr. R.M. Mehta, Mr. Veenu Pasricha and Mr. H. R. Ansari. The committee recommend/ review the remuneration package of the Managing Director/ Whole-time Director(s) in accordance with the existing industry practice and also with the provisions of the Companies Act, 1956.

Details of remuneration paid to Managing Director/ Whole Time Director is as follows:

Sh. V.S. Bhagat	Managing Director	Rs. 13,10,857/- (till 18.02.2013)
Mrs. Renu Bhagat	Managing Director	Rs. 1,08,000/- (w.e.f.05.03.2013)
Mr. S. S. Baidwan	Whole Time Director	Rs. 3,17,548/-

Besides these they may be entitled to Company's contribution to P.F. Fund, Superannuation fund, Gratuity, Medical Reimbursement and encashment of leave at the end of tenure as per the Rules of the Company

Remuneration paid to non-executive directors

No remuneration is paid to Non-executive Directors except sitting fees for attending the meeting of Board of Directors and committee thereof.

The fees paid for the year ended 31st March 2013 to the Directors are as follows:

Sl. No.	Name of the Directors	Amount in Rs.
1.	Shri A.P.Mathur	13500
2.	Shri Veenu Pasricha	14500
3.	Shri R.M. Mehta	15000
4.	Ms.Renu Bhagat	10000
5	Shri H.R. Ansari	7500

6. Shareholders grievances committee:

Shareholders grievances committee is headed by Smt. Renu Bhagat Chairperson & Managing Director of the Company as Chairperson and comprises two other Directors Mr. R.M. Mehta and Sh. Veenu Pasricha as member. The committee observes and review the shareholders grievances and ensures to provide prompt and satisfactory services to the shareholders.

During the year, no complaints were received from the shareholders. No investors complaints was pending as on 31.03.2013.

M/s. LINK INTIME INDIA PRIVATE LIMITED. having office at 44, Community Centre 2nd Floor, Naraina Industrial Area, Phase-I, New Delhi-110028 has been working as common share transfer agent for all the work related to both physical and electronic mode of equity shares.

General Body Meetings:

Location and time for last three Annual General meeting:

Year	Location	Date	Day	Time
2009-10	4 Km. Swarghat Road, Nalagarh-174104, Distt. Solan, Himachal Pradesh.	30.09.2010	Thursday	10.00 A.M
2010-11	4 Km. Swarghat Road, Nalagarh-174104, Distt. Solan, Himachal Pradesh.	30.09.2011	Friday	2.30 P.M
2011-12	4 Km. Swarghat Road, Nalagarh-174104, Distt. Solan, Himachal Pradesh	29.09.2012	Saturday	11.00 A.M

No resolution was required to be put through postal ballot.

7. Disclosures

The related party transactions have been disclosed in Notes of Account forming part of the Statement of Accounts for the financial year ended 31st March, 2013 and since the necessary disclosures were made in respect of the said transactions to the respective Boards of Directors, no transaction is considered to be in potential conflict with the interests of the company at large.

There has not been any non-compliance, penalties or strictures imposed on the company by the stock exchange (s), Securities and Exchange Board of India or any other statutory authority, on any matter relating to the capital markets, during the last three years.

8. Means of communication

The quarterly, Half-yearly and Annual Results are generally published by the Company in English Financial Express, and vernacular Divya Himachal/ Himachal Times Hindi edition. The company have its web site. Official news releases and notices etc. are sent to the Stock Exchange at Mumbai where shares of the company are listed.

9. General shareholders information:

(a) Annual General Meeting:

Date and time : 29th August 2013 at 10.15 A.M.
 Venue : 4 Km. Swarghat Road, Nalagarh-174101
 Distt. Solan, Himachal Pradesh

(b) Financial Calendar (tentative)

Annual General Meeting : 29.08.2013
 Results for the quarter ending 30.06.2013 : Last week of July, 2013
 Results for the quarter ending 30.09.2013 : Last week of October, 2013
 Results for the quarter ending 31.12.2013 : Last week of January, 2014
 Results for the quarter ending 31.03.2014 : Last week of May, 2014

(c) Book Closure Date : 23.08.2013 to 29.08.2013

(d) Listing of Equity Shares : Mumbai

(e) Stock Market Data

Month	Bombay Stock Exchange (BSE)	
	Month's High Price	Month's Low Price
April. 2012	3.30	2.72
May. 2012	3.40	3.00
June. 2012	3.82	3.08
July. 2012	3.80	3.33
Aug. 2012	3.45	2.90
Sept. 2012	2.91	2.45
Oct. 2012	4.05	2.50
Nov. 2011	4.45	3.36
Dec. 2012	3.36	2.55
Jan. 2013	4.72	2.73
Feb. 2013	7.00	4.08
March 2013	7.55	6.13

(f) Registrar & Share Transfer Agent and Communication regarding all kinds of Share related matters : M/s.LINK INTIME INDIA PRIVATE LIMITED
 44,Community Centre , 2nd Floor, Naraina Industrial Area, Phase-I, New Delhi-110028

(g) Shareholding pattern as on 31.03.2013

Sl. No.	Category	No. of shares	Percentage
1	Promoters	2332485	38.50
2	Indian Financial Institutions, Banks, Mutual Funds	78423	1.29
3	Foreign Institutional Investors/ NRIs	-	-
4	Others	3648142	60.21
	Total	6059050	100.00

(h) Distribution on shareholding as on 31.03.2013

No. of share held	No. of Shareholders	% of shareholders	No. of Equity shares	% of shareholding
1-2500	9976	82.09	1254774	20.71
2501- 5000	1219	10.03	486838	8.04
5001-10000	520	4.28	421006	6.95
10001-20000	229	1.88	357134	5.89
20001-30000	77	0.64	202323	3.34
30001-40000	22	0.18	77570	1.28
40001-50000	31	0.26	144663	2.39
50001-100000	50	0.41	383641	6.33
above 100001	28	0.23	2731101	45.07
Total	12132	100.00	6059050	100.00

The above report was adopted by the Board of Directors at their meeting held on 29.07.2013

Declaration regarding Compliance of code of conduct:

I, Renu Bhagat Bhagat, Chairperson & Managing Director of M/s. BCC Fuba India Limited hereby declare that all Board Members and Senior Management Team have affirmed compliance of the code of conduct during the financial year ended 31.03.2013.

Place: New Delhi

Date-29.07.2013

(Renu Bhagat)

Chairperson & Managing Director

AUDITORS CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENTS**To the Members of BCC FUBA INDIA LIMITED**

We have reviewed the implementation of Corporate Governance by BCC FUBA INDIA LIMITED (the company) during the year ended 31.03.2013, with the relevant records and documents maintained by the company, furnished to us for our review and the report on Corporate Governance as approved by the Board of Directors.

The compliance of conditions on Corporate is the responsibility of the Management. Our examination was limited to review of 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.

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.

We state that no valid investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Shareholders/ Investors Grievances Committee.

On the basis of our review and according to the information and explanations provided to us, the conditions of corporate Governance as stipulated in clause 49 of the Listing Agreement(s) with the stock Exchange have been complied with in all material respect by the Company.

For Aggarwal & Rampal,

Chartered Accountants

Sd/-

Place:

Date: 15.05.2013

(Vinay Aggarwal)

Partner

M.No, 082045

MANAGEMENT DISCUSSION AND ANALYSIS**Financial Performance:**

For the financial year ended 31 March 2013, the Company recorded a turnover of Rs.773.78 lacs and loss for the year of Rs.92.84 Lacs as compared to turnover of Rs.640.18 lacs and loss of Rs. 83.98 Lacs for the year ended 31 March 2012, representing an increase of approximately 20.87% in sales. Finally, the increase in turnover from PCB was mainly due to proper utilization of the limited resources and better management. However the increase in loss is a matter of deep concern for management. New team under the leadership of Mrs. Renu Bhagat Chairperson and Managing Director of the company is taking all possible steps to improve the financial performance including optimization of the production capacity to the installed capacity.

Industrial Structure and Development:

Printed circuit boards (PCB), are one of the fundamental components found in most electronic products such as mobile phones, digital cameras, computer products, Electronic Equipments like UPS, Inverter and others consumer electronics products. To accommodate miniaturisation and increasing number of components of electronic devices, PCB require finer circuitry and more layer count. The industry continued to grow but competition has also intensified and competitors have expanded their production capacity. More and more PCB facilities are being established in China PCB solution providers in China are becoming more competitive in the world.

Opportunities, threats, Risk and Concerns:

The company is principally engaged in the manufacturing and sale of Printed Circuit Board (PCB). Due to the strong overall demand from downstream electronic consumer products, such as inverter, multimedia products, mobile phones.

The indigenous market for PCBs is expected to boom over the next couple of years in consonance with worldwide trends. Hence there should be ample demand for PCBs. But as installed capacity is increasing faster than demand the inevitable corollary is a fall in prices. The situation is made worse by the fact that cost of inputs is rising sharply globally in response to inadequate capacities and spiraling demand.

This fast-moving industry requires large financial resources to invest in new technology for manufacturing equipment and training. Companies must develop improved manufacturing processes and materials to reap the benefits of first-mover advantages.

Thus great opportunities exist for expanding capacity and production. However one can not expect a proportionate increase in profit owing to the cost-price squeeze.

Outlook:

Printed circuit board industry is about to face the serious situation of overcapacity for the low end products of PCB. Being one of the leading enterprises in the Northern India company has also concentrated on the development with new customers which are famous brand names in electronic device. The Directors consider that the company should pay more attention to higher margin products and customers. In addition, in view of the fierce competition in the printed circuit boards industry, it will be the management's focus this year to enhance our management standard, optimize our cost structure and actively minimize the overhead, distribution and administration cost. The Directors of the Company have been taking various cost control measures to tighten the costs of operations and various general and administrative expenses.

Internal Control Systems and their adequacy:

The Company has a proper and adequate internal control system to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and those transactions authorized, recorded and reported correctly. The internal control is supplemented by extensive program of internal audits, review by management and documented policies, guidelines and procedures.

Industrial Relations and human resources development:

The industrial relations have been cordial and satisfactory. We recognize the importance of Human resources and give full respect for its development and are committed to the development of our human resource. Efforts continue to make the organisation a great place to work.

Cautionary Statement:

Facts and figure in the Management's Discussion and Analysis describe the company's projection and estimates may be "forward looking predictions" and it may differ from the results.

AUDITOR'S REPORT

To,
The Members,
BCC FUBA INDIA LIMITED

We have audited the attached Balance Sheet of **M/S BCC FUBA INDIA LIMITED** as at 31st March, 2013 and also the Profit and Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. We have expressed an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards required that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. Our audit included examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. Our audit also included 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; As required by the Companies (Auditor's Report), 2003 as amended by Companies (Auditors Report) (Amendment) Order, 2004 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.

Further to our comments in the Annexure referred to above, we report that:

1. 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.
2. In our opinion, the company has kept proper books of account as required by law so far as appears from our examination of those books.
3. The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with in this report are in agreement with the books of account.
4. In our opinion, the Profit & Loss Account and Balance Sheet and Cash Flow Statement generally comply with the accounting standard referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
5. On the basis of the written representation received from the directors, as on 31st March, 2013, and taken on record by the Board of Directors, we report that none of the directors are disqualified as on 31st March, 2013 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956
6. In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the notes on account thereon 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, subject to
 - a) *Non amortization of miscellaneous expenditure up to 31st March, 2013 to the extent of Rs. 51.23 Lacs (previous year Rs 51.23 Lacs)*
 - b) *The Company has failed to appoint whole-time secretary as required by section 383A of the Companies Act, 1956*
 - c) *The Company has not complied with "Companies (Cost Accounting Records) Rules, 2011" prescribed vide Notification dated 03rd June 2011 which requires to keep and maintain cost records and to submit compliance report duly certified by a cost accountant for the financial year 2012-13.*
 - i) In the case of Balance Sheet, of the state of affairs of the Company as at 31st March, 2013 and
 - ii) In the case of the Profit and Loss Account, of the Loss for the year ended on that date.
 - iii) In so far as it relates to the Cash Flow Statement of Cash Flow of the company for the year ended on that date.

For Aggarwal & Rampal
Chartered Accountants
F. R. No. 003072N

Vinay Aggarwal
Partner
M.No 082045

Place: New Delhi
Dated : 15.05.2013

ANNEXURE TO REPORT UNDER COMPANIES (AUDITOR'S REPORT) ORDER 2003 REFERRED AS AMENDED BY COMPANIES (AUDITORS REPORT)(AMENDMENT ORDER)TO IN OUR AUDIT REPORT OF EVEN DATE OF BCC FUBA INDIA LIMITED:-

- 1 (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) As explained to us most of the assets have been physically verified by the management during the year and as per the explanations and information given to us there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. As explained, to us discrepancies noticed on physical verification were not significant and have been properly dealt with in the books of account.
- (c) During the year, the company has not disposed off any part of the plant and machinery, which will have the effect on the Going concern of the company.
- 2 (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) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) As explained and based on the information given to us, we are of the opinion that the company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material and the same have been properly dealt with in the books of account.
- 3 (a) The Company has taken loan from the following parties covered in the register maintained under section 301 of the companies act, 1956.
 - (i) Three companies in which directors are interested.
 - (ii) One director.The maximum amount outstanding during the year in the above accounts was aggregating to Rs. 565.93 lacs and the year end balance of loans taken from such parties was RS. 710.07 lacs. As explained to us, the company has not granted loan to any firm covered in the register maintained under section 301 of the companies act, 1956.
- (b) In our opinion the rate of interest and other terms and condition on which the loan has been taken from companies, firms and other parties listed in the register maintained under section 301 are not, prima facie, prejudicial to the interest of the company.
- (c) As explained to us there is no stipulated time frame for the repayment of the above loan hence we are unable to comment on the regularity of the repayment of the principal and interest on above loan taken or granted to the parties covered under section 301 of the companies act, 1956.
- (d) In the view of the above we are unable to comment whether there is any overdue amounts of loans taken from or granted to the companies, firms or other parties listed in the registers maintained under section 301 of the companies act, 1956.
4. In our opinion and according to the information and explanations given to us, the company has a system of internal control and of its evaluation on regular basis to strengthened it, in order to make it commensurate with the size of company and the nature of its business with regard to, purchase of inventory, fixed assets, and with regard to the sale of goods. During the course of our audit, no major weakness has been noticed in such internal controls.
5. In our opinion and according to the information and explanations given to us, there were no transactions during the year that need to be entered in the registers maintained under section 301.
6. In our opinion and according to the information and explanations given to us, the company has not accepted any Deposits as defined with in the meaning of Sections 58A and 58AA of the companies Act, 1956 and the companies (Acceptance of Deposits) Rules 1975 .
7. In our opinion and according to the information and explanation given to us, the company has an internal Audit System commensurate with the size of the company and nature of its Business.
8. The company has not prepared and maintained proper records of cost records as prescribed by the Central Government under section 209 (1) (d) of the Companies Act, 1956.

9. (a) The company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employees state insurance, income tax, sales tax, Service Tax, wealth tax, custom duty, excise-duty, Fringe Benefit Tax, cess and other statutory dues applicable to it, and according to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, custom duty and excise duty were outstanding, as at 31.03.2013 for a period of more than six months from the date they became payable except the followings:-

Nature of Liabilities	Amount (Rs.)
Sales tax on sale of DEPB	101758

(Inclusive of Rs. 101758 Which is outstanding for more than six months and has not been provided in books of accounts)

- (b) According to the records of company and as per information and explanations given to us there are no dues of sales tax, income tax, custom tax, wealth tax, excise duty, cess which have not been deposited on account of any dispute.
10. The accumulated losses of the company exceeded fifty percent of its net worth. Further it has incurred cash losses of Rs.81,64,419 during the financial year and has incurred cash losses of Rs.70,13,542 in the immediately preceding financial year.
11. As explained and informed to us by the management, we are of the opinion that the company has not defaulted in repayment of dues to a financial institution, or bank.
12. Based on the records, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. In our opinion and to the best of our information and according to the explanation provided by the management the company is neither a Chit fund company nor a Nidhi / Mutual Benefit Funds / Societies. Hence the requirements of the para do not apply to the company.
14. In our opinion and as per explanations given to us by the management the Company is not dealing or trading in Shares, securities or Debentures and other investments.
15. The company has not given any guarantee for loans taken by others from bank or financial institutions.
16. The company has not raised any Term Loan during the year.
17. According to 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 and no Long-term funds have been used to finance short-term assets except core (permanent) working capital
18. As explained and informed to us by the management and upon our examination of records we report that the company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.
19. During the period covered by our audit report, the company has not issued any types of debentures.
20. During the financial year the company did not raise any money by public issue.
21. In our opinion and according to the information and explanations given to us by the management, there was no fraud on or by the company which has been noticed and reported during the year that causes the financial statements to be materially misstated.

For Aggarwal & Rampal
Chartered Accountants

F. R. No. 003072N
Vinay Aggarwal
Partner
M.No 082045

Place: New Delhi
Dated : 15.05.2013

BALANCE SHEET AS AT MARCH 31, 2013

Particulars	Note	March 31, 2013	March 31, 2012
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2.1	60,581,500	60,581,500
(b) Reserves and Surplus	2.2	(69,519,415)	(60,235,070)
(c) Money received against share warrants		-	-
		(8,937,915)	346,430
(2) Share application money pending allotment -			
(3) Non-Current Liabilities			
(a) Long-Term Borrowings	2.3	71,007,827	56,592,793
(b) Deferred Tax Liabilities (net)	2.4	-	-
(c) Other Long Term Borrowings		-	-
(d) Long Term Provisions	2.5	2,275,564	2,004,610
		73,283,391	58,597,403
(4) Current Liabilities			
(a) Short-Term Borrowings	2.6	-	5,909,324
(b) trade Payables	2.7	5,547,861	4,109,500
(c) Other Current Liabilities	2.8	1,603,141	1,418,062
(d) Short-Term Provisions	2.9	3,489,853	3,569,046
		10,640,855	15,005,932
		74,986,332	73,949,766
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	2.10	9,633,519	10,298,364
(ii) Intangible Assets		-	-
(iii) Capital WIP	-	-	-
(iv) Intangible assets under development		-	-
		9,633,519	10,298,364
(b) Non-current Investment	2.11	100,000	100,000
(c) Deferred Tax Asset (net)		-	-
(d) Long Term Loans and Advances	2.12	1,692,459	1,692,459
(e) Other non current assets	2.13	5,232,838	5,232,838
		16,658,815	17,323,660
(2) Current Assets			
(a) Current investments	2.14	-	-
(b) Inventories	2.15	30,489,029	31,452,232
(c) Trade receivables	2.16	25,601,320	21,666,706
(d) Cash and Bank Balances	2.17	151,466	839,155
(e) Short-term loans and advances	2.18	2,005,810	2,614,400
(f) Other current assets	2.19	79,892	53,613
		58,327,517	56,626,107
Significant Accounting Policies and Notes on Account	1 & 2	74,986,332	73,949,766

As per our report attached
For **Aggarwal and Rampal**
Chartered Accountants
F.R.No. 003072N

Vinay Aggarwal
Partner
Membership No. : 82045
Place : New Delhi
Date : 15.05.2013

Sd/-
Veenu Pasricha
Director

For and on behalf of the Board of Directors

Sd/-
Renu Bhagat
Chairperson & Managing Director
Sd/-
R.M. Mehta
Director

PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON MARCH 31, 2013

Sr.No	Particulars	Note	March 31, 2013	March 31, 2012
I	Revenue From Operations			
	Revenue from operations (gross)	2.20	77,378,642	64,017,815
	Less: Excise Duty		<u>8,538,006</u>	<u>6,023,415</u>
	Revenue from operations (net)		68,840,636	57,994,399
II	Other Income	2.21	<u>631,086</u>	<u>581,167</u>
III	Total Revenue	(I+II)	<u>69,471,722</u>	<u>58,575,566</u>
IV	Expenses			
	Cost of materials consumed	2.22	46,270,615	32,640,737
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	2.23	2,415,921	4,804,346
	Employee Benefit Expense	2.24	11,679,471	11,524,942
	Finance Costs	2.25	1,338,452	4,205,952
	Depreciation and Amortization Expense	2.26	1,163,696	1,385,133
	Other Expenses	2.27	<u>15,888,833</u>	<u>12,210,027</u>
V	Total Expenses	(IV)	<u>78,756,988</u>	<u>66,771,137</u>
VI	Profit Before Prior Period Items	(III-V)	<u>(9,285,266)</u>	<u>(8,195,571)</u>
VII	Prior Period (Income) Expenses		(921)	203,104
VIII	Profit Before Exceptional And Extraordinary Items And Tax	(VI-VII)	<u>(9,284,345)</u>	<u>(8,398,675)</u>
IX	Exceptional Items		-	-
X	Profit Before Extraordinary Items And Tax	(VIII-IX)	<u>(9,284,345)</u>	<u>(8,398,675)</u>
XI	Extraordinary Items		-	-
XII	Profit Before Tax(VII - VIII)	(X-XI)	<u>(9,284,345)</u>	<u>(8,398,675)</u>
XIII	Tax Expense:			
	Current tax		-	-
	Deferred Tax		-	-
XIV	Profit(Loss) From The Period From Continuing Operations	(XII-XIII)	<u>(9,284,345)</u>	<u>(8,398,675)</u>
XV	Profit(Loss) from discontinuing operations		-	-
XVI	Tax expense of discontinuing operations		-	-
XVII	Profit/(Loss) from Discontinuing operations	(XV-XVI)	<u>-</u>	<u>-</u>
XVIII	Profit/(Loss) for the period (XI + XIV)	(XIV-XVII)	<u>(9,284,345)</u>	<u>(8,398,675)</u>
XIX	Earning per equity share:			
(1)	Basic		<u>(1.53)</u>	<u>(1.39)</u>
(2)	Diluted		<u>(1.53)</u>	<u>(1.39)</u>
	Number of Shares used in computing Earning per share		<u>6,057,250</u>	<u>6,057,250</u>

Significant Accounting Policies and Notes on Accounts 1 & 2

As per our report attached
For **Aggarwal and Rampal**
Chartered Accountants
F.R.No. 003072N

Vinay Aggarwal
Partner
Membership No. : 82045

Place : New Delhi
Date : 15.05.2013

For and on behalf of the Board of Directors

Sd/-
Renu Bhagat
Chairperson & Managing Director

Sd/-
Veenu Pasricha
Director

Sd/-
R.M. Mehta
Director

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2013

Particulars	Note	March 31, 2013	March 31, 2012
CASH FLOW FROM OPERATING ACTIVITIES			
Profit before tax and appropriations		(9,284,345)	(83,98,675)
Adjustments for:			
Excess Depreciation Charged in Earlier Years		(154,949)	-
Depreciation		1,163,696	13,85,133
Interest Expenses		13,05,257	40,18,063
Loss on Sale of Fixed Assets		111,179	-
Operating Profit/(Loss) before working capital changes		(68,59,162)	29,95,479
<i>Changes in working capital:</i>			
<i>Adjustments for (increase) / decrease in operating assets:</i>			
(Increase)/Decrease in Trade and other Receivables		(3,352,304)	(1,194,840)
(Increase)/Decrease in Inventories		963,203	6,041,181
<i>Adjustments for increase / (decrease) in operating liabilities:</i>			
Increase/(Decrease) in Current Liabilities		1,623,440	(2,996,169)
Increase/(Decrease) in Provisions		191,760	(318,810)
Operating Profit/(Loss) after working capital changes		(74,33,062)	(14,64,116)
Tax Paid- Charge as per Profit and Loss account		-	-
Net Cash from Operating Activities	(A)	(74,33,062)	(14,64,116)
CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Fixed Assets		(485,080)	(12,290)
Sale of Fixed Assets		30,000	-
Net Cash from/(used in) Investing Activities	(B)	(455,080)	(12,298)
CASH FLOW FROM FINANCING ACTIVITIES			
Increase/(Decrease) in Working Capital Loans loans		(5,909,324)	(1,389,507)
Increase/(Decrease) in un-secured loans		14,415,034	6,148,685
Interest Paid		(13,05,257)	(40,18,063)
Net Cash from/(used in) Financing Activities	(C)	72,00,453	7,41,115
Net increase/(decrease) in cash and cash equivalent	(A+B+C)	6,87,689	(7,35,291)
Cash and Cash equivalents as at the beginning of the year		8,39,155	15,74,446
Cash and cash equivalent as at the end of the year		1,57,466	8,39,155

As per our report attached
For **Aggarwal and Rampal**
Chartered Accountants
F.R.No. 003072N

Vinay Aggarwal
Partner
Membership No. : 82045
Place : New Delhi
Date : 15.05.2013

Sd/-
Veenu Pasricha
Director

For and on behalf of the Board of Directors

Sd/-
Renu Bhagat
Chairperson & Managing Director

Sd/-
R.M. Mehta
Director

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS**COMPANY OVERVIEW**

BCC FUBA INDIA LIMITED, in collaboration with **Fuba Hans Kolbe of Germany**, entered the Indian market in 1990 as a manufacturers of Single Sided, Double Sided and Multilayered (up to 8 layers) **PRINTED CIRCUIT BOARDS (PCBs)**. In course of time BCC FUBA has obtained ISO 9001 (2000) certification, approval by the Under Writers Laboratory (U.L) of U.S.A, domestic approval by CACT and C-Dot etc. Consequently BCC FUBA can meet DIN, US MIL standards and IPC specifications.

1. SIGNIFICANT ACCOUNTING POLICIES**1.1 Basis of preparation of financial statements**

- a) The financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles ("GAAP") under the historical cost convention on accrual basis. GAAP comprises mandatory accounting standards as specified in the companies (Accounting Standards) Rules 2006, the provisions of the Companies Act, 1956 and guidelines issued by the Securities and Exchange Board of India. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.
- b) The Management evaluates all recently issued or revised accounting standards on an on-going basis.

1.2 Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities at the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Examples of such estimates include estimates of carrying value of work in progress, provision of doubtful debts and useful life of fixed assets. Actual results could differ from estimates.

1.3 Fixed Assets and Depreciation

- (a) Fixed Assets are stated at cost, less accumulated depreciation less impairment, if any. Cost comprises the purchase price and any attributable cost of bringing the assets to its working condition for its intended use. Borrowing costs relating to acquisition of fixed assets are also included to the extent they relate to the period till such assets are ready to be put to use.
- (b) Depreciation is provided on straight line method on pro rata basis on the rates prescribed under schedule XIV of the Companies Act, 1956.

1.4 Treatment of foreign currency transactions:

- (a) Foreign Exchange transactions denominated in foreign currency are recorded at the rate of the date, on which such transactions are initially recognized
- (b) Current Assets & Current Liabilities receivable / payable in Foreign Currency and outstanding in the books of account as at the close of the year are reflected on the basis of the Foreign Exchange rates prevailing as on that date.
- (c) Gains and losses on Foreign Exchange transactions relating to the Foreign Exchange rate difference account to be charged to the Profit and Loss Account as far as possible.

1.5 Sales

Net Sales are exclusive of Excise duty net of sales returns. Export sales are recognized on the basis of the Airway bills date.

1.6 Purchases

Imported raw material is accounted for at the date of receipt of such goods in the factory and is booked at the rate mentioned in the Bill of Entry. Provisions for the all-outstanding bills as on 31st March are accounted for at the rate prevailing on that date.

1.7 Inventory valuation

- (a) Stocks of raw materials are valued according to Weighted Average Cost method as prescribed for the valuation of inventory at purchase cost or net realisable value whichever is low. The quantity and valuation of stocks of Raw Material is taken as physically verified, valued and certified by the management at the end of the year.

- (b) Finished goods are valued at lower of cost or net realizable value. Cost for the purpose is determined on the basis of absorption costing method. The quantity and valuation of finished goods is taken as physically verified, valued and certified by the management as at the end of the year.
- (c) The stock of Work in progress is valued at the estimated cost to the Company. The quantity and valuation of Inventory of work-in-progress is taken as physically verified, valued and certified by the management as at the end of the year.

1.8 Treatment of excise duty

The Excise Duty is accounted for as and when the same is paid on dispatch of goods from the factory/bonded premises and provision made for goods lying in the factory at the year end and included in the value of such-stocks.

1.9 Revenue Recognition

- a) The income is recognized on the accrual basis.
- b) Export incentives are accounted on accrual basis and included estimated realizable values / duty exemption pass book schemes, wherever applicable.

1.10 Retirement Benefits

- a) **Provident Fund:** - Employees receive benefits from a Provident Fund, which is a defined Contribution plan. Both the Employee and the Company make monthly contributions to the regional Provident Fund equal to a specified percentage of the covered employee's salary. The Company has no further obligations under the plan beyond its monthly contributions.
- b) **Gratuity:** - In accordance with the payment of Gratuity Act, 1972, the Company provides for gratuity a non funded defined benefit retirement plan covering all employees, The plan, subject to the provisions of the Act, provides a lump sum payment to vested employees at retirement or termination of employment of an amount based on the respective employees salary and the years of employment with the Company. The Company estimates its liability on adhoc basis in the interim financial reports and on an actuarial valuation basis as at the end of the year carried out by an independent actuary, and is charged to Profit and Loss Account in accordance with AS- 15(revised).
- c) **Leave encashment :-** Cost is a defined benefit, and is accrued on adhoc basis in the interim financial reports and on an actuarial valuation basis as at end of the year carried out by an independent actuary, and is charged to Profit and Loss Account in accordance with AS- 15(revised).

1.11 Taxes on Income

In the view of accumulated losses and erosion in the value of net worth Deferred Tax Assets has not been provided in the books of accounts keeping in view of the prudence concept as per Accounting Standards 22 issued by the Institute of Chartered Accountants of India.

1.12 Contingent liabilities

All liabilities have been provided for in the accounts except liabilities of contingent nature, which have been disclosed at their estimated value in the notes on accounts.

1.13 Earning per share

Basic Earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholder by (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share net profit or loss for the period attributable to equity shareholder and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

1.14 Provisions

A provision is recognized when a present obligation was a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on management estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet and adjusted to reflect the current best management estimates.

Notes forming part of Financial Statements

Note : 2.1 Share Capital

Sr. No	Particulars	March 31, 2013	March 31, 2012
	Authorised Capital 6,500,000 (65,00,000) Equity Shares of Rs. 10 each.	65,000,000	65,000,000
		65,000,000	65,000,000
	Issued and Subscribed Share Capital 6,059,050 (6,059,050) Equity Shares of Rs. 10 each, Fully paid up	60,590,500	60,590,500
		60,590,500	60,590,500
	Paidup Share Capital 6,057,250 (6,057,250) Equity Shares of Rs. 10 each, Fully paid up Add : Forfeited Shares - 1800 Equity shares of Rs. 10 each, Rs 5 Paid up	60,572,500 9,000	60,572,500 9,000
	Total	60,581,500	60,581,500

2.1.1 The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2013 and March 31, 2012 is set out below :

Sr. No	Particulars	March 31, 2013		March 31, 2012	
		Number of Shares	Amount	Number of Shares	Amount
1	Balances at the beginning of the year	6,057,250	60,572,500	6,057,250	60,572,500
2	Add : Shares issued during the Year	-	-	-	-
	Balance as at the end of the year	6,057,250	60,572,500	6,057,250	60,572,500

2.1.2 The detail of shareholders holding 5 percent or more shares in the company are as under :-

Sr. No	Name of Shareholder	March 31, 2013		March 31, 2012	
		Number of Shares	Amount	Number of Shares	Amount
1	Renu Bhagat (26.67 %)	1,616,181	16,161,810	1,503,478	15,034,780
2	Hans Kolbe & Company (8.79 %)	532,500	5,325,000	532,500	5,325,000
	Total	2,148,681	21,486,810	2,035,978	20,359,780

2.1.3 The details of forfeited shares are as under :-

Sr. No	Class of Shares	March 31, 2013		March 31, 2012	
		Number of Shares	Amount originally paidup	Number of Shares	Amount originally paidup
1	Equity shares with voting rights	1,800	9,000	1,800	9,000
	Total	1,800	9,000	1,800	9,000

Note : 2.2 Reserve & Surplus

Sr. No	Particulars	March 31, 2013	March 31, 2012
	Surplus in Profit & Loss Account		
	Balance at the beginning of the year	(60,235,070)	(51,836,395)
	Add: Profit / (Loss) for the period	(9,284,345)	(8,398,675)
	Total	(69,519,415)	(60,235,070)

Notes forming part of Financial Statements

Note : 2.3 Long Term Borrowings

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Loans and Advances from related parties		
	Unsecured Loans	71,007,827	56,592,793
	Total	71,007,827	56,592,793

Note : 2.4 Deferred Tax Liabilities

Sr. No	Particulars	March 31, 2013	March 31, 2012
	Deferred Tax Liabilities on - Depreciation	-	-
	Total	-	-

Note : 2.5 Long Term Provisions

Sr. No	Particulars	March 31, 2013	March 31, 2012
	Provision for employee benefits		
	(i) Gratuity	2,067,246	1,808,365
	(ii) Leave Encashment	208,318	196,245
	Total	2,275,564	2,004,610

Note : 2.6 Short Term Borrowings

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Secured Loans	-	5,909,324
	Working capital Loans from Banks repayable on demand		
	Total	-	5,909,324

2.6.1 Working Capital Loan provided by State Bank of Patiala paid during the year.

Note : 2.7 Trade Payables

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Sundry Creditors for Raw Material	4,957,314	3,593,718
2	Sundry Creditors for services	590,547	515,782
	Total	5,547,861	4,109,500

Note : 2.8 Other Current Liabilities

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Statutory Dues	595,090	517,124
2	Others - Expenses Payable	1,008,051	900,938
	Total	1,603,141	1,418,062

Note : 2.9 Short Term Provisions

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Provision For Employees Benefits		
	Gratuity (Refer Note No.2.28)	1,714,252	1,638,818
	Leave Encashment (Refer Note No.2.29)	31,155	296,300
	Bonus	474,176	433,716
2	Others		
	For Excise duty on Closing Inventory	715,135	898,458
	Electricity Expenses	549,171	563,063
	Telephone Expenses	5,964	5,361
	Total	3,489,853	3,569,046

BCC FUBA INDIA LIMITED
Notes forming part of Financial Statements

Note : 2.10 Tangible Assets

Sr. No	Particulars	Rate	Gross Block			Depreciation			Net Block			
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	as on March 31, 2013	as on March 31, 2012
(a)	Tangible Assets Land -Free Hold	0.00%	651,061	-	-	651,061	-	-	-	-	651,061	651,061
(b)	Buildings - Factory Building - Staff Housing	3.34% 1.63%	7,801,307 847,621	-	-	7,801,307 847,621	260,564 13,816	-	5,603,552 279,477	2,197,755 568,144	2,458,319 581,960	2,458,319 581,960
(c)	Plant and Machinery - Plant and Machinery - Plant and Machinery - Computer	5.38% 4.75% 16.21%	125,121,763 8,113,405 202,418	485,080	-	125,606,843 8,113,405 202,418	452,637 222,677 32,812	-	120,977,910 6,949,109 155,086	4,628,933 1,164,296 47,332	4,596,489 1,386,973 80,144	4,596,489 1,386,973 80,144
(d)	Furniture & Fixtures	6.33%	1,013,223	-	-	1,013,223	1,695	-	992,610	20,613	22,308	22,308
(e)	Vehicle	9.50%	2,063,298	-	982,292	1,081,006	1,927,985	112,322	1,044,245	36,761	135,313	135,313
(f)	Office Equipments	4.75%	1,414,158	-	-	1,414,158	67,173	-	1,095,534	318,624	385,797	385,797
	TOTAL		147,228,253	485,080	982,292	146,731,041	136,929,890	1,163,695	137,097,523	9,633,519	10,298,364	10,298,364
	(Previous Year)		147,215,963	12,290	-	147,228,253	135,544,756	1,385,133	136,929,889	10,298,364	10,298,364	10,298,364

2.10.1 Fixed assets installed and put to use have been certified by the management and relied upon the by the auditors, being a technical matter

2.10.2 Vehicle are Understated due to Excess Depreciation charged in Earlier Years of Rs. 1,54,949/- Now the Depreciation reversed and charged to Statement of Profit &

Notes forming part of the financial statements

Note :2.11 Non-Current Investment

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	<u>Other Investments -Unquoted</u> Investment in Equity instrument of Shivalik Solid Waste Management Ltd. (Other Entities) 10,000 Equity shares of Rs.10 each	100,000	100,000
Total		100,000	100,000

Note :2.12 Long Term Loans and Advances

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	<u>Unsecured, Considered good</u> Loans and Advances to related parties	93,058	93,058
2	Balances with Government Authorities - Service Tax Recoverable	512,089	512,089
3	Security Deposit	1,087,312	1,087,312
Total		1,692,459	1,692,459

2.12.1 Long-term loans and advances include amounts due from:

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	<u>Public Limited companies in which any director is a director or member</u> - Maya Enterprises Limited	93,058	93,058
Total		93,058	93,058

Note :2.13 Other Non-Current Assets

Sr. No	Particulars	March 31, 2013	March 31, 2012
(a)	<u>Unamortised Expenditure</u>		
	- Preliminary Expenses	69,905	69,905
	- Foreign Training and Technician Expenses	98,399	98,399
	- Technical Know How Fees	2,541,788	2,541,788
	- Public Issue Expenses	1,755,026	1,755,026
	- Right Issue Expenses	658,327	658,327
(b)	<u>Accruals</u>		
	- Accrued Interest on Security Deposits	109,393	109,393
Total		5,232,838	5,232,838

Note : 2.15 Inventories

Sr. No	Particulars	March 31, 2013	March 31, 2012
<i>As certified and valued by the management on which auditors have relied</i>			
1	Raw Material	12,432,653	11,164,473
2	Work-in-progress	9,389,391	10,138,794
3	Finished Goods	6,501,018	8,167,536
4	Others- Stores and Spares	2,165,967	1,981,429
Total		30,489,029	31,452,232

2.15.1 Details of Finished Goods

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Printed Circuit Board	6,501,018	8,167,536
Total		6,501,018	8,167,536

2.15.2 Details of Work-in-Progress

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Printed Circuit Board	9,389,391	10,138,794
Total		9,389,391	10,138,794

Note : 2.16 Trade Receivables

Sr. No	Particulars	March 31, 2013	March 31, 2012
	Unsecured, considered good		
1	Outstanding for a period exceeding than six months from the date they were due for payment	6,087,710	3,269,525
2	Other Trade receivables	19,513,610	18,397,181
	Total	25,601,320	21,666,706

2.16.1 The Due date of payment is the date of issue of invoices.

Note : 2.17 Cash & Bank Balances

Sr. No	Particulars	March 31, 2013	March 31, 2012
	Cash & Cash Equivalent		
1	Balance with Banks	144,593	812,870
3	Cash-in-hand	6,873	26,285
	Total	151,466	839,155

Note : 2.18 Short Terms Loans and Advances

Sr. No	Particulars	March 31, 2013	March 31, 2012
	Unsecured , Considered Good		
(a)	Loans and Advances to related parties	-	-
(b)	Loans and advances to employees	21,296	77,396
(c)	Prepaid Expenses	139,833	44,061
(d)	Balances with Government Authorities		
	- Cenvat Receivable	326,355	215,060
	- Service Tax Recoverable	8,221	24,969
	- VAT Recoverable	1,205	6,274
	- TDS Recoverable	109,163	109,163
	- FBT Receivables	15,540	15,540
	- Income Tax Paid	163,810	163,810
(e)	Others Advances		
	- Advance to Suppliers	1,104,599	1,849,574
	- Advance for Services	111,121	103,885
	- Advance against C Forms	4,667	4,667
	Total	2,005,810	2,614,400

Note : 2.19 Other Current Assets

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Balance in PLA	47,013	20,734
2	DEPB Receivable	32,879	32,879
	Total	79,892	53,613

Note : 2.18 Contingent Liabilities and Commitments

Contingent Liabilities

(a) Claims against the Company not acknowledged debt

- (i) Letter of credit outstanding for Raw Materials is Rs. NIL (Previous Year NIL)
- (ii) The departmental petition with the Income Tax Appellate Tribunal against the order of CIT (Appeal) for the Assessment Year 1992-93 is decided in the favour of the Company. However demand of Rs.1,63,810/- raised by the department was paid and the same is due for refund. A representation is filed by the Company with the concerned Authority of Income Tax Department for obtaining refund. However, the department has filled an appeal with hon'ble High Court against the decision of Income Tax Appellate Tribunal. The case is yet to be pending for hearing.
- (iii) A suit has been filled by M/s Thakur Associates against the company in the court of Civil Judge Senior Division Nalagarh, Distt Solan (H.P) for payment of Rs. 2,31,191/- for freight & cartage which has not been recognized by the company. The case is still pending with the court and company has not provided for the same.

Note : 2.20 Revenue from Operations

Sr. No	Particulars	March 31, 2013	March 31, 2012
	Sale of Products		
1	Finished goods	77,155,712	62,723,944
2	Other Operating Revenue	222,930	1,293,871
		77,378,642	64,017,815
	Less : Excise Duty	8,538,006	6,023,415
	Total	68,840,636	57,994,400

2.20.1 Detail of Sales - Finished Goods

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Printed Circuits Board	77,155,712	62,723,944
	Total	77,155,712	62,723,944

2.20.2 Detail of Other Operating Revenue

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Sale of Scrap	222,930	1,293,871
	Total	222,930	1,293,871

Note::2.21 Other Income

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Interest Income		
	- on Fixed Deposits with Bank	-	37,143
	- on Security Deposit	-	67,610
	- on Income Tax Refund		6,329
	- Others	1,217	263,627
2	Net gain on foreign currency transactions and translation	162,596	18,638
3	Actuarial gain recognised		150,533
4	Freight Charges received from parties	278,132	35,156
5	Sundry Balances written off	28,991	2,132
6	Excess Depreciation Charged in Earlier Years	154,949	
7	Notice Pay received	5,201	-
	Total	631,086	581,168

Note : 2.22 Cost of Material Consumed

Sr. No	Particulars	March 31, 2013	March 31, 2012
	Opening Stock	11,164,473	12,434,744
	Add : Purchases	47,538,795	31,370,466
		58,703,268	43,805,210
	Closing Stock	12,432,653	11,164,473
	Total	46,270,615	32,640,737

2.22.1 Material consumed comprises:-

Sr. No	Particulars	March 31, 2013	March 31, 2012
	Material consumed comprises:-		
1	Copper clade Laminates	18,020,680	14,013,098
2	Other Chemicals and consumables etc	28,249,935	18,627,639
	Total	46,270,615	32,640,737

Note : 2.23 Change in Inventories

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Opening Inventory of Finished Goods	8,167,536	15,028,172
2	Closing Inventory of Finished Goods	6,501,018	8,167,536
	Sub-total (a)	1,666,518	6,860,636
1	Opening Inventory of Work-in-Progress	10,138,794	8,082,503
2	Closing Inventory of Work-in-Progress	9,389,391	10,138,794
	Sub-total (b)	749,403	(2,056,291)
	Total [a+b]	2,415,921	4,804,345

Note : 2.24 Employment Benefit Expenses

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Salaries and bonus	10,535,202	10,429,991
2	Contribution to provident and other funds	744,151	745,196
3	Staff welfare	400,118	349,755
	Total	11,679,471	11,524,942

Note :2.25 Finance Costs

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Interest Expenses on		
	- Borrowings	1,305,257	4,018,063
	- Trade Paybles	-	-
	- Others	4,195	32,805
2	Other Borrowing cost	29,000	155,084
	Total	1,338,452	4,205,952

2.25.1 Other Borrowing cost includes commision charged by the bank on Bank Guarantees and issue of LC .

Note : 2.26 Depreciation & Amortised Cost

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Depreciation	1,163,696	1,385,133
2	Preliminary Expenses W/O	-	-
	Total	1,163,696	1,385,133

Note :2.27 Other Expenses

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Consumption of stores and spare parts	1,024,013	580,208
2	Consumption of packing materials	138,208	165,212
3	Increase / (decrease) of excise duty on inventory	(183,323)	(504898)
4	Power and fuel	8,346,948	6,570,183
5	Rent including lease rentals	-	-
6	Repairs and maintenance - Buildings	806,843	391,428
7	Repairs and maintenance - Machinery	1,264,943	1,015,227
8	Repairs and maintenance - Others	196,123	136,415
9	Insurance	59,830	60,172
10	Rates and taxes	26,075	254,690
11	Communication Expenses	159,390	158,131
12	Travelling and conveyance	181,687	191,520
13	Printing and stationery	110,476	93,761
14	Freight and forwarding	936,697	719,878
15	Business promotion	26,883	28,652
16	Legal and professional	507,238	424,278
17	Payments to auditors (Refer Note (i) below)	33,708	33,090
18	Security Charges	530,690	535,336
19	Pollution Control Expenses	80,655	146,332
20	Publishing Charges	151,788	165,019
21	Vehicle running and maintenance	89,977	181,042
22	Freight & Cartage Inward	396,943	320,416
23	Directors Meeting Exp.	75,000	60,000
24	Miscellaneous expenses	256,334	360,465
25	Bank Charges	152,690	123,470
26	Acturial Loss recognised	407,838	-
27	Loss on sale of vehicle	111,179	-
	Total	15,888,833	12,210,027

(i) Payment to the auditors comprises (inclusive of service tax)

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	As auditors - statutory audit	33,708	33,090
2	For taxation matters	-	-
	Total	33,708	33,090

(ii) Detail of Prior Period Expenses

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	Sales Tax Expenses		383
2	Interenet Expenses		1,000
3	Interest Expenses	4,873	64
4	Fuel Expenses		15,272
5	Freight Inward Charges		5,984
6	Electricity and Power Expenses		176,616
7	Legal & Professional Charges	15,176	32,626
8	Pollution Control Expenses	14,047	8,724
9	Printing & Stationery Expenses		1,917
10	Sales return		3,000
11	medical reimbursement exps	7,691	
12	Photostat	3,041	
	Total	44,828	245,586

(iii) Detail of Prior Period Income

Sr. No	Particulars	March 31, 2013	March 31, 2012
1	TDS for the Financial year 2010-11	-	41,354
2	Interest Income	-	1,128
3	Security charges	45,749	-
	Total	45,749	42,482

2. NOTES TO ACCOUNTS

2.27 Contingent Liabilities –

Claims against the Company not acknowledged as debt :-

- (a) Letter of credit outstanding for Raw Materials is Rs.NIL (Previous Year Rs.NIL)
- (b) The departmental petition with the Income Tax Appellate Tribunal against the order of CIT (Appeal) for the Assessment Year 1992-93 is decided in the favour of the Company. However demand of Rs.1,63,810/- raised by the department was paid and the same is due for refund. A representation is filed by the Company with the concerned Authority of Income Tax Department for obtaining refund. However, the department has filed an appeal with honb'le High Court against the decision of Income Tax Appellate Tribunal. The case is yet to be pending for hearing.
- (c) A suit has been filled by M/s Thakur Associates against the company in the court of Civil Judge Senior Division Nalagarh, Distt Solan (H.P) for payment of Rs. 2,31,191/- for freight & cartage which has not been recognized by the company. The case is still pending with the court and company has not provided for the same.

2.28 Gratuity –

The Provision of gratuity has been provided on the basis of the actuarial valuer's certificate. The Principal assumptions used in actuarial are as below:-

Period	From: 4/1/2012 To: 3/31/2013	From: 4/1/2011 To: 3/31/2012
Discount rate	8.25 % per annum	8.75 % per annum
Salary Growth Rate	5.00 % per annum	5.00 % per annum
Mortality	LIC 94-96 Ultimate	LIC 94-96 Ultimate
Expected rate of return	0	0
Withdrawal rate 18 to 60		
Years	2.00% per annum (18 to 60 years)	2.00% per annum (18 to 60 years)

Period	From: 4/1/2012 To: 3/31/2013	From: 4/1/2011 To: 3/31/2012
Present value of the obligation at the beginning of the period	3447183	3124610
Interest cost	283613	273403
Current service cost	2225163	200401
Benefits paid (if any)	(479814)	(11263)
Actuarial (gain)/loss	305353	(139968)
Present value of the obligation at the end of the period	3781498	3447183

Date	As on: 3/31/2013	As on: 3/31/2012
Present value of the obligation at the end of the period	3781498	3447183
Fair value of plan assets at end of period	0	0
Net liability/(asset) recognized in Balance Sheet and related analysis	3781498	3447183
Funded Status	(3781498)	(3447183)
Period	From: 4/1/2012 To: 3/31/2013	From: 4/1/2011 To: 3/31/2012
Interest cost	283613	273403
Current service cost	225163	200401
Expected return on plan asset	0	0
Net actuarial (gain)/loss recognized in the period	305353	(139968)
Expenses recognized in the statement of profit and loss accounts	814129	333836
Period	From: 4/1/2012 To: 3/31/2013	From: 4/1/2011 To: 3/31/2012
Actuarial (gain)/loss - obligation	305353	(139968)
Actuarial (gain)/loss - plan assets	0	0
Total Actuarial (gain)/loss	305353	(139968)
Actuarial (gain)/loss recognized	305353	(139968)
Outstanding actuarial (gain)/loss at the end of the period	0	0

2.29 Leave Encashment –

The Provision of leave encashment has been provided on the basis of the actuarial valuer's certificate .

The Principal assumptions used in actuarial are as below:-

Period	From: 4/1/2012 To: 3/31/2013	From: 4/1/2011 To: 3/31/2012
Discount rate	8.25 % per annum	8.75 % per annum
Salary Growth Rate	5.00 % per annum	5.00 % per annum
Mortality	LIC 94-96 Ultimate	LIC 94-96 Ultimate
Expected rate of return	0	0
Withdrawal rate 18 to 60 Years	2.00% per annum (18 to 60 years)	2.00% per annum(18 to 60 years)

Period	From: 4/1/2012 To: 3/31/2013	From: 4/1/2011 To: 3/31/2012
Present value of the obligation at the beginning of the period	225875	230032
Interest cost	18584	20128
Current service cost	27157	23280
Benefits paid (if any)	(134628)	(37000)
Actuarial (gain)/loss	102486	(10565)
Present value of the obligation at the end of the period	239473	225875

Date	As on: 3/31/2013	As on: 3/31/2012
Present value of the obligation at the end of the period	239473	225875
Fair value of plan assets at end of period	0	0
Net liability/(asset) recognized in Balance Sheet and related analysis	239473	225875
Funded Status	239473	(225875)
Period	From: 4/1/2012 To: 3/31/2013	From: 4/1/2011 To: 3/31/2012
Interest cost	18584	20128
Current service cost	27157	23280
Expected return on plan asset	0	0
Net actuarial (gain)/loss recognized in the period	102486	(10565)
Expenses recognized in the statement of profit and loss accounts	148227	32843

Period	From: 4/1/2012 To: 3/31/2013	From: 4/1/2011 To: 3/31/2012
Actuarial (gain)/loss-obligation	102486	(10565)
Actuarial (gain)/loss-plan assets	0	0
Total Actuarial (gain)/loss	102486	(10565)
Actuarial (gain)/loss recognized	102486	(10565)
Outstanding actuarial (gain) /loss at the end of the period	0	0

2.30 Related party disclosure

1	Name of the Related Party	BHAGAT CONSTRUCTION CO. PVT. LTD.
2	Nature of Transaction	Unsecured Loan
3	Nature of Relationship	-
4	Volume of Transaction	Debit in this account Current Year Rs. Nil (Nil) Credit in this account Current Year Rs. Nil (Nil)
5	Outstanding at the end of the year	Rs. 6 42,279 Credit (Rs.6,42,279 Credit)

1	Name of the Related Party	MAYA ENTERPRISES LTD.
2	Nature of Transaction	Unsecured Loan
3	Nature of Relationship	Mrs. Renu Bhagat CMD in Reporting company is also a Director in Maya Enterprises Ltd.
4	Volume of Transaction	Debit in this account Current Year Rs.9,35,071 (Rs.13,99,572) Credit in this account Current Year Rs.8,80,105 (Rs.20,92,823)
5	Outstanding at the end of the year	Rs.1,79,91,001/- CR. (Rs.1,80,45,967 CR)

1	Name of the Related Party	SAMRAT VIDEO VISION PVT LTD
2	Nature of Transaction	Unsecured Loan
3	Nature of Relationship	Mrs. Renu Bhagat CMD in Reporting company is also a Director in Samrat Video Vision Pvt Ltd.
4	Volume of Transaction	Debit in this account Current Year Rs 10,00,000/- (Rs.70,21,562) Credit in this account Current Year Rs.42,50,000 (Rs.12,15,620)
5	Outstanding at the end of the year	Rs.50, 70,443/-CR. (Rs.18,20,443 CR)

1	Name of the Related Party	RENU BHAGAT
2	Nature of Transaction	Unsecured Loan
3	Nature of Relationship	Mrs. Renu Bhagat CMD in BCC FUBA INDIA LTD.
4	Volume of Transaction	Debit in this account Current Year Rs.35,80,000 (Rs 1195709) Credit in this account Current Year Rs1,48,00,000/- (Rs.12457085)
5	Outstanding at the end of the year	Rs.4,73,04,104/- CR. (Rs.3,60,84,104 CR)

*Figures in brackets represents previous year figure.

2.31 Remuneration to Directors –

Remuneration paid to the Managing Director included in Employees Benefits Expenses are as follows:

Description	(Amount in Rs)	
	2012-2013	2011-2012
Basic Salary	10,57,143	12,00,000
Contribution to Provident Funds	126857	1,44,000
Medical Reimbursement	11,000	12,000
Lease Rent/House Rent Allowance	253714	2,88,000
Total	14,48,714	16,44,000

- 2.32 The Management has decided not to write off Miscellaneous Expenditure amounting to Rs.51,23,445 up to 31.03.2013 (Previous Year Rs. 51,23,445) the same will be charged to Profit & Loss account in the year in which company will earn adequate profits.
- 2.33 In the opinion of the Management, Current Assets, Loans and Advances are of the value stated, if realized in the ordinary course of business except otherwise stated. The provision for all the known Liabilities is adequate and not in excess of the amount considered reasonably necessary.
- 2.34 In respect of Fixed Assets, Vehicle cost are Understated due to Excess Depreciation charged in Earlier Years of Rs.1,54,949/-, Which has been now reversed and charged to Statement of Profit and Loss A/c.
- 2.35 In respect of the dispute between the company and VHEL Industries Ltd., (Formerly known as Vikas Hybrids & Electronics Limited) the arbitrator had made an award for Rs. 12,64,930.89 towards the price of the PCBs supplied and Rs.29,55,684.00 as claim towards price of the PCBs manufactured for VHEL Industries Ltd., but not lifted by them, with interest @15% p.a. from 01.04.1993 till payment or the date of decree whichever is earlier in favour of the Company. The company VHEL has filed an application for rehabilitation with Board for Industrial and Financial Reconstruction during the year. The management is pursuing the matter for recovery of its dues.
- 2.36 The Company has to recover a sum of Rs 526785/- from M/s Rikken Instrumentation Ltd., Panchkula, Haryana. The matter is pending before District Court, Saket Delhi for adjudication. The management is hopeful for recovery of the pending amount.
- 2.37 The Company has to also recover a sum of Rs. 4028034/- from M/s Genius Electrical & Electronics Pvt. Ltd., Delhi. The matter is pending before District Court, Tees Hazari Court, Delhi for adjudication. The management is hopeful for recovery of the pending amount.
- 2.38 Short term loans and Advances for Services includes Rs.70,683.00 being amount paid by the company for release of goods seized by excise department on the truck carrying the same not having proper documents. The company had filed a suit against the transport company in district consumer disputes redress forum for the same and also have appealed to the excise department to release the amount as the company was made to deposit the amount with excise department. The matter has been decided in favour of the transport company. However the amount is still included in advance recoverable as the company has decided to file appeal to State Consumer Disputes Redressal Forum, Shimla.

2.39 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006.

Particulars	March 31, 2013	March 31, 2012
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	16,04,728	13,24,014
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	NIL	NIL
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	NIL	NIL
(iv) The amount of interest due and payable for the year	NIL	NIL
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	NIL	NIL
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	NIL	NIL
Total	16,04,728	13,24,014

2.40 The personal accounts of parties are subject to confirmation and the management reasonably mentioned.

2.41 Forfeited shares have not been considered for the calculation of Earning per share.

2.42 Additional information :

Additional information are as certified by the Management and relied upon by the Auditors.

a) Licensed, installed capacity and Actual production:

Item	Unit	Licensed Capacity	Installed Capacity	Actual Production
PCB	Sq mtr	23400 (23400)	23400 (23400)	15724.85 (12167.45)

**b) Raw Materials, Stores & Spares Consumed:-
Raw Material**

S.No.	Particulars	March 31, 2013		March 31, 2012	
		Qty in Sq mtr	Rs. in Lacs	Qty in Sq mtr	Rs. in Lacs
1	Copper clade Laminates	20651	180.21	15100.78	140.13
2	Other Chemicals and consumables etc	--	282.50	--	186.28
	Total		462.71		326.41

Stores and Spares

S.No.	Particulars	March 31, 2013	March 31, 2012
		Rs. in Lacs	Rs. in Lacs
1	Stores and spares	10.24	5.80
	Total	10.24	5.80

c) Percentage of Material (Laminates) Consumed:

Description	2012-2013		2011-2012	
	Percentage	Rs in Lacs	Percentage	Rs in Lacs
Raw Material				
Imported	76.81	138.43	85.74	120.15
Indigenous	23.19	41.78	14.26	19.98
Total	100.00	180.21	100.00	140.13

d) CIF Value of Imports:

Description	2012-2013	2011-2012
	(Rs. In Lacs)	(Rs. In Lacs)
Raw Material	179.18	107.84
Stores, spares & chemicals	56.29	49.18
Plant & Machinery imp	2.70	-

e) Expenditure in Foreign Currency:

NIL

(NIL)

f) FOB Value of Export

Description	2012-2013 (Amount in Rs.)	2011-2012 (Amount in Rs.)
FOB Value of Export	-	68631/-

g) Sales:

Description	2012-2013		2011-2012	
	Qty	Value	Qty	Value
	(in Sq mtr)	(Rs. in lacs)	(in Sq mtr)	(Rs. In lacs)
Printed Circuit Board	16293.87	773.79	13431.03	640.18

h) Stock particulars of finished goods:

Description	Opening Stock		Closing Stock	
	Qty	Value	Qty	Value
	(in Sq mtr)	(Rs. in lacs)	(in Sq mtr)	(Rs. In lacs)
Square Mtrs.	1804.81	81.68	1235.79	65.01

2.43 Previous year figures have been regrouped & reclassified wherever necessary to make them comparable to the current year classification.

2.44 Figures have been rounded off to the nearest rupee.

As per our report attached
For **Aggarwal and Rampal**
Chartered Accountants
F.R.No. 003072N

Vinay Aggarwal
Partner
Membership No. : 82045
Place : New Delhi
Date : 15.05.2013

For and on behalf of the Board of Directors

Sd/-
Renu Bhagat
Chairperson & Managing Director

Sd/-
Veenu Pasricha
Director

Sd/-
R.M. Mehta
Director

If undelivered please return to

BCC FUBA INDIA LIMITED

**Regd Office : 4 Km., Swarghat Road,
Nalagarh - 174101, Distt.-Solan (H.P.)**