



**BOARD OF DIRECTORS**

Aarti R. Grover	Managing Director
Raju Grover	Director
Sona Ramchandani	Director

**BANKERS**

Central Bank of India  
The Saraswat Co-operative Bank Ltd.

**AUDITORS**

**N.D. Kapur & Co.**

Chartered Accountants  
65, Sonawala building, 2<sup>nd</sup> floor,  
Apollo street, Mumbai – 400 023.

**REGISTERAR AND SHARE TRANSFER AGENT**

Datamatics Financial Services Limited  
Plot No A-16 & 17 part 'B' cross lane, MIDC  
Andheri (E), Mumbai – 400 093.

**REGISTERED OFFICE**

32, Ramjibhai Kamani Marg,  
Ballard Estate, Mumbai – 400 001.

**FACTORY**

70, Lake Road, Bhandup(West),  
Mumbai – 400 078.

**OFFICES**

Bangalore, Kolkata, Delhi, Chennai, Indore, Nashik, Pune

**NOTE :**

*70<sup>th</sup> Annual General Meeting will be held at Jainam Banquet Hall, Jainam Arcade, B.M.T.Compund, 100, L.B.S.Marg, Bhandup (W), Mumbai - on Monday 30<sup>th</sup> September, 2013 at 1.30 P.M.*



## NOTICE

NOTICE is hereby given that the SEVENTIETH ANNUAL GENERAL MEETING OF THE MEMBERS OF KAYCEE INDUSTRIES LIMITED will be held Jainam Banquet Hall, Jainam Arcade, B.M.T. Compound, 100, L.B.S.Marg, Bhandup (W), Mumbai 400 078, on Monday, the 30<sup>th</sup> September, 2013 at 1.30 P.M. to transact the following businesses:

### ORDINARY BUSINESS:

- 1 To receive, consider and adopt Balance Sheet as at 31<sup>st</sup> March, 2013 and the Profit and Loss Account for the year ended on that date together with reports of Directors' and Auditors' thereon.
- 2 To declare a dividend @ Rs.10 per share on paid up Equity Shares of the Company
- 3 To appoint a Director in place of Mrs. Sona Ramchandani, Director who retires by rotation and being eligible, offers herself for reappointment.
- 4 To appoint Auditors to hold office from conclusion of this meeting until the conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration.

### SPECIAL BUSINESS:

**To consider and pass with or without modification the following resolution as an SPECIAL RESOLUTION :**

“RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309, 310 and 311 read with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956, and subject to such sanctions/ approvals as may be necessary, the Company hereby accords its approval to the reappointment of and remuneration, perquisites and allowances payable to Ms Aarti Grover, as the Managing Director of the Company for a period of 5 years with effect from October 1, 2013 on the terms and conditions as set out in the draft Agreement to be entered into between the Company and Ms Aarti Grover as placed before the meeting and initialled by the Chairman for the purpose of identification

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to increase, alter and/or vary the remuneration, perquisites, and allowances including the monetary value thereof as specified in the said draft Agreement to the extent the Board of Directors may consider appropriate, and as may be permitted or authorized in accordance with any provisions under the Companies Act, 1956, for the time being in force, provided however, that the remuneration payable to Ms Aarti Grover shall be within the limits set out in the said Act including Schedule XIII to the said Act or any amendments thereto or any modifications or statutory re-enactment(s) thereof and/or any rules or regulations framed thereunder and the terms of the aforesaid Agreement between the Company and Ms Aarti Grover shall be suitably modified to give effect to such variation or increase as the case may be.



RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to execute and sign the Agreement and other documents and take such steps as may be necessary and desirable to implement and give effect to the foregoing resolution.”

By Order of the Board

Place : Mumbai  
Date : 30<sup>th</sup> May, 2013

**Aarti Grover**  
Chairperson

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. The instrument appointing a proxy should, however, be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
2. The relative Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 setting out material facts is annexed thereto.
3. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
4. Members are informed that in case of joint holders attending the Meeting, only such joint holder who is higher in order of the names will be entitled to vote.
5. The Register of Members and Share Transfer Books of the Company will remain closed from 23<sup>rd</sup> September, 2013 to 30<sup>th</sup> September, 2013 (both days inclusive).
6. The dividend on shares, as recommended by the Board, if sanctioned at the meeting will be paid to the shareholders, whose name appears on the Register of Members on 30<sup>th</sup> September, 2013.
7. Members are requested to promptly notify any change of address to the Registered Office of the Company.
8. Members desiring any information about Accounts at the Meeting are requested to write to the Company at least seven days in advance of the Annual General Meeting.
9. All documents referred to in the Notice are open for inspection at the Registered Office of the Company during office hours on all days between 11:00 a.m. to 1.00 p.m., except Saturday, Sunday and Public holidays, up to the date of the Annual General Meeting.

By Order of the Board

Place : Mumbai  
Date : 30<sup>th</sup> May, 2013

**Aarti Grover**  
Chairperson

**EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT ,1956****Item No.5:****Re-appointment and increase / revise in remuneration for Mrs.Arati Grover, Managing Director of the Company**

Ms. Aarti Grover, was appointed as Whole Time Director of the company by the Board of Directors with effect from 1<sup>st</sup> October, 2010 to 30<sup>th</sup> September, 2013 and subsequently she was re-designated as Managing Director vide Board Meeting held on 14<sup>th</sup> August, 2012. Now the company wants to re-appoint and revise / increase the remuneration for a period of 5 years from 1<sup>st</sup> October, 2013 to 30<sup>th</sup> September, 2018.

Ms. Grover is a Master of Business Administration from the University of San Francisco, USA. She possess rich and extensive experience in the management of CMS Group Companies. She has more than 8 years of experience in the field of product and services administration. Briefly, the terms and conditions of her re-appointment and remuneration of Mrs.Aarti Grover are as follows :

**Remuneration :**

The remuneration payable to Ms. Aarti Grover as the Managing Director of the Company for a period of Five years with effect from 1<sup>st</sup> day of October, 2013, till 30<sup>th</sup> September, 2018 on the following terms and conditions :

Basic Salary: Rs.1,00,000/- per month in the scale of 100000-20000-200000

House Rent Allowance: The Company shall provide suitable living accommodation to Ms.Grover. In the alternative she shall be entitled to HRA equal to 40% of the salary.

Newspaper Allowance: She shall be paid a Newspaper Allowance of Rss.1,250/- per month. Gas, Electricity & Fuel : AT actual. Perquisite to be valued as per Income Tax Rules.

Performance Linked Incentive: Ms.Grover would be entitled to a performance linked incentive not exceeding Rs.10,00,000/- (Rupee Ten Lacs only) per annum, as may be decided by the Board of Directors.

In addition, the Managing Director shall be entitled to the following benefits & Perquisites:

Company's contribution to the Provident Fund as per the Rules of the Employees Fund Act, 1952.

1. Company's contribution towards the Superannuation Fund as per the applicable Rules of the Company.
2. Gratuity at the rate of one half month's salary for each completed year of service.
3. Leave Travel Assistance : Leave Travel Assistance for self and family once a year upto one month's salary incurred in accordance with the rules of the Company.
4. Medical Reimbursement of actual expenses for self and family including hospitalization, nursing home and surgical charges incurred in India and abroad. AND medical check-up Fees reimbursement at actual.
5. Books and Periodicals and News Papers : She shall be entitled to reimbursement of expenditure upto Rs.1,00,000/- per annum towards Books and Periodicals.
6. Club Fees : Fees of maximum one club excluding admission and life membership fees.
7. Insurance: As applicable to employees in the same class.



8. She shall be provided with a car with Driver. Expenses for any private use shall be borne by her. (Value as per IT Rules)
9. She will be entitled to all leave benefits as applicable to the Senior Executives of the Company, including accumulation and encashment of unavailed leave.
10. Free use of telephone at the residence.
11. Reimbursement of Entertainment Expenditure incurred for the business of the Company

In the event of loss or inadequacy of profits, she shall be paid the above remuneration as the minimum remuneration.

The proposed resolution is required to be passed as a Special Resolution as required under Section 198, 269, 309 and Schedule XIII to the Companies Act, 1956 and as such, the Directors commend your approval.

Copy of the terms and conditions governing the appointment is available for inspection by members during business hours on any working day before the last date of receipt of the postal ballots by the Company.

Ms.Aarti Grover is the daughter of Mrs. Raju Grover, Director of the Company therefore the Director and Ms. Aarti Grover herself may be deemed to be interested or concerned in this resolution.

The above information be considered as a relevant abstract, as required under Section 302 of the Companies Act, 1956.

The Board therefore recommends this resolution as Special Resolution for your approval.

By Order of the Board

Place : Mumbai  
Date : 30<sup>th</sup> May, 2013

**Aarti Grover**  
Chairperson



## DIRECTORS' REPORT

1. The Directors' have pleasure in presenting the 70<sup>th</sup> Annual Report and Audited Statement of Accounts for the year ended 31<sup>st</sup> March 2013.

2. **Financial Results:** (Rupees in Lakhs)

	2012-2013	2011-2012
<b>Turnover (Net )</b>	<b>2290.19</b>	<b>2516.27</b>
<b>Operating Profit</b>	<b>121.32</b>	<b>165.07</b>
<b>Depreciation</b>	<b>29.72</b>	<b>27.22</b>
<b>Profit Before Taxation</b>	<b>91.60</b>	<b>137.85</b>
<b>Provision for taxation</b>	<b>26.00</b>	<b>45.68</b>
<b>Profit after Tax</b>	<b>60.65</b>	<b>96.25</b>
<b>Retained profit Brought forward</b>	<b>402.41</b>	<b>332.08</b>
<b>Transferred to General reserve</b>	<b>15</b>	<b>20</b>
<b>Proposed Dividend &amp; Dividend Tax</b>	<b>6.21</b>	<b>5.92</b>
<b>Balance Retained In profit and loss account</b>	<b>441.84</b>	<b>402.4</b>

3. **Dividend**

Considering the overall performance of the company your Directors are pleased to recommend equity dividend @ 10% (Rs. 10/- Per Share) for the year subject to approval of members in the ensuing Annual General Meeting.

4. **Performance of the Company:**

Due to the sluggish market conditions of the company, the turnover and profit was marginally lowered in this year. The company gear up in the coming years and expects also a good demand for its products in the year 2013-14.

Turnover decreased by 8.98% i.e. from Rs. 2516.27 Lacs to Rs.2290.19 Lacs. The company has shown a Net profit after tax Rs.60.65 lacs and in the previous year it was Rs.96.25 lacs.

During the year the company had purchased a unit at Ambernath and started its manufacturing activity for its products for above premises. In order to get boost in sales and income, the company has taken this initiative to increase the production of their existing products and also get good demand in the market for the introduction of news products.

5. **Pakistan Unit:**

Pakistan Unit continues to be under the control and management of Pakistan Government. A statement of assets and liabilities of the Factory as on 30th June, 1964 has been annexed to the Balance Sheet. Since 30th June, 1964 no further statement of accounts have been received from the unit.

**6. Deposits:**

The Company has not accepted any Deposits. Further no amount as deposit or interest was outstanding as of the balance sheet date.

**7. Board of Directors:**

Mrs. Sona Ramchandani, retires by rotation at this Annual General Meeting in accordance with the Companies Act, 1956 and Articles of association of the company. She being eligible, offer herself for reappointment.

**8. Appointment of Cost Auditor :**

Pursuant to the notification No.F.No.52/26/CAB-2010 dated 24<sup>th</sup> January, 2012 of Ministry of Corporate Affairs, every company listed on the Exchanges has to compulsorily appoint Cost Auditor for the year 2012-13. The company appointed M/s. Vinayak Kulkarni & Associates, Cost Auditor for the year 2012-13.

Due to reasons beyond, M/s. Vinayak Kulkarni has resigned during the year and in turn Mr.Vinod Subramanian, Cost Auditor appointed by the Board of Directors in place of him. The cost audit for the year 2012-13 was conducted by the said cost auditor and all the compliances with respect to the Cost Audit was complied.

**9. Directors' Responsibility Statement:**

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

- (i) That in the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2013 the applicable accounting standards had been followed along with proper explanation relating to material departures, if any.
- (ii) that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of the company at the end of the financial year and of the profit for the year under review;
- (iii) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of the companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) That the directors had prepared the accounts for the financial year ended 31<sup>st</sup> March, 2013 on a ' going concern ' basis.

**10. Secretarial Compliance Certificate:**

As required under the provision of section 383A of the Companies Act, 1956, the secretarial compliance certificate is attached as per annexure-I

**11. Auditor's report:**

Auditors have referred to para (7) & (9) as appearing in the Auditors report and in the opinion of the director these notes are self explanatory and require no further explanations.

**12. Auditors:**

M/s. N.D.Kapur & Co, Chartered Accountants, auditors of the company, hold office until the Conclusion of the ensuing Annual General Meeting and are eligible for re-appointment and have confirm that if appointed, their appointment will be with in the limits prescribed under section 224(1B) of The Companies Act, 1956. Members are requested to appoint the Auditors of the company for the current year and fix their remuneration.

**13. Particulars of Employees:**

As none of the employees are in receipt of remuneration in aggregate of Rs. 60 lacs p.a. or more during the year and hence the particulars required under Section 217(2-A) of the Companies Act, 1956 is not furnished.

The company continues to lay emphasis on Human Resource Development, to make its employees attain high standards in efficiency and productivity. A number of training programs have been conducted for constantly upgrading their knowledge to ensure significant improvements in their performance and to equip them to deal with the ever changing comparative environment.

**14. Environment safety and energy conservation:**

As required by the companies (Disclosure of the Particulars in the Report of Board of Directors) Rules 1988 the relevant data pertaining to conservation of energy and technology absorption are given in the prescribed format as an Annexure-II to this report.

**15. Acknowledgement:**

Your Directors wish to place on record their sincere thanks to the Bankers and the Government Agencies for their support and look forward to their continued support in the future. Your Director also wishes to thank their business constituents for their continued co-operation given by them to the Company.

Your Directors express their deep appreciation for the devoted contribution made by employees at all levels. Who through competence, hard work, solidarity, co-operation and support have contributed their best efforts for continued progress of the Company. Employees relation continued to remain happy and cordial during the year.

And finally, the Directors acknowledge their gratitude the confidence which the share holders reposed in them.

For and On behalf of the Board of Directors

MUMBAI  
DATED : 30<sup>th</sup> May, 2013

**Aarti Grover**  
Chairperson





## Annexure I

**M Siroya and Company  
Company Secretaries**

C-1, First Floor, Everest Building, Opp. BMC School, Dattapada Road, Borivali (E), Mumbai – 400 066  
Telefax:+91 22 28706523; Mobile: 93243 10151; E-mail:siroyam@gmail.com

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**SECRETARIAL COMPLIANCE CERTIFICATE**  
**CIN of the Company: L70102MH1942PLC006482**  
**Authorised Share Capital: Rs. 97,50,000/-**  
**Paid-up Share Capital: Rs. 53,47,000/-**

To,  
The Members  
**Kaycee Industries Limited**  
Kamani Chambers, 32, Nicol Road,  
Ballard Estate, Mumbai - 400 001

We have examined the registers, books and papers of **M/s. Kaycee Industries Limited** (the Company) as required to be maintained under The Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum & Articles of Association of the Company for the financial year ended **31<sup>st</sup> March, 2013**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year: -

1. the Company has kept and maintained all registers as stated in **Annexure 'A'** to this certificate, as per the provisions and rules made there under and all entries therein have been duly recorded.
2. the Company has duly filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made there under unless stated otherwise.
3. the Company being a public limited Company, has a paid-up Capital of Rs. 53,47,000/-.
4. the Board of Directors duly met 12 times on 09.04.2012, 15.05.2012, 28.06.2012, 14.08.2012, 29.08.2012, 15.10.2012, 09.11.2012, 02.01.2013, 28.01.2013, 12.02.2013, 15.02.2013 and 22.03.2013, in respect of which meetings proper notices were given and signed in the minutes book maintained for the purpose.
5. the Company had closed its Register of Members from 20.09.2012 to 28.09.2012 (both days inclusive) in order to comply with the provisions of Section 154 of the Act.
6. the Annual General Meeting for the financial year ended on 31.03.2012 was held on 28.09.2012 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in the minutes book maintained for the purpose.
7. no extra-ordinary general meeting was held during the financial year.
8. the Company has not advanced any loans or given any guarantees or provided any securities to its directors or persons or firms or Companies referred to under Section 295 of the Act.
9. the Company has not complied with the provisions of Section 297 of the Act in respect of Contracts specified in that Section.



10. the Company has made necessary entries in the register maintained under Section 301 of the Act.
11. as there were no instances during the year falling within the purview of Section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or Central Government.
12. the Company has not issued duplicate share certificates during the financial year.
13. the Company has: -
  - i) Delivered all the certificates on lodgment thereof for transfer in accordance with the provisions of the Act.
  - ii) Declared dividend during the year and complied with the provisions of the Act.
  - iii) Not paid any interim dividend during the year.
  - iv) Duly complied with the requirements of Section 217 of the Act.
14. the Board of Directors of the Company is duly constituted and during the year Mr. Aaloke Ghosh resigned as a Director of the Company w.e.f. 02.04.2012, designation of Ms. Aarti Rameshdutt Grover was changed from Whole Time Director to Managing Director of the Company w.e.f. 14.08.2012, Confirmed Ms. Aarti Rameshdutt Grover's appointment from additional director to director and Ms. Sona Purshottam Ramchandani as a Director of the Company in the AGM held on 28.09.2012. However, while submitting Form 32 for confirmation of Ms. Aarti Grover as director from additional director, the option "director" was selected instead of "Managing Director" and thus the MCA system reflected the designation as "Director" post submission of the Form. Therefore, the Company submitted another Form 32 in order to correctly reflect the designation on the MCA portal.
15. the Company has changed designation of Ms. Aarti Grover from Whole Time Director to Managing Director of the Company during the financial year under review and complied with the provisions of the Act.
16. the Company has not appointed any sole-selling agents during the financial year.
17. the Company was not required to obtain any approvals of the Company Law Board, Regional Director, Registrar of Companies and/or such authorities prescribed under the various provisions of the Act during the financial except that of the Central Government to the appointment of and remuneration payable to Ms. Aarti Grover as Whole Time Director of the Company for which Form 25A was filed on 05<sup>th</sup> June, 2012 with the Ministry of Corporate affairs ("MCA"), Central Government. MCA thereafter raised a query that the Company has not circulated abstract u/s 302 to the members of the company. The Company then circulated the abstract u/s 302 of the Companies Act, 1956 as per the instructions of MCA and filed another form - 225A on March 4, 2013 (vide SRN - B69409969) with MCA. The status of First SRN : B40581233 is "Approved" and the status of the second SRN : B69409969 is rejected.
18. the Directors have disclosed their interest in other firms, Companies to the Board of Directors pursuant to the provisions of the Act and rules made there under.



19. the Company has allotted 2,500 Equity Shares of Rs. 100/- each on a premium of Rs. 3,425/- per share on a Preferential Basis on 28.09.2012 during the financial year under the review and filed necessary form – 2 with MCA.
20. the Company has not bought back any Shares during the financial year.
21. there was no redemption of preference shares or debentures outstanding during the financial year.
22. there were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. the Company has not invited / accepted any deposits including any unsecured loans falling within the purview of Section 58A during the financial year.
24. the Company has borrowed amount from its Banks during the financial year ended 31<sup>st</sup> March, 2013 under the provisions of Section 293 (1) (d) of the Act, within the borrowing limits as approved by the members of the Company in their meeting.
25. the Company has not made any investment(s) in other bodies corporate or granted any loans or advances or given guarantees or provided securities to other bodies corporate..
26. the Company has not altered the provisions of the Memorandum with respect to the situation of the Company's registered office from one state to another during the year under scrutiny.
27. the Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the year under scrutiny.
28. the Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
29. the Company has not altered the provisions of the Memorandum with respect to share capital of the Company for the year under scrutiny.
30. the Company has not altered its Articles of Association during the financial year.
31. as informed to us, there was no prosecution initiated against the Company and no fines or penalties or any other punishment was imposed on the Company during the financial year for offence under the Act.
32. the Company has not received any money as security from its employees during the financial year.
33. the Company is generally regular in depositing both the employees' and employer's contribution to Provident Fund with the prescribed authorities pursuant to Section 418 of the Act.

**For M Siroya and Company**  
*Company Secretaries*

**Mukesh Siroya**  
Proprietor  
CP No.: 4157

**Place: Mumbai**  
**Date: 30<sup>th</sup> May, 2013**

**Annexure A – Secretarial Compliance Certificate**

Name of the Company: Kaycee Industries Limited

CIN : L70102MH1942PLC006482

Registers as maintained by the Company

**Statutory Register**

Sr. No.	Under Section	Name of Register
1	143	Register of Charges
2	150	Register of Members
3	193	Minutes of all meetings of Board of Directors
4	193(1)	Minutes of General Body Meetings
5	209	Books of Accounts
6	301	Register of Particulars of Contracts in which Directors are interested
7	303	Register of Directors
8	307	Register of Directors' Shareholding

**Other Registers**

1	-	Board Meeting Attendance Register
2	-	General Meeting Attendance Register
3	-	Share Transfer Register

**Annexure B – Secretarial Compliance Certificate**
**Name of the Company: Kaycee Industries Limited**
**CIN : L70102MH1942PLC006482**

Returns / Documents / Forms filed with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ended March 31<sup>st</sup>, 2013

**FOR THE YEAR 2012-2013 (01.04.2012 TO 31.03.2013)  
REGISTRAR OF COMPANIES**

Sr. No.	Form No.	Relevant Section	Description	Date of Filing	Whether filed Within prescribed time Yes / No	If delay in filing, whether requisite additional fee paid Yes / No
1	5INV	MCA Notification	Statement of unclaimed and unpaid amounts as on 28.09.2012	14.03.2012	Yes	N.A
2	20B	159(1)	Annual Return (Schedule V) made up to 29.09.2011 vide SRN P86791753	02.04.2012	No	Yes
3	32	303	For Cessation of Mr. Aaloke Ghosh as a Director of the Company w.e.f. 02.04.2012	16.04.2012	Yes	N.A
4	25C	269(2), & Schedule XIII	Return of Appointment of Ms. Aarti Grover as the Whole Time Director w.e.f 01.10.2010	17.04.2012	Yes	N.A
5	25A	198 (4), 269, 309 (3), 311, 387, 388	Application for Approval of Central Government for payment of Remuneration to Whole time Director, Ms. Aarti Grover, filed vide SRN B40581233	05.06.2012	No	Yes
6	23C	233B(2)	To appoint Mr. Kulkarni Vinayak Balkrishna for Cost Audit for the period 01.04.2012 to 31.03.2013	29.06.2012	Yes	N.A
7	32	303	Change of Designation of Ms. Aarti Grover from Whole Time Director to Managing Director of the Company w.e.f. 14.08.2012	13.09.2012	Yes	N.A
8	18	146	Change within the local limits of city, town or village w.e.f. 03.09.2012	17.09.2012	Yes	N.A
9	23	192	Filed for submission of Special Resolution passed at the AGM held as on 28.09.2012	20.10.2012	Yes	N.A
10	2	75	Return of Allotment of 2,500 Equity Shares of Rs. 10 each at a premium of Rs. 3425 on Preferential Basis on 28.09.2012	22.10.2012	Yes	N.A
11	32	303	For confirmation of Ms. Aarti Rameshdutt Grover as a Director of the Company and Ms. Sona Purshottam Ramchandani from the date of AGM 28.09.2012	26.10.2012	Yes	N.A
12	66	383A	Secretarial Compliance Certificate for the year ended on 31 <sup>st</sup> March, 2012	29.10.2012	Yes	N.A
13	20B	159(1)	Annual Return (Schedule V) made up to 28.09.2012	27.11.2012	Yes	N.A
14	23AC & 23ACA XBRL	220(1)	Balance Sheet and Profit & Loss Account as on 31.03.2012	10.12.2012	Yes	N.A
15	32	303	Change in Designation of Ms. Aarti Grover from Director to Managing Director of the Company w.e.f. 12.02.2013	21.02.2013	Yes	N.A
16	25A	198(4),269,309(3), 311,387, 380	Second application for approval of Central Government for payment of Remuneration to Whole time Director, Ms. Aarti Grover	04.03.2013		



## ANNEXURE II OF DIRECTORS' REPORT

Information as per Section 217 (1) (e) read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 and forming part of the Directors' Report for the year ended 31st March 2013.

- A. Conservation of energy
- A Energy conservation measure taken : The requirement of power is not large and the position does not warrant any special conservation measures
- B Additional investments and proposals : NIL  
if any, being implemented for reduction of consumption of energy
- C Impact of the measures at (a) and (b) : NIL  
above for reduction of energy consumption and consequent impact on the cost of production of goods
- D Total energy consumption and : NIL  
energy consumption per unit of production
- B. Technology Absorption  
Efforts made in technology : Form B attached  
absorption as per Form B
- C. Foreign Exchange Earning and Outgo
- a. Activities relating to exports, : The company is continuously making  
initiatives taken to increase efforts to increase the exports and  
exports, development of new during the year exports amounted  
export markets for products to Rs. 6,513,235/-.(F.O.B Value)  
and services, and export plans.
- b. Total foreign exchange used : Foreign Exchange used equivalent  
and earned to Rs.7,909,626/- Foreign Exchange  
earned Rs.6,513,235/-.(F.O.B Value)

## FORM - B

Disclosure of particulars with respect to Absorption.  
Research and Development (R & D)

1. Specific areas in which R & D : Micro Switches, Rotary Switches, and development carried out by the company of new products like Breaker control Switch, push Buttons.
2. Benefits derived as a result of the above R&D : Improvements in existing products in quality & performance
3. Future plan of action : Efforts will be continued to introduce new products and to improve existing products.
4. Expenditure on R & D
  - a. Capital : Rs. NIL
  - b. Recurring : Rs. NIL
  - c. Total : Rs. NIL
  - d. Total R & D expenditure as a percentage of total turn over : Rs. NIL

Technology absorption, adaptation & innovation.

1. Efforts, in brief, made towards technology absorption, adaptation and innovation : No technology has been imported by the Company over the last five years reckoned from the beginning of the financial year under reference. The Company is updating the existing technology. The Scope of innovation with existing range of products is limited.
2. Benefits derived as a result of the above efforts e.g. product improvement, cost reduction, product development, import, substitution etc. : NIL
3. In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year), following information may be furnished : Not Applicable
4.
  - a. Technology imported : Not Applicable
  - b. Year of Import : Not Applicable
  - c. Has technology been fully absorbed : Not Applicable
  - d. If not fully absorbed, areas where this has not taken place, reasons therefore and future plans of action. : Not Applicable



## INDEPENDENT AUDITORS' REPORT

To the Members,  
**Kaycee Industries Limited**

### **Report on the Financial Statements**

We have audited the accompanying financial statements of Kaycee Industries Limited ("the Company") which comprise the Balance Sheet as at 31st March 2013, the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

### **Management's responsibility for the Financial Statements**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 21 1 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditor's responsibility,**

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

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

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

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:





- a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31 March 2013,
- b) In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows, for the year ended on that date.

**Report on Other legal and regulatory requirements**

1. As required by the Companies (Auditor's Report) Order 2003, [the 'Order'] issued by the Central Government of India in terms of sub-section (4A) of section 227 of the the Act, we give in the annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that :
  - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit,
  - b) In our opinion, proper books of accounts as required by law, have been kept by the Company, so far as appears from our examination of those books,
  - c) The Balance Sheet, statement of Profit and Loss and Cash Flow statement dealt with by this report are in agreement with the books of account,
  - d) In our opinion the Balance Sheet, statement of Profit and Loss and Cash Flow statement dealt with by this report comply with the mandatory accounting standards referred in sub-section (3C) of section 211 of the Companies Act, 1956.
  - e) On the basis of written representations received from the directors, as on March 31, 2013, and taken on record by the Board of Directors, we report that none of the directors of the Company is disqualified as on 31<sup>ST</sup> March 2013 from being appointed as director in terms of clause (g ) of sub-section (1) of section 274 of the Companies Act, 1956,

**For N. D. KAPUR & CO.**  
**Chartered Accountants**  
Firm's Registration No: 001196N

MUMBAI  
DATED : 30<sup>th</sup> May, 2013

**S. K. AGRAWAL**  
**Partner**  
**M. No. 13968**



**Annexure referred to in paragraph 2 of Auditors' Report of even date to the members of Kaycee Industries Limited on the Financial Statements for the year ended 31<sup>st</sup> March, 2013**

1. In respect of its fixed assets:
  - a) The Company is in the process of updating records showing full particulars, including quantitative details and situation, of its fixed assets. As explained to us, the fixed assets have been physically verified by the Management during the year in a phased periodical manner, which in our opinion is reasonable, having regards to the size of the Company and nature of its assets. According to the information and explanation given to us, no material discrepancies were noticed on such physical verification.
  - b) None of the fixed assets were disposed off during the year.
  - c) In our opinion and according to the information and explanations given to us, the Company has not disposed off any substantial part of fixed assets during the year to affect its going concern.
2. In respect of its inventories:
  - a) As explained to us, inventories have been physically verified by the management at regular intervals during the year, in our opinion the frequency of verification is reasonable, except stocks lying with third parties for which no confirmation have been obtained in respect of such inventory.
  - b) In our opinion and according to the information and explanations given to us, 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) The Company has maintained proper records of inventories. As explained to us, there was no material discrepancies noticed on physical verification of inventory as compared to the book records.
3.
  - (a) The Company has not granted any loans, secured or unsecured, to companies, firm or other parties covered in the register maintained under section 301 of the companies act, 1956, (except trade advances ) and hence clause 4 (3) (a) to (d) of the Companies (Auditor's Report) order 2003, are not applicable to the company.
  - (b) The Company has taken unsecured loan from parties covered in the register maintained under section 301 of the Companies Act, 1956. Number of party is one and amount involved is Rs 20 lacs; and
  - (c) The rate of interest and other terms and conditions of loans taken by the company, are prima facie not prejudicial to the interest of the company; and
  - (d) In our opinion and according to the information and explanations given to us, there is no stipulation as to payment of the principal amount. The payment of interest is regular.
4. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to the purchase of inventory, fixed assets and also for the sale of goods. Further, on the basis of our examination of the books and records of the company, and according to the information and explanation given to us, we neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system.



5. Transactions that need to be covered under Section 301 of the Companies Act, 1956:

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

- (a) the transactions made in pursuance of contracts or arrangements, that needed to be entered into in the register maintained under Section 301 of the Companies Act, 1956 have been so entered.
- (b) the transactions made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 aggregating to Rs. 5,00,000/- (Rupees Five Lacs only) or more in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.

6. The Company has not accepted any deposits from the public within the meaning of Section 58A and 58AA of the Act and the rules framed there under.

7. The Company has an internal audit system, which is in commensurate with its size and nature of its business.

8. We have broadly reviewed the books of account and records maintained by the Company pursuant to the rules prescribed by the central government for the maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 in respect of all its activities and are of the opinion that prima facie the prescribed accounts and records have been made and maintained.

9. In respect of statutory dues:

- a. According to the records of the company as produced before us and in accordance with generally accepted auditing practices in India and also based on management representations, undisputed statutory dues in respect of Provident Fund, Pension Fund, Employees' State Insurance, Income-Tax, Customs Duty, MLW Fund, Sales Tax, Profession Tax, Excise Duty, Cess, Service Tax and other statutory dues have generally been regularly deposited, by the Company during the year with the appropriate authorities in India. According to the information and explanations given to us, no undisputed amounts payables in respect of the aforesaid dues were outstanding as at 31<sup>st</sup> March 2013 for a period of more than six months from the date of becoming payable.
- b. The disputed statutory dues aggregating to Rs 3.96 lacs (P.Y. Rs 3.96 lacs) have not been deposited on account of matters pending before appropriate authorities are as under:

Name of the Statute	Nature of the Dues	Year	Forum where dispute is pending	Amount (Rs in Lacs)
The Central Excise Act, 1944	Excise	2007-08	Superintendent of Excise	3.96

10. The company does not have accumulated losses as at 31<sup>st</sup> March, 2013 and has not incurred any cash losses either during the current financial year or in the immediately preceding financial year.

11. Based on our audit procedures and according to the records, information and explanation given to us, by the Company there is no default in repayment of dues to financial institutions or banks.

12. According to information and explanation given to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.



13. In our opinion, considering the nature of activities carried on by the Company during the year, the provisions of any special statute applicable to chit fund nidhi / mutual benefit fund / societies, are not applicable to it.
14. In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments.
15. According to the information and explanations given to us and the representations made by the management, the Company has not given any guarantee for loans taken by others from any bank or financial institutions during the year.
16. The Company has not raised any term loans.
17. According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we are of the opinion that the Company has utilised Rs. 129.14 lacs (P.Y. Rs 38.95 lacs) from internal accruals towards acquisition of fixed assets. No funds raised on short-term basis have been used for long term investment.
18. During the year, the Company has made preferential allotment of 2,500 equity shares to one company covered in the Register maintained under Section 301 of the Act. In our opinion, the price at which shares have been issued is not prejudicial to the interest of the company.
19. Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the company has not defaulted in repayment of dues to a financial institution or bank.
20. The Company has not issued any debentures.
21. On the basis of examination of books of accounts and other records of the Company, we have not come across any fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the Management.

**For N. D. KAPUR & CO.**  
**Chartered Accountants**  
Firm's Registration No: 001196N

MUMBAI  
DATED : 30<sup>th</sup> May, 2013

**S. K. AGRAWAL**  
**Partner**  
**M. No. 13968**

**BALANCE SHEET AS AT 31ST MARCH, 2013**

	Note No.	31st March, 2013 Rupees	31st March, 2012 Rupees
<b>I. EQUITY AND LIABILITIES</b>			
<b>1 SHAREHOLDERS' FUND :</b>			
(a) Share Capital	1	5,347,000	5,097,000
(b) Reserves & Surplus	2	90,442,272	76,436,543
(c) Money received against share warrants		-	-
		<b>95,789,272</b>	<b>81,533,543</b>
<b>2 SHARE APPLICATION MONEY PENDING ALLOTMENT :</b>			
		-	-
<b>3 NON-CURRENT LIABILITIES</b>			
(a) Long term Borrowings	3	-	-
(b) Deferred Tax Liabilities	4	-	-
(c) Other Long term Liabilities		-	-
(d) Long term Provisions	5	3,853,192	4,170,179
		<b>3,853,192</b>	<b>4,170,179</b>
<b>4 CURRENT LIABILITIES</b>			
(a) Short Term Borrowings	6	26,699,051	32,202,767
(b) Trade payables	7	43,910,529	51,299,982
(c) Other Current Liabilities	8	5,821,907	2,799,964
(d) Short Term Provisions	9	5,452,257	6,665,969
		<b>81,883,743</b>	<b>92,968,682</b>
<b>TOTAL</b>		<b>181,526,207</b>	<b>178,672,406</b>
<b>II. ASSETS</b>			
<b>1 NON CURRENT ASSETS</b>			
(a) Fixed Assets			
(i) Tangible Assets	10	25,032,371	15,090,040
(ii) Intangible Assets		-	-
(iii) Capital Work in Progress		14,766,844	14,766,844
(iv) Intangible assets under development		-	-
(b) Non current Investment	11	109,900	109,900
(c) Deferred Tax Assets	4	596,185	1,187,335
(d) Long Term loans and Advances		-	-
(e) Other Non Current Assets	12	876,320	876,320
		<b>41,381,620</b>	<b>32,030,439</b>
<b>2 CURRENT ASSETS</b>			
(a) Current Investments		-	-
(b) Inventories	13	42,869,094	44,545,592
(c) Trade Receivables	14	88,591,888	88,105,423
(d) Cash and cash equivalents	15	2,731,854	3,682,920
(e) Short-term loans and advances	16	2,741,477	1,506,913
(f) Other current assets	17	3,210,276	8,801,118
		<b>140,144,589</b>	<b>146,641,966</b>
<b>TOTAL</b>		<b>181,526,207</b>	<b>178,672,406</b>

Notes Forming Part of the Accounts  
In terms of our report attached.

**For N.D KAPUR & CO.**  
Firm Registration No:001196N  
**Chartered Accountants**

**For and on behalf of the Board**

**S.K.AGRAWAL**  
Partner

MUMBAI  
Date: 30th May 2013

Aarti Grover Raju R. Grover  
(Managing Director) (Director)

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2013**

	Note No.	31st March, 2013 Rupees	31st March, 2012 Rupees
<b>A CONTINUING OPERATION</b>			
1 Revenue from operations	18	231,055,153	253,239,965
2 Other Income	19	4,412,586	2,494,695
<b>3 Total Revenue</b>		<b>235,467,739</b>	<b>255,734,659</b>
<b>4 Expenses</b>			
(a) Cost of materials consumed	20	108,081,931	128,584,537
(b) Purchases of stock-in-trade	21	8,360,402	11,472,044
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	22	4,952,554	(6,296,850)
(d) Employee Benefit Expenses	23	52,175,991	53,683,723
(e) Finance cost	24	4,646,120	3,635,415
(f) Depreciation and Amortisation Expenses	10	2,971,993	2,722,024
(g) Other Expenses	25	45,118,950	48,148,973
<b>Total Expenses</b>		<b>226,307,940</b>	<b>241,949,867</b>
<b>5 Profit / (Loss) before exceptional and extraordinary items and tax (3 - 4)</b>		<b>9,159,799</b>	<b>13,784,792</b>
6 Exceptional items		-	-
<b>7 Profit / (Loss) before extraordinary items and tax (5 - 6)</b>		<b>9,159,799</b>	<b>13,784,792</b>
8 Extraordinary items		-	-
<b>9 Profit / (Loss) before tax (7 - 8)</b>		<b>9,159,799</b>	<b>13,784,792</b>
<b>10 Tax Expenses</b>			
(a) Prior Period		(96,009.21)	-
(a) Current tax		2,600,000	4,568,000
(b) Deferred Tax		591,150	(408,676)
<b>11 Profit / (Loss) from continuing operations (9 - 10)</b>		<b>6,064,658</b>	<b>9,625,468</b>
Earning per equity share of face value of Rs.100 each ( Basic & Diluted)		113.42	188.85

Notes Forming Part of the Accounts  
In terms of our report attached.

1 TO 27

**For N.D KAPUR & CO.**  
Firm Registration No:001196N  
**Chartered Accountants**

**For and on behalf of the Board**

**S.K.AGRAWAL**  
Partner

Aarti Grover  
(Managing Director)

Raju R. Grover  
(Director)

MUMBAI  
Date: 30th May 2013

**CASH FLOW FOR THE YEAR ENDED 31ST MARCH 2013**

		2012-2013 RS		2011-2012 RS	
<b>A.</b>	<b>Cash Flow From Operating Activities</b>				
	Net Profit/(Loss ) Before Tax and extra Ordinary Items		9,159,799		13,784,792
	<b>Adjusted for</b>				
	Provision for Doubtful Debts	513,805		1,862,020	
	Depreciation	2,971,993		2,722,024	
	Interest received	(104,859)		(92,695)	
	Dividend received	(2,000)		(2,000)	
	Misc. Debit Written off	168,506		-	
	Difference in Exchange Gain	(42,722)		-	
	Rent Received	(4,079,516)		(2,400,000)	
	Interest Charged	4,646,120		3,635,415	
	Miscellaneous	14,348		-	
			4,085,675		5,724,764
	<b>Operating profit before working capital changes</b>		<b>13,245,474</b>		<b>19,509,556</b>
	<b>Changes in</b>				
Loans & Advances to employees					
Trade and other receivables	2,980,576		(9,606,622)		
Inventories	1,676,498		(4,937,250)		
Trade payable / Other Liabilities	(9,153,378)	(4,496,304)	(4,479,353)	(19,023,224)	
<b>Cash generated from operations</b>		<b>8,749,170</b>		<b>486,332</b>	
Deferred Tax (Liability)					
Direct taxes Paid		1,869,096		(5,641,148)	
<b>Net cash flow before extra ordinary items</b>		<b>10,618,266</b>		<b>(5,154,816)</b>	
Extra ordinary items		-			
(Loss on Fixed Assets Discarded)					
Prior Period Expenses		(226,211)		-	
<b>NET CASH FROM OPERATING ACTIVITIES (A)</b>		<b>10,392,055</b>		<b>(5,154,816)</b>	
<b>B.</b>	<b>Cash flow from investing activities</b>				
	<b>Inflow</b>				
	Interest received		104,859		92,695
	Dividend received		2,000		2,000
	Commission Received		-		(49,273)
	Sale of fixed assets		-		(49,273)
	Rent received		4,079,516		2,400,000
	<b>Outflow</b>				
	Purchase of fixed assets		(12,914,323)		(3,846,277)
	Increase in FD against LC Margin		(206,743)		-
<b>NET CASH USED IN INVESTING ACTIVITIES (B)</b>		<b>(8,934,691)</b>		<b>(1,400,855)</b>	
<b>C.</b>	<b>Cash flow from financing activities</b>				
	<b>Inflow</b>				
	Increase in bank borrowing -NET	(5,813,717)		11,071,842.00	
	Increase in Share Capital	250,000		-	
	Share Premium Account	8,562,500	2,998,783		11,071,842
	<b>Outflow</b>				
	Dividend paid	(592,386)		(596,324)	
	Deferred tax Liability				
	Interest paid	(4,646,120)	(5,238,503)	(3,635,415)	(4,231,741)
	<b>NET CASH USED IN FINANCING ACTIVITIES (C)</b>		<b>(2,239,721)</b>		<b>6,840,101</b>
<b>NET CHANGES IN CASH &amp; CASH EQUIVALENTS (A+B+C)</b>		<b>(782,358)</b>		<b>284,430</b>	
CASH & CASH EQUIVALENTS-OPENING BALANCE		3,514,211		3,229,781	
CASH & CASH EQUIVALENTS-CLOSING BALANCE		2,731,854		3,514,211	

AS PER OUR REPORT OF EVEN DATE ATTACHED

**For N.D KAPUR & CO.**  
 Firm Registration No:001196N  
**Chartered Accountants**
**For and on behalf of the Board**
**S.K.AGRawal**  
 Partner

 Aarti Grover  
 (Managing Director)

 Raju R. Grover  
 (Director)

 MUMBAI  
 Date: 30th May 2013

**Notes On Financial Statements for the Year ended 31st March 2013**

Note : 1	As at 31st March 2013	As at 31st March 2012
<b>SHARE CAPITAL AUTHORISED</b>		
97,500 Equity Shares of Rs. 100/- each	97,50,000	97,50,000
<b>ISSUED, SUBSCRIBED AND PAID UP:</b>		
53,470 Equity Shares of Rs.100/- each (P.Y 50,970)	5,347,000	5,097,000
Includes 3125 Shares issued to erstwhile Deferred Shareholders pursuant to scheme of conversion sanctioned by Hon'ble Bombay High Court on 10th July, 1985.		
<b>a) Reconciliation of the number of equity shares and share capital:</b>		
Issued, subscribed and fully paid up equity shares outstanding at beginning of the year	50970	50970
Add: Shares issued during the year to Promoter Co. Preferential Basis	2500	-
Issued, subscribed and fully paid up equity shares outstanding at end of the year	53470	50970
<b>b) Details of Shareholder Holding more than 5% Shares</b>		
<u>Name of the Shareholder</u>	<b>Cms Traffic System Limited</b>	<b>Cms Traffic System Limited</b>
No. of Shares Held	31,656	31,656
% of Holding	59.20%	62.11%
<u>Name of the Shareholder</u>	Cms Computers Limited	Cms Computers Limited
No. of Shares Held	3,769	-
% of Holding	7.05%	-

Note : 2	As at 31st March 2013	As at 31st March 2012
<b>RESERVES AND SURPLUS</b>		
<b>Share Premium Account</b>		
Opening Balance	16,692,052	16,741,324
Add : Share Premium Credited on Share Issue	8,562,500	-
Less : Premium Utilised for various Issue		
Less : Loss on A/C of Transfer of Property WOS	-	49,272
Closing Balance	25,254,552	16,692,052
<b>General Reserve</b>		
Opening Balance	19,503,587	17,503,587
Add : Transfer from Surplus Statement of Profit & Loss	1,500,000	2,000,000
Closing Balance	21,003,587	19,503,587
<b>Profit &amp; Loss Account Balance</b>		
Opening Balance	40,240,904	33,207,822
Add Profit for The year	6,064,658	9,625,468
	46,305,562	42,833,290
Less: Appropriations		
Transfer to General Reserve	1,500,000	2,000,000
Propossed Divdend on equity shares	534,700	509,700
Tax On dividend	86,729	82,686
Closing Balance	44,184,133	40,240,904
<b>TOTAL</b>	<b>90,442,272</b>	<b>76,436,543</b>



**Notes On Financial Statements for the Year ended 31st March 2013**

<b>Note : 3</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>LONG TERM BORROWINGS</b>		
Secured	-	-
Unsecured	-	-
	-	-
The Company do not have Any long term borrowing In the form of Term loan , debentures and Bonds in the reported financials year		

<b>Note : 4</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>DEFERRED TAX ASSET/LIABILITY (NET)</b>		
<b>(a) Deferred Tax Liabilities</b>		
i) on Depreciation/amortisation of Fixed Assets	496,237	381,841
ii) on Provision for doubtful debts	-	-
iii) on Other Timing Difference	-	29,904
<b>TOTAL</b>	<b>496,237</b>	<b>411,745</b>
<b>(b) Deferred Tax Assets</b>		
i) on Provision for Gratuity & Leave encashment	925,718	994,855
ii) on Provision for doubtful debts	166,704	604,225
iii) on Other Timing Difference	-	-
<b>TOTAL</b>	<b>1,092,422</b>	<b>1,599,080</b>
<b>NET</b>	<b>596,185</b>	<b>1,187,335</b>

<b>Note : 5</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>LONG TERM PROVISIONS</b>		
<u>Provision for Employee Benefits</u>		
Leave Encashment	2,792,935	2,861,875
Gratuity	1,060,257	1,308,304
<b>TOTAL</b>	<b>3,853,192</b>	<b>4,170,179</b>

<b>Note : 6</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>SHORT TERM BORROWINGS</b>		
<b>SECURED LOANS :</b>		
Working Capital loans from		
<b>The Saraswat Co- Op Bank Ltd</b>		
Cash Credit	779,920	118,636
ODBD	1,553,904	2,044,346
<b>Central bank of India</b>		
Cash Credit	16,529,343	22,472,515
ODBD	3,428,884	3,470,271
	<b>22,292,051</b>	<b>28,105,768</b>
<b>UNSECURED LOANS:</b>		
From Directors	2,000,000	2,000,000
<b>DEPOSITS :</b>		
Unsecured (Dealer,Distributor & Stockist)	2,407,000	2,097,000
<b>TOTAL</b>	<b>26,699,051</b>	<b>32,202,768</b>



## Notes On Financial Statements for the Year ended 31st March 2013

<b>Note : 7</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>TRADE PAYABLES</b>	<b>43,910,529</b>	51,299,982
<b>TOTAL</b>	<b>43,910,529</b>	51,299,982
<p>Note : As per the information available with the Company till date none of the suppliers have informed the company about their having registered themselves under the "Micro, Small and Medium Enterprises Development Act, 2006". As such, information as required under this Act, cannot be compiled and therefore, not disclosed for the year.</p>		

<b>Note : 8</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>OTHER CURRENT LIABILITIES</b>		
Outstanding Liabilities	<b>2,883,703</b>	1,775,464
Sales Tax Payable	<b>244,375</b>	465,265
Unclaimed Dividends	<b>155,360</b>	159,540
Unclaimed amount for fractional Share	<b>664</b>	664
Other Deposits	<b>798,000</b>	18,000
Advance From Customers	<b>1,739,805</b>	381,032
	<b>5,821,907</b>	2,799,965

<b>Note : 9</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>SHORT TERM PROVISIONS</b>		
<b>Others :</b>		
Provision for Employee Benefit	<b>3,469,873</b>	3,151,695
Income Tax	<b>-</b>	1,087,615
Provision for Excise duty	<b>1,360,955</b>	1,834,273
Proposed Dividend	<b>534,700</b>	509,700
Dividend Distribution tax	<b>86,729</b>	82,686
	<b>5,452,257</b>	6,665,969

**Notes On Financial Statements for the Year ended 31st March 2013**

**Note No. 10**

**FIXED ASSETS**

Description of Assets	Gross Block			Depreciation			Net Block		
	Cost as on 1.4.2012	Additions	Deductions	As at 31.03.2012	As at 1.4.2011	Provided for the year	Deductions during the year	As at 31.03.2013	As at 31.03.2012
<b>Tangible Assets :</b>									
Land	29,618			29,618				29,618	29,618
Building (Factory & Ambarnath)	4,180,552	10,059,600	-	14,240,152	3,577,982	311,058		10,351,112	602,570
Plant & Machinery	26,595,517	1,293,830		27,889,347	17,078,670	1,392,796		9,417,881	9,516,846
Computers	4,205,916	151,811		4,357,727	3,390,554	348,407		618,767	815,363
Furniture, Fitting & Office Equipment	6,193,790	1,049,402		7,243,191	3,616,014	597,163		3,030,015	2,577,775
Motor Vehicles	210,813			210,813	186,045	6,412	192,457	18,356	24,768
Electrical Fitting	2,402,197	359,680		2,761,877	879,097	316,157		1,566,623	1,523,100
<b>SUB TOTAL (A)</b>	<b>43,818,403</b>	<b>12,914,322</b>	-	<b>56,732,725</b>	<b>28,728,361</b>	<b>2,971,993</b>	-	<b>25,032,371</b>	<b>15,090,040</b>
<b>Intangible Assets :</b>									
SUB TOTAL (B)	-	-	-	-	-	-	-	-	-
<b>Capital Work in Progress :</b>									
Building under Construction	14,766,844			14,766,844				14,766,844	14,766,844
<b>SUB TOTAL (C)</b>	<b>14,766,844</b>	-	-	<b>14,766,844</b>	-	-	-	<b>14,766,844</b>	<b>14,766,844</b>
<b>SUB TOTAL A + B + C</b>	<b>58,585,247</b>	<b>12,914,322</b>	-	<b>71,499,569</b>	<b>28,728,361</b>	<b>2,971,993</b>	-	<b>39,799,215</b>	<b>29,856,884</b>
Previous Year	54,738,969	3,895,550	49,273	58,585,246	26,006,338	2,722,024	-	29,856,884	28,732,640

Note : Additional Floor of the Building is completed and capitalisation pending for completion certificate to be received from B.M.C

**Notes On Financial Statements for the Year ended 31st March 2013**

<b>Note : 11</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>NON CURRENT INVESTMENTS</b>		
Investment (Unquoted) :		
Saraswat Bank (1000 Equity shares of Rs 10 each)	10,000	10,000
RDJ Constructions Pvt Ltd (Subsidiary) (9990 Equity Shares of Rs.10 Each)	99,900	99,900
	<b>109,900</b>	<b>109,900</b>

<b>Note : 12</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>OTHER NON CURRENT ASSETS</b>		
ASSETS & LIABILITIES IN PAKISTAN :	876,320	876,320
	<b>876,320</b>	<b>876,320</b>

<b>Note : 13</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>INVENTORIES :</b>		
(At cost or Net realisable value which ever is less)		
Raw Materials & Stores	16,628,622	14,622,400
Materials in process	1,812,580	2,462,378
Finished Goods	12,371,915	16,674,671
Trading Goods	12,055,977	10,786,143
	<b>42,869,094</b>	<b>44,545,592</b>

<b>Note : 14</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>TRADE RECEIVABLES</b>		
(Unsecured)		
Debts outstanding for a period exceeding six months from the date they were due for payment.		
Considered Good	10,237,554	8,053,462
Considered Doubtful	4,068,326	3,554,521
	<b>14,305,880</b>	<b>11,607,983</b>
Less: Provision for Doubtful Debts	4,068,326	3,554,521
	<b>10,237,554</b>	<b>8,053,462</b>
Others: Considered Good	78,354,334	80,051,962
	<b>88,591,888</b>	<b>88,105,423</b>

<b>Note : 15</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>CASH AND CASH EQUIVALENTS :</b>		
Cash in Hand	184,022	166,316
With Scheduled Banks :		
In Current Account	896,382	408,723
Bank Guarantee Margin	70,900	1,608,900
In Fixed Deposits	170,732	170,732
In Fixed Deposits against LC Margin	1,206,743	1,000,000
In Dividend Account	155,360	159,540
Accrued Interest on FD	47,715	168,709
	<b>2,731,854</b>	<b>3,682,920</b>

**Notes On Financial Statements for the Year ended 31st March 2013**

<b>Note : 16</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>SHORT TERM LOANS AND ADVANCES</b>		
<b>Unsecured, Considered Good</b>		
Loans & Advances to employees	100,800	64,980
Prepaid Expenses	346,668	311,549
Expenses Recoverable	254,223	
Security Deposit With Central Excise	-	2,000
Advance Tax	359,748	-
<u>Balances with Govt Authorities :</u>		
Modvat	64,673	9,538
Service Tax	426,970	286,164
Excise Receivable	525,628	525,628
Central Excise Duty (PLA)	501,767	156,053
Sales Tax Receivable	151,000	151,000
Advance to Subsidiary Company	10,000	-
	<b>2,741,477</b>	<b>1,506,913</b>

<b>Note : 17</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>OTHER CURRENT ASSETS</b>		
Advances to suppliers for Capital Goods	-	5,035,483
<u>Sundry Deposits :</u>		
Unsecured ,Considered Goods	2,496,669	1,009,809
Advances to suppliers for Raw Material	713,607	2,399,115
Advance payment of FBT	-	356,711
	<b>3,210,276</b>	<b>8,801,118</b>

<b>Note : 18</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>SALES :</b>		
Sale of Manufactured Goods	241,156,440	257,730,853
Less : Excise Duty	33,640,786	31,755,154
	<b>207,515,654</b>	<b>225,975,699</b>
Export Sale	6,593,866	6,947,958
Sale of Trading Goods	14,909,834	18,703,476
Repair Charges	174,328	339,080
Sale of Scrap      1,861,471	1,273,752	
	<b>231,055,153</b>	<b>253,239,965</b>

<b>Note : 19</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>OTHER INCOME :</b>		
Interest from Bank on :		
Deposits	104,859	92,695
Dividend Income From :		
Shares	2,000	2,000
Other Non operating income Comprises :		
Rental Income	4,079,516	2,400,000
Prior Period Items	226,211	-
	<b>4,412,586</b>	<b>2,494,695</b>



**Notes On Financial Statements for the Year ended 31st March 2013**

<b>Note : 20</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>Cost of Material Consumed:</b>		
Opening Stocks Raw Materials & Stores:	14,622,399	18,912,974
Add: Raw Material & Stores Purchases	110,088,153	124,293,963
	124,710,552	143,206,937
Closing Stocks Raw Material & Stores	16,628,622	14,622,399
	108,081,931	128,584,537

<b>Note : 21</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>Purchases of Stock in Trade</b>		
Opening Stocks of Trading Goods	10,786,143	7,855,168
Add Purchases	9,630,236	14,403,019
	20,416,379	22,258,187
Closing Stock	12,055,977	10,786,143
	8,360,402	11,472,044

<b>Note : 22</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>Changes in Inventory of Finished goods, work-in-progress and stock in trade</b>		
Opening Stocks :		
Materials in Process	2,462,378	2,042,387
Finished Goods	16,674,671	10,797,812
	19,137,049	12,840,199
Less : Closing Stocks :		
Materials in Process	1,812,580	2,462,378
Finished Goods	12,371,915	16,674,671
	14,184,495	19,137,049
	4,952,554	(6,296,850)

<b>Note : 23</b>	<b>As at 31st March 2013</b>	<b>As at 31st March 2012</b>
<b>EMPLOYEE BENEFIT EXPENSES :</b>		
Salaries, Wages, Bonus & Gratuity	45,474,202	46,731,802
Contribution to Provident & other funds & schemes	2,667,614	2,865,132
Welfare Expenses	4,034,174	4,086,789
	52,175,991	53,683,723



Notes On Financial Statements for the Year ended 31st March 2013

Note : 24	As at 31st March 2013	As at 31st March 2012
<b>FINANCE COST :</b>		
Interest - Banks	3,260,884	2,450,842
Interest - Others	277,876	271,549
Bank Charges	1,107,360	913,024
	<b>4,646,120</b>	<b>3,635,415</b>

Note : 25	As at 31st March 2013	As at 31st March 2012
<b>OTHER EXPENSES :</b>		
Component Processing and other charges	10,195,022	8,606,597
Power, Fuel & Water Charges	2,974,743	2,875,629
Octroi, Transportation & Forwarding, etc.	2,379,034	3,294,433
Conveyance & Traveling	4,026,975	4,762,147
Reimbursement of Corporate Exp.	1,800,000	1,800,000
Printing & Stationery	761,868	1,041,726
Postage & Telephone	988,299	833,990
Cash Discount	2,113,181	2,172,222
Maintenance & Repairs :		
Machinery	287,492	187,831
Building	730,700	1,233,307
Others	1,061,730	1,385,438
	<b>2,079,922</b>	<b>2,138,558</b>
Insurance & Keyman Insurance	2,127,668	2,138,558
Rent, Rates & Taxes	1,649,159	1,128,502
Excise Duty Paid	48,470	1,016,546
Indirect Taxes Paid	990,023	2,120,750
Discounts	2,780,447	2,384,179
Bad Debts & Misc Written Off	1,542,445	2,816,136
Legal & Professional Charges (Refer No.18 for Auditors Remuneration)	3,785,958	2,943,905
Advertisement & Publicity	40,106	195,999
Sales Commission	1,098,670	1,732,581
Sales Promotion	182,202	1,096,456
Miscellaneous Expenses	3,554,757	2,431,040
Expenses Capitalised	-	(49,000)
	<b>45,118,950</b>	<b>48,148,973</b>



## NOTE NO. 26

## NOTES FORMING PART OF THE ACCOUNTS

## SIGNIFICANT ACCOUNTING POLICIES

**1 Background**

KAYCEE INDUSTRIES LIMITED is a manufacturing and trading company in the field of industrial switches, counters, water meters, electrical components, etc.

**2 BASIS OF PREPERATION OF FINANCIAL STATEMENT**

a) The financial statements are prepared under the historical cost convention, on an accrual basis, in conformity with the accounting principles generally accepted in India and in accordance with the accounting standards referred to in section 211 (3C) of the Companies Act, 1956 ('the Act') The accounting policies applied by the company are consistent with those used in previous year.

b) Use of estimates

The preparation of the financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities at the date of the financial statements and reported amounts of income and expenses during the year. Actual results could differ from those estimates.

**3 REVENUE RECOGNITION:**

Revenue is recognised when the significant risks and rewards of ownership of the goods have been passed to the buyer and are recorded net of returns, trade discounts, rebates, sales tax & excise duty where ever applicable.

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Dividend income is recognised when the Company's right to receive dividend is established by the Balance Sheet date.

**4 EMPLOYEE BENEFITS****I) Short Term Employees Benefits:**

All short term employee benefits such as salaries, wages, bonus, short term compensated absences, awards, ex gratia, performance pay, medical benefits, which fall due within 12 months of the period in which the employee renders the related service which entitles him to avail such benefits and non accumulating compensated absences are recognized on an undiscounted basis and charged to profit and loss account

**II) Post Employment Benefit:****a) Defined Contribution Plan**

Company's contribution to the provident fund based on a percentage of salary is made to Provident Fund Trust, which are administered by the trustees.



**b) Defined Benefit Plan****Gratuity:**

The Company provides the gratuity benefit through annual contributions to a fund managed by the Life Insurance Corporation of India (LIC). Under this plan, the settlement obligation remains with the Company, although the Life Insurance Corporation of India administers the plan and determines the contribution premium on Projected Unit Credit Method, which is required to be paid by the Company and is debited to the profit and loss account on an accrual basis. Actuarial gains or losses arising during the year are recognized in the profit and loss account.

- c) Leave encashment is provided for on the basis of an actuarial valuation carried out by an Actuary at the end of each financial year and debited to the profit and loss account.

**5 Inventories**

Inventories of Raw Material, Components, Material in Process, Finished goods, Stores & Packing materials and traded goods are stated 'At Cost or Net Realizable value' whichever is lower.

Cost of inventories comprises of cost of purchase, cost of conversion and other cost incurred in bringing the inventory to their present location and condition.

Company uses FIFO method for valuation. Cost of finished goods includes excise duty.

**6 Fixed Assets****Tangible Assets**

Fixed assets are stated at cost less accumulated depreciation, amortization and impairment loss if any. The company capitalizes direct costs including taxes, duty, freight and incidental expenses attributable to the acquisition and installation of fixed assets. Capital work-in-progress is stated at cost.

**Depreciation**

Depreciation is provided using the written down value method in accordance with the schedule XIV of the Companies Act, 1956. Fixed assets with estimated useful life of less than 1 year & onetime use are fully depreciated in the year of acquisition. Depreciation on assets acquired or disposed off during the year is provided on a pro-rata basis from/up to the date of acquisition/disposal.

**7 Impairment Policy**

The company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's net selling price or its value in use. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

**8 Investments**

Investments that are readily realizable and intend to be held for not more than a year are classified as current investments. All other investments are classified as long term investments. Long term investments are stated at cost less any diminution in their value, which is other than temporary. Current Investments are stated at lower of cost and market value. Unquoted long term investments are valued at lower of cost or latest available break up value.

**9 Research and Development**

Revenue expenditure on research and development is charged against the profit of the year in which it is incurred. Capital expenditure on research and development is shown as an addition to Fixed Assets.

**10 Foreign currency transaction**

Monetary assets and liabilities related to foreign currency transactions remaining unsettled at the end of the year are restated at year-end rates. The exchange difference on restatement of monetary assets and liabilities and realized gains and losses on foreign exchange transactions other than those relating to fixed assets are recognized in the profit and loss account. Exchange difference in respect of liabilities incurred to acquire fixed assets is adjusted to the carrying amount of such. Fixed assets

**11 Segment Reporting Policies**

Identification of segment is based on the major manufacturing products.

**12 Earnings per share**

Basic and diluted earnings per share are calculated by dividing the net profit/ loss for the year by the weighted average number of equity shares outstanding during the period.

**13 Provisions and contingent liabilities**

A provision is recognized when the company has a present obligation resulting from past events and it is probable that an outflow of resources will be required to settle the obligation for which a reliable estimate can be made. Provisions are based on management's best estimate of the amount required to settle the obligation at the balance sheet date. Provisions are reviewed at each balance sheet date and adjusted to reflect revision in estimates

The company has decided to provide for doubtful debts if debtors remain outstanding above one year.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

**14 Provision for Taxation**

- a) Provision for Taxation comprises of current and deferred tax and includes any adjustments related to past periods in current and / or deferred tax adjustments that may become necessary due to certain developments or reviews during the relevant period.
- b) Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961.
- c) Deferred tax is recognized on timing differences between the accounting income and the taxable income for the year. The tax effect is calculated on the accumulated timing differences at the end of the accounting period based on prevailing enacted or subsequently enacted tax rates and the tax laws enacted or substantively enacted at the Balance Sheet date.
- d) Deferred tax liabilities are recognized for all timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. The carrying amount of deferred tax assets are reviewed at each Balance Sheet date.

- 15 Estimated value of contracts (Net of Advances) to be executed on capital account and not provided for Rs.Nil (Previous year Rs.5,035,483).
- 16 Company has not provided contingent liability of Rs. 3.96 Lacs against Central Excise assessment for year 2007- 2008, and Liability towards pending C forms have not been provided on account of uncertainty.
- 17 Pakistan unit of the Company continues to be under the control of Pakistan Government. It has not been possible to establish any communication with the said unit so far. Therefore, statement of Assets and Liabilities as at 30th June 1964 based on the last reports received have been incorporated in the Balance sheet as pre devaluation rate of rate of exchange.
- 18 **PAYMENT TO THE AUDITORS :**  
INCLUSIVE OF SERVICE TAX.

	<b>2012-2013</b> <b>Rupees</b>	<b>2011-2012</b> <b>Rupees</b>
a) As Audit Fee - Statutory	224,720	196,630
b) In other capacities:		
i) For Certification	298,681	271,267
ii) For Provident Fund & Gratuity Audit	11,236	11,236
iii) Tax Audit Fees	84,270	56,180
iv) Vat Audit Fees	73,034	73,034
v) Expenses reimbursed	40,000	18,000

19 **MANAGERIAL REMUNERATION:**

	<b>2012-2013</b>	<b>2011-2012</b>
Salary and Allowances	1,200,600	2,200,600
Contribution to Statutory Funds	100,800	100,800

**Working Under Section 309 of Companies Act 1956**

	<b>2012-2013</b>	<b>2011-2012</b>
Profit / (Loss) before tax	9,159,799	13,784,792
Add:		
Remuneration to Managing Director	1,301,400	2,301,400
Bonus to Employees	588,723	745,486
Interest to Others	277,876	271,549
Maintenance & Repairs	2,079,922	2,806,576
Depreciation and Amortisation Expenses	2,971,993	2,722,024
Total	16,379,713	22,631,827
Limit Under Section 309 = 5% of Above	818,986	1,131,591

Note: The above Remuneration paid is in excess of Limits prescribed U/S 309 of The Companies Act, 1956 and is subject to necessary approval.



**20** Details of Licensed and Installed Capacity, Production, Stock and Turnover.

**20 A Licensed And Installed Capacity And Production:**

	Licensed Capacity Nos.	Installed Capacity Nos.	Actual Production Nos.
a) Rotary Switches	Not Specified	Not Applicable	816314 (915,166)
b) Micro Switches	Not Specified	Not Applicable	655949 (669,577)
c) Counters:	Not Specified	Not Applicable	83050 (81,789)
d) Water Meters	Not Specified	Not Applicable	Nil (102)

**20 B TURNOVER:**

	2012-2013		2011-2012	
	Unit Nos.	Amount Rs.	Unit Nos.	Amount Rs.
<b>MANUFACTURED GOODS.</b>				
a) Rotary Switch	828716	176,635,225	925667	192,522,112
b) Micro Switches	651202	32,481,035	647695	37,798,000
c) Counters	87494	18 143 549	79713	20,767,556
d) Water Meters	Nil	Nil	102	868,330
e) Others		20,490,497		12,692,813
TRADED GOODS	73425	14,909,834	70742	18,703,475
<b>Total :-</b>		<b>262,660,140</b>		<b>283,382,286</b>

**20 C OPENING STOCK AND CLOSING STOCK OF FINISHED GOODS :**

	Opening Stock		Closing Stock	
	Qty Nos.	Value Rs.	Qty Nos.	Value Rs.
a) Rotary Switch	72737 (83238)	8,738,304 (8,792,473)	60335 (72737)	6,786,218 (8,738,304)
b) Micro Switches	59584 (37702)	2,475,795 (1,041,051)	64331 (59584)	2,519,895 (2,475,795)
c) Counters	6578 (4502)	1,380,662 (865,679)	2134 (6578)	521354 (1,380,662)
d) Water Meters	01 (01)	7,470 (3534)	01 (01)	3239 (7470)
e) Others	121522 (24506)	4,072,441 (95075)	211414 (121522)	2,541,208 (4,072,441)

**20 D DETAILS OF TRADING ITEMS :**

	2012-2013		2011-2012	
	Unit Nos.	Amount Rs.	Unit Nos.	Amount Rs.
a) Opening Stock	155489	10,786,143	75264	7,855,168
b) Purchases	45830	9,630,236	150967	14,403,019
c) Turnover	73425	14,909,834	70742	18,703,476
d) Closing stock	127894	12,055,977	155489	10,786,143

**20 E DETAILS OF RAW MATERIALS & STORES CONSUMED :**

	2012-2013		2011-2012	
	Qty	Value Rs.	Qty.	Value Rs.
a) Bimetal Tips & Components	3929311	10,176,151	6447154	14,434,362
b) Copper & PB	2254	1,312,438	4652	2,416,866
c) Brass	667	215,753	1877	568,704
d) Steel & aluminum	30379	1,983,346	44714	2,735,910
e) Plastic Powder & Moulding Component	164398	1,990,273	150235	3,343,819
f) Motors	13384	2,854,200	18665	3,985,335
g) Others		89,549,770		101,099,542
		108,081,931		128,584,538

**20 F VALUE OF IMPORTS (C.I.F.):**

	2012-2013 Rupees	2011-2012 Rupees
a) Raw Materials	1,837,259	781,606
b) Finished Goods (Trading)	6,033,383	8,836,285

**20 G CONSUMPTION OF RAW MATERIALS & STORES**

	2012-2013		2011-2012	
	Percentage Of Total Consumption	Amount Rupees	Percentage of Total Consumption	Amount Rupees
a) Imported	1.70%	1,837,259	0.61%	781,606
b) Indigenous	98.30%	106,244,672	99.39%	127,802,932

**21 EARNINGS IN FOREIGN CURRENCY :**

	2012-2013 Rupees	2011-2012 Rupees
a) F.O.B. Value of Exports	6,513,235	6,864,639

**22 EXPENDITURE IN FOREIGN CURRENCY :**

	2012-2013 Rupees	2011-2012 Rupees
a) Foreign bank charges	38,984	80,929
b) Brokerage & Commission	Nil	130,536
c) Foreign Travel	Nil	155,522

**23 Employee Benefits**

With effect from 1st April 2007, the company has adopted revised Accounting Standard 15 "Employee Benefits". Pursuant to the adoption, no adjustment was required to be made to general reserve of revised As -15 as the impact was insignificant.

As per Accounting Standard 15 "Employee Benefits", the disclosure of Employee benefits as defined in the Accounting Standard are given below:



**I Defined Contribution Plan**

Contribution to Defined Contribution Plan, Recognized as expenses for the year as under :

	<b>2012-2013 Rupees</b>	<b>2011-2012 Rupees</b>
Employer's Contribution to Provident Fund	1,413,647	1,260,271
Employer's Contribution to Pension Fund	843,094	918,093

The Company's Provident Fund is Exempted under section 17 of Employees' Provident Fund Act, 1952. Condition of grant of exemption stipulates that the employer shall make good deficiency, if any, in the interest rate declared by the trust vis- a vis statutory rate.

**II Defined Benefit Plans**

Under both the Gratuity and Leave Encashment, The Present Value of Obligation is determined based on actuarial valuation using the projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit of employee benefit entitlement and measure each unit separately to build up the final obligation.

PARTICULARS	AS AT 31.03.2013		AS AT 31.03.2012	
	Gratuity Funded	Leave Encashment Unfunded	Gratuity Funded	Leave Encashment Unfunded
Present Value of Obligation	12,816,608	2,861,875	12,499,232	2,692,622
Interest Cost	1,025,329	236,105	999,939	222,141
Current Service Cost	1,309,841	352,491	1,900,468	383,304
Benefit Paid	3,388,871	978,836	2,043,689	680,905
Actuarial Gain/Loss on Obligations	498,682	-321,300	539,342	-244,713
Present Value of Obligation	11,264,225	2,792,935	12,816,608	2,861,875
<b>B. Fair Value of Plan Assets</b>	Gratuity Funded	Leave Encashment Unfunded	Gratuity Funded	Leave Encashment Unfunded
Fair Value of the Plan Assets	12,148,262	N.A	9,943,030	N.A
Expected return on Plan Assets	1,091,261	N.A	996,256	N.A
Contributions	952,655	N.A	3,252,665	N.A
Benefits Paid	3,388,871	N.A	2,043,689	N.A
Actuarial Gain/Loss on Plan Assets	NIL	N.A	NIL	N.A
Fair Value of the Plan Assets	10,803,307	N.A	12,148,262	N.A
<b>C. Amount Recognized in the Balance Sheet.</b>	Gratuity Funded	Leave Encashment Unfunded	Gratuity Funded	Leave Encashment Unfunded
Present Value of Obligation	11,264,225	2,792,935	12,816,608	2,861,875
Fair Value of the Plan Assets	10,803,307	N.A	9,943,030	N.A



D. Reconciliation of Balance Sheet.	Gratuity Funded	Leave Encashment Unfunded	Gratuity Funded	Leave Encashment Unfunded
Present Value of Obligation	12,816,608	2,861,875	12,499,232	2,692,622
Total Expenses recognized in Profit & Loss A/c	1,060,257	909,896	1,437,559	85,0158
Actuarial Gain/Loss	(1,659,985)	N.A	2,132,482	N.A
Employer's Contribution	952,655	978,836	3,252,665	680,905
Present Value of Obligation	11,264,225	2,792,935	12,816,608	2,861,875
E. Assumptions	Gratuity Funded	Leave Encashment Unfunded	Gratuity Funded	Leave Encashment Unfunded
Actuarial Return on Plan Asset	1,091,261	N.A	996,256	N.A
Mortality Table	LIC (1994-96)	LIC (1994-96)	LIC (1994-96)	LIC (1994-96)
	Ultimate	Ultimate	Ultimate	Ultimate
Discount Rate	8%	8.25%	8%	8.75%
Expected Rate of Return on Plan Assets	8%	N.A	8%	N.A
Salary Escalation	4%	6%	4%	6%

Fare value of plan assets at the end of period Rs 10,803,307/- is funded fully with Life Insurance Corporation of India

- 24 During the year, the company has taken physical verification of fixed assets and noted discrepancy of Rs Nil (W.D.V.) (P. Y. NIL ) of Fixed Assets and the same were adjusted and discarded in the books of accounts
- 25 Disclosure of Related Parties / Transactions With Related Parties:-

Relationship	Name of Related Party
Holding companies	Money Ease Capital Private Limited (Holding Company of CMS Traffic Systems Limited)  CMS Traffic Systems Limited
Subsidiary company	RDJ Construction Private Limited
Group Companies (Enterprise over which Director and/or his relatives has significant influence)	Jess Prasad Engg. And Metallurgical Services Pvt. Ltd. ST Energy Solution Private Limited CMS Engineering Services Private Limited G.G. Constructions Private Limited Datacom Computer Services Private Limited CMS Computers Limited Dynamic Hydro Machines Private Limited Mailtek Services (India) Limited





Netprint Solution India Private Limited  
 New Video Private Limited  
 CMS – Ident Pvt. Ltd.  
 Computer Products and Services Pvt. Ltd.  
 Dominant Developers Pvt. Ltd.  
 Acu-Soft Technologies Pvt. Ltd.  
 CMS-DITL Ltd.  
 Computer Maintenance Service  
 Royal Virgo Travels  
 Systime Computers Limited

Key Management Personnel (KMP)

Mrs. Raju R. Grover  
 Ms. Aarti R. Grover  
 Mrs. Sona P. Ramchandani

Sr. No.	Name of the Related Party	Relationship	Nature	Amount Rs.	O/S as on 31.03.2013
<b>I</b>	<b>Holding Companies</b>				
1	CMS Traffic Systems Ltd.	Holding Company	Sales	6,160,861.48 (6,880,751.67)	5,943,857.74 Dr. (7,565,158.62) Dr.
2	CMS Traffic Systems Ltd.	Holding Company	Reim. Of Elect. Chrgs	NIL (161,236)	
<b>II</b>	<b>Group Companies</b>				
3	CMS Computers Limited	Associate Co.	Reim. Of Elect. Chrgs	2,423,030 (1,864,440)	4,728,788.48 Cr. (10,069,700.53) Cr
4	CMS Computers Limited	Associate Co.	Rent Received	2,696,640 (2,647,200)	
5	CMS Computers Limited	Associate Co.	Travelling Charges paid	NIL (73,121)	
6	CMS Computers Limited	Associate Co.	Sales	3,953,901.71 (2,370,859.89)	
7	CMS Computers Limited	Associate Co.	Fixed Assets Purchased	NIL (81,000)	
8	CMS Computers Limited	Associate Co.	Labour Chrgs Paid	NIL (993)	
9	CMS Computers Limited	Associate Co.	Reim of Corp. Exp.	2,022,480 (1,985,400)	
10	Systime Computers System Limited	Group Co.	-	-	
11	Royal Virgo Travels	Director's firm	Interest on Loan	261,810 (264,322)	
12	RDJ Construction Pvt. Ltd	Subsidiary Company	Advance	10,000	10,000 Dr.
<b>III</b>	<b>Relative of Key management Person</b>				
13	Ms. Aarti Grover	Managing Director	Salary & Perquisites	1,200,600 (2,200,600)	Nil (Nil)

- Rs. NIL in respect of the related parties have been written off are provided during the year

- Related party relationship have been identified by the management and relied upon by the auditors

**26** The equity shares of the company are listed in Bombay Stock Exchange and company has paid annual listing fees to the stock exchange for the year 2012-2013.



- 27** During the year the Company has reviewed Accounts Receivable and made provision for doubtful debts Rs. 513,805 (P.Y. 1,862,020).
- 28** Segment wise Reporting as per Note No. 27
- 29** In the opinion of the Board Current Assets, Loans & Advances have a value on realization in the ordinary Course of Business at least equal to the amount at which they are stated in accounts and all current liabilities have been provided for.
- 30** Sundry Debtors and Creditors are subject to confirmation and reconciliation if any.
- 31** Previous Years figures have been regrouped / rearranged wherever necessary.

As per our report of even date attached

**For N.D. KAPUR & CO.**

Firm's Registration No: 001196N

**Chartered Accountants**

**For and on behalf of the Board**

**S. K. AGRAWAL**

Partner

Mumbai

Date : 30<sup>th</sup> May 2013

Aarti Grover  
(Managing Director)

Raju R. Grover  
(Director)



**NOTE NO. 27**

1. Segments have been identified in line with the accounting standard on segment reporting (AS-17) taking into account the organisation's product revenue.
2. The company recognise switches as primary segment.
3. Assets used in the company's business or liabilities contracted have not been identified to any of the reportable segments as assets are used interchangeably between segments.

Management believes that it is not practicable to provide segment disclosure relating to total assets and total liabilities, since a meaningful segregation of available data could be onerous.

**SEGMENTWISE REPORTING**

	<b>2012-2013</b>	<b>2011-2012</b>
1. Segment Reserve ( Net Sale/ Income from)		
a. Segment - Switches	181,266,355	199,356,501
b. Segment - Counters	27,813,747	18,793,871
c. Segment - Others	19,939,252	33,476,760
TOTAL	<b>229,019,354</b>	251,627,132
Less : Intersegment Revenue	-	-
	<b>229,019,354</b>	251,627,132
2. Segment Results (Profit)(+)/Loss(-) before tax and interest from segment		
a. Segment - Switches	39,750,927	48,298,738
b. Segment - Counters	11,695,450	9,340,862
c. Segment - Others	8,036,273	11,066,404
TOTAL	<b>59,482,651</b>	68,706,004
Add : Other Income	6,448,385	4,107,527
Less : (i) Interest	4,646,120	3,635,415
(ii) Other unallocable expenditure net off unallocable income	52,125,117	55,393,324
Total Profit before Tax (Loss)	<b>9,159,799</b>	13,784,792

**For N. D. KAPUR & CO.**  
**Chartered Accountants**  
 Firm's Registration No: 001196N

**For and on behalf of the Board**

S.K. AGRAWAL  
 Partner

Aarti Grover  
 (Managing Director)

Raju R. Grover  
 (Director)

Mumbai  
 Date: 30th May 2013



# RDJ CONSTRUCTIONS PRIVATE LIMITED

Regd. Office : CMS Lake Road Center, 70 Lake Road, Kaycee Industrial Compound,  
Bhandup (West), Mumbai-400 078.

## DIRECTORS' REPORT

To  
The Members,

Your Directors present herewith the THIRTEENTH ANNUAL REPORT of the Company along with the Audited Statements of Accounts for the year ended 31<sup>st</sup> March 2013.

### 1. FINANCIAL RESULTS AND REVIEW OF OPERATIONS:

During the year under review, the Company has incurred expenditure of Rs.70,457/- and there is an total income of Rs. 46,29,423/- for the financial year.

### 2. DIVIDEND

In order to conserve resources of the Company, your Directors do not recommend any dividend for the year ended on 31<sup>st</sup> March, 2013.

### 3. AUDITORS:

The Auditors of the company, M/s. Basant Jain & Associates, Chartered Accountants, retire at the conclusion of Annual General Meeting and are eligible for re-appointment. Your directors recommend their appointment as Statutory Auditors of the Company.

### 4. DIRECTORS' RESPONSIBILITY STATEMENT:

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

- a) That in the preparation of the accounts for the Financial Year ended 31<sup>st</sup> March 2013, the applicable accounting standards have been followed along with proper explanations relating to material departures;
- b) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the Financial Year and of the Loss of the company for the year under review;
- c) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities;



d) That the directors have prepared the accounts for the Financial Year ended 31<sup>st</sup> March 2013 on a going concern basis.

**5. FIXED DEPOSIT:**

The Company has not accepted any fixed deposits from the public as per provisions of the Companies Act, 1956 along with the relevant Deposit rules.

**6. PARTICULARS OF EMPLOYEES:**

The Company has no Employee on its rolls under Section 217(2-A) of the Companies Act, 1956 and therefore the provisions for disclosure of Employees particulars under above section of the Companies Act, 1956 is not applicable.

**7. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS/OUTGO:**

There is no operation in the company during the Financial Year. Therefore the details pertaining to conservation of energy and technology absorption are not applicable to the company.

There was no Foreign Exchange Earnings and Outgo during the financial year.

**8. ACKNOWLEDGEMENT:**

Your Directors wish to place on record their deep sense of appreciation for all those who were associated with the Company during the year under review.

**For and on behalf of the Board of Directors  
of RDJ CONSTRUCTIONS PRIVATE LIMITED**

Place : Mumbai  
Date : 22/05/2013

**Aarti Grover  
(Director)**

**Raju R. Grover  
(Director)**



## AUDITOR'S REPORT

To,  
The Members of **RDJ CONSTRUCTIONS PRIVATE LIMITED**

We have audited the attached Balance Sheet of **RDJ CONSTRUCTIONS PRIVATE LIMITED** as at 31<sup>st</sup> March, 2013 and also the Profit & Loss Account for the year ended on that date annexed thereto.

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

Provisions of Companies (Auditor's Report) Order, 2003 (the order), issued by the Central Government of India in terms of sub section (4A) of section 227 of the Companies Act, 1956 are not applicable to the company as none of the conditions specified in sub clause 2(iv) of the paragraph 1 of the order is applicable to company.

We further state that :

- i) 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.
- ii) In our opinion, proper books of accounts, as required by law, have been kept by the company so far as appears from our examination of those books.
- iii) The balance sheet and profit and loss account dealt with by report are in agreement with the books of account of the company.
- iv) In our opinion, the balance sheet and profit and loss account dealt with by this report comply with the accounting standards referred to in sub section (3C) of section 211 of the Companies Act, 1956.
- v) On the basis of written representation received from the directors, as on 31<sup>st</sup> March, 2013 and taken on record by the board of directors. We report that none of the directors is disqualified as on 31<sup>st</sup> 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.



- vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.
- a) in the case of balance sheet, the state of affairs of the Company as at 31<sup>st</sup> March, 2013 and
- b) in case of the profit and loss account, of the profit for the year ended on that date.

For **Basant Jain & Associates**  
(Chartered Accountants)

**(Basant K Jain)**  
Proprietor  
Membership Number - 43791

Place : Mumbai  
Date : 22/05/2013

## RDJ CONSTRUCTIONS PRIVATE LIMITED

### BALANCE SHEET AS AT MARCH 31, 2013

	Note No.	31st March, 2013 Rupees	31st March, 2012 Rupees
<b>I. EQUITY AND LIABILITIES</b>			
<b>SHAREHOLDERS FUND</b>			
a) Share Capital	3	100,000	100,000
b) Reserves & Surplus	4	3,614,600	(117,366)
<b>NON CURRENT LIABIITIES</b>			
a) Long Term Borrowings	5	29,841,693	29,831,693
<b>CURRENT LIABILITIES</b>			
a) Trade Payable	6	47,500	5,561,273
b) Short Term Provisions		853,890	22,721
<b>TOTAL</b>		34,457,683	35,398,321
<b>II. ASSETS</b>			
<b>NONCURRENT ASSETS</b>			
a) Fixed Assets			
Tangible Assets	7	1	870,578
b) Long Term Loans & Advances	8	34,411,507	33,328,593
<b>CURRENT ASSETS</b>			
a) Cash and bank balance	9	39,525	192,500
b) Short Term Loans & Advances	10	-	1,000,000
c) Misc Expenditure		6,650	6,650
<b>TOTAL</b>		34,457,683	35,398,321

### III. NOTES FORMING PART OF THE FINANCIALS STATEMENTS

1 to 17

As per our report attached  
For **Basant Jain & Associates**  
Firm Registration No-120131W  
Chartered Accountants

For and on behalf of the Board

Proprietor

Aarti Grover  
( Director)

Raju R. Grover  
(Director)

Place: Mumbai  
Date: 22.05.2013





## RDJ CONSTRUCTIONS PRIVATE LIMITED

### STATEMENT OF PROFIT AND LOSS FOR THE ENDED MARCH 31, 2013

	Note No.	For the year ended 31st March, 2013	For the year ended 31st March, 2012
<b>I. REVENUE FROM OPERATIONS</b>		-	-
<b>II. OTHER INCOME</b>	11	4,629,423	-
<b>TOTAL REVENUE</b>		4,629,423	-
<b>III. EXPENSES</b>			
Operation and othe Expenses	12	69,668	40,208
Finance Costs	13	789	272
Depreciation and amortisation Expenses	7	-	-
<b>TOTAL EXPENSES</b>		70,457	40,480
<b>IV. PROFIT BEFORE TAX</b>		<b>4,558,966</b>	<b>(40,480)</b>
<b>V. TAX EXPENSES</b>			
a) Current tax		827,000	-
b) Deferred tax		-	-
		827,000	-
<b>VI. PROFIT FOR THE YEAR</b>		<b>3,731,966</b>	<b>(40,480)</b>
<b>VII. EARNING PER EQUITY SHARE: Basic and diluted</b>	14	373.20	(4.05)

#### III. NOTES FORMING PART OF THE FINANCIALS STATEMENTS

1 to 17

As per our report attached  
For **Basant Jain & Associates**  
Firm Registration No-120131W  
Chartered Accountants

**For and on behalf of the Board**

Proprietor

Aarti Grover  
( Director)

Raju R. Grover  
(Director)

Place: Mumbai  
Date: 22.05.2013

## RDJ CONSTRUCTIONS PRIVATE LIMITED

### Notes Forming Part of Financial Statements

#### Note No. 7

#### FIXED ASSETS

All Figures in Indian Rupees

Description	Gross Block			Depreciation			Net Block		
	As at 31.3.2012	Additions during the year	Deletion the during year	As at 31.03.2013	As at 1.4.2012	for the year	Deletions for the year	As at 31.03.2013	As at 31.03.2012
<b>Tangible</b>									
PLOT AT KHOPARKHAIRNE	870,577		870,577	-				-	870,577
LAND AT BHANDUP	1	-		1				1	1
<b>Total</b>	<b>870,578</b>	<b>-</b>	<b>870,577</b>	<b>1</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1</b>	<b>870,578</b>
<b>PREVIOUS YEAR</b>	<b>870,577</b>	<b>1</b>	<b>-</b>	<b>870,578</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>870,578</b>	<b>870,577</b>



## RDJ CONSTRUCTIONS PRIVATE LIMITED

### NOTES FORMING PART OF THE FINANCIAL STATEMENT

#### 1 Background

RDJ CONSTRUCTIONS P LTD is a Property Development Company engaged in Real Estate Business

#### 2 Significant accounting policies

##### (a) Basis of Preparation

Accounts are prepared using the historical cost convention and on the basis of going concern, with revenues recognised and expenses accounted on accrual basis.

##### (b) Fixed Assets

Fixed Assets are stated mentioned at cost of acquisition inclusive of direct incidental expenditure

##### (e) Income Expenditure

Income & expenditure are accounted as & when they are earned or incurred.

	As at March 31, 2013	As at March 31, 2012
<b>3) SHARE CAPITAL</b>		
(a) Authorised Capital 10000 equity shares of Rs. 10 each	100,000	100,000
(b) Issued, Subscribed and Paid 10000 equity shares of Rs. 10 each	100,000	100,000
	100,000	100,000

#### Details of shares held by shareholders holding more than 5 % of aggregate share capital

##### (a) Equity Shares

Name of Shareholder	Kaycee Industries Ltd	Kaycee Industries Ltd
No of Shares Held	9,990	9,990
Percentage Holding	99.90	99.90

#### 4) RESERVES & SURPLUS

Surplus in Statement of Profit & Loss

(i) Opening balance	(117,366)	(76,887)
(ii) Profit for the year	3,731,966	(40,480)
Capital Reserve	-	1
	3,614,600	(117,366)

#### 5) LONG TERM BORROWING

##### Unsecured Loan

From Directors & Relatives	29,841,693	29,831,693
	29,841,693	29,831,693



<b>6) TRADE PAYABLE</b>		
(a) Other Liabilities	47,500	5,561,273
	<u>47,500</u>	<u>5,561,273</u>
(b) Short Term Provisions		
Audit Fees Payable	26,890	22,721
Provision for Income Tax	827,000	-
	<u>853,890</u>	<u>22,721</u>
<b>8) LONG TERM LOANS AND ADVANCES</b>		
Advance against Property	34,411,507	33,328,593
	<u>34,411,507</u>	<u>33,328,593</u>
<b>9) CASH AND BANK BALANCE</b>		
<b>Cash and Cash Equivalents</b>		
i) Balance with Banks		
- On current accounts	5,397	155,558
ii) Cash on Hand	34,128	36,942
	<u>39,525</u>	<u>192,500</u>
<b>10) SHORT TERM LOANS AND ADVANCES</b>		
Advances recoverable in cash or in kind or for which value to be received or to be otherwise adjusted Other Advances	-	1,000,000
	<u>-</u>	<u>1,000,000</u>
<b>11) OTHER INCOME</b>		
PROFIT ON SALE OF ASSETS	4,629,423	-
<b>12) OPERATION AND OTHE EXPENSES</b>		
Auditors Remuneration	16854	5515
Legal & Professional Expenses	50000	26000
Printing & Stationary Expenses	0	250
Filing Fees	124	120
R O C Fees	0	8323
Telephone Exp	2690	-
	<u>69,668</u>	<u>40,208</u>
<b>13) FINANCE COSTS</b>		
Interest on		
Cash credit		
Others	-	-
Bank charges	789	272
	<u>789</u>	<u>272</u>

**14) Earning Per Share (EPS)**

Net Profit for the Year	3,731,966	(40,480)
Less: Preference Share Dividend (Including tax)	-	-
Amount Available for Equity Share Holder	3,731,966	(40,480)
Weighted Average number of Shares	10,000	10,000
Earning per Share Basic and Diluted (Rs.)	373.20	(4.05)
Face value per Equity Share (Rs.)	10	10

- 15 Sundry debtors, creditors, loans & advances are subject to confirmation & Reconciliation of Balances.
- 16 Figures relating to the Previous Year have been re-grouped, re-casted and re-arranged whenever considered necessary to confirm to the classification of the Current Year and make it comparable with the Current Year figures.
- 17 These financials are prepared in the format prescribed by the Revised Schedule VI to the Companies Act 1956.

As per our report attached  
 For **Basant Jain & Associates**  
*Firm Registration No-120131W*  
 Chartered Accountants

For and on behalf of the Board of Directors

Proprietor

Aarti Grover  
 (Director)

Raju R. Grover  
 (Director)

Place: Mumbai  
 Date: 22.05.2013

# KAYCEE INDUSTRIES LIMITED

Registered Office : 32, Ramjibhai Kamani Marg, Ballard Estate, Mumbai 400 001.

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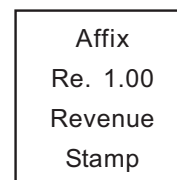
## PROXY FORM

Regd. Folio No. \_\_\_\_\_

I / We \_\_\_\_\_ of

\_\_\_\_\_ being a member/members of the above named Company hereby appoint \_\_\_\_\_ or failing him \_\_\_\_\_ as my / our proxy to vote for me / us on my / our behalf at the 70<sup>th</sup> ANNUAL GENERAL MEETING of the Company to be held on Monday, the 30<sup>th</sup> September, 2013 at 01.30 p.m. and at any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2013



Signature

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# KAYCEE INDUSTRIES LIMITED

Registered Office : 32, Ramjibhai Kamani Marg, Ballard Estate, Mumbai 400 001.

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## ATTENDANCE SLIP

Seventeenth Annual General Meeting, Monday, 30<sup>th</sup> September, 2013

Regd. Folio No. \_\_\_\_\_

Mr./Mrs./Miss \_\_\_\_\_ I hereby certify that I am a registered shareholder / proxy for the registered shareholder of the company.

I hereby record my presence at the 70<sup>th</sup> ANNUAL GENERAL MEETING of the Company held at the Jainam Banquet Hall, Jainam Arcade, BTM Compound, 100, LBS Marg, Near SBI, Bhandup (W), Mumbai 400 078, on Monday, the 30<sup>th</sup> September, 2013 at 01.30 p.m.

\_\_\_\_\_  
Member's Proxy name in BLOCK letters

\_\_\_\_\_  
Member's/ Proxy Signature

Note : 1) Please fill in this attendance slip and hand it over at the ENTRANCE OF THE HALL  
2) Please bring your copy of Annual Report at the Meeting.



: NOTES :

Brand that sets  
the Standard



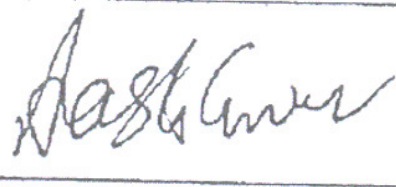
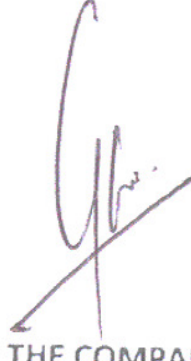

# KAYCEE INDUSTRIES LTD.

FACTORY : 70, LAKE ROAD, BHANDUP, MUMBAI - 400 708. (INDIA)

Tele. : 6748 9000 Fax : 2596 4993

Email : kayceeindltd@vsnl.com web : www.kayceeindustries.com

## FORM A

1.	NAME OF THE COMPANY	KAYCEE INDUSTRIES LTD
2.	ANNUAL FINANCIAL STATEMENTS FOR THE YEAR ENDED	31.03.2013
3.	TYPE OF AUDIT OBSERVATION	UN-QUALIFIED
4.	FREQUENCY OF OBSERVATION	WHETHER APPEARED FIRST TIME <u>NIL</u> / REPETITIVE <u>NIL</u> SINCE HOW LONG PERIOD <u>NIL</u>
5.	TO BE SIGNED BY :	
	CEO / MANAGING DIRECTOR	
	CFO	
	AUDITOR OF THE COMPANY	 



Regd. Office : 32, Ramjibhai Kamani Road, Ballard Estate, Mumbai - 400 001.



KAYCEE IND LTD.  
ISO 9001 : 2008  
FILE NO : 20081325Q008