



**32ND ANNUAL REPORT
2012-2013**



**SHREE NARMADA
ALUMINIUM INDUSTRIES LIMITED**





BOARD OF DIRECTORS :

Shri Kantilal B. Patel	-	Chairman and Managing Director
Shri Dharamshi J. Patel	-	Executive Director
Shri V. Krishna Swamy	-	Director
Shri Babubhai K. Shah	-	Director
Shri (Dr.) Arvind A. Raval	-	Director
Shri Milan R. Patal	-	Director

AUDITORS :

CHOKSHI & CHOKSHI
Chartered Accountants
Mumbai.

COMPANY LAW CONSULTANTS :

NIRAJ TRIVEDI
Company Secretaries
Vadodara.

REGISTERED OFFICE AND WORKS :

95/1, Bharuch-Palej Road,
Bholav (Dist. Bharuch),
Gujarat, Pin Code - 392 001.

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NOTICE

NOTICE is hereby given that the THIRTY SECOND Annual General Meeting of the members of **SHREE NARMADA ALUMINIUM INDUSTRIES LIMITED** will be held on Monday, 30th September 2013 at 11 A.M. at the Registered Office of the Company situated at 95/1, Bharuch Palej Road, Bholav (Dist. Bharuch) Gujarat – 392 001 to transact the following business:

ORDINARY BUSINESS:

- (1) To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2013 and Statement of Profit & Loss for the year ended on that date and the report of the Directors' and Auditors' thereon.
- (2) To appoint Mr. Babubhai K Shah as a Director, who retired by rotation and eligible, offer himself for the re-appointment as the director of the Company.
- (3) To appoint Dr. Arvind A Raval as a Director, who retired by rotation and eligible, offer himself for the re-appointment as the director of the Company.
- (4) To re-appoint Statutory Auditors of the Company and to fix their remuneration.

SPECIAL BUSINESS:

- (5) With or without modification to pass the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 269, 198, 309 and 310 read with Schedule XIII of the Companies Act 1956, Shri Dharamshi Jeram Patel be and is hereby re-appointed as Whole-time Director to be designated as Executive Director of the Company for a further period of 5 (Five) years with effect from 22nd February 2013 on the following terms and conditions:

(I) **REMUNERATION:**

(a) **Salary:**

Rs. 45,000/- (Rupees forty-five thousand only) per month in the scale of 45000 - 2500 - 57000.

(b) **Commission:**

In case of Profit in a particular Financial Year, the Company may pay him commission along with Salary, Perquisites etc., but the total amount of such Commission, Salary, Perquisites etc. should not exceed 5% of the net Profit of the Company subject to the provisions of Section 198 and 309 of the Act.

(II) **PERQUISITES:**

(a) **Housing:**

Since he has his own House, the Company shall not provide him with the accommodation. However, the Expenditure being incurred by him for gas, electricity, water etc. shall be reimbursed with on actual basis subject to a ceiling of ten percent of the salary.

(b) **Medical Reimbursement:**

He will be reimbursed with the Actual Medical Expenses that he incur for himself and his



dependent family members subject to a ceiling of his one month's salary per annum or three months' salary over a period of three years.

(c) Leave Travel Concession:

He will be entitled to Leave Travel Concession for him and his dependent family members subject to an amount equivalent to his one month's salary, per annum.

(d) Club Fees:

He will be entitled to be the member of maximum two Clubs of his choice and the fees for such two Clubs shall be borne by the Company.

(e) Insurances:

He will be entitled to have the personal Accident Insurance, Medical Insurance etc. at the cost of the Company but the premium for such Insurance shall not exceed Rs.4,000/- per annum.

(f) Provident Fund & Superannuation Contribution:

(i) He will be entitled to the Company's contribution towards the Provident Fund as per the Act.

(ii) He will be entitled to the Company's contribution towards superannuation Fund as per the rules of the Company.

Contribution to Provident Fund and Superannuation Fund shall not be included in the computation of the ceiling on perquisites to the extent these either singly or put together are not taxable under the Income-tax Act.

(g) Gratuity:

He shall be entitled to the Gratuity as per the rules of the Company, but it shall not exceed half months' salary for each completed year of service.

(h) Children's Education Allowance:

He will be entitled to get the children's education Allowance limited to a maximum of Rs. 5,000/- (Rupees Five Thousand only) per month per child or actual expenses being incurred whichever is less. Such allowance is admissible upto a maximum of two children.

(i) Car and Telephone Facilities:

He shall be entitled to use the Company's Car/s and Telephone/s. Such use of the Car for Company's business and telephone at his residence will not be considered as perquisites. However, the personal long distance calls on telephone and use of the car for private purpose shall be billed by the Company.

(j) Earned Leave:

He will be entitled to avail the Privilege Leave @ One month for every eleven months of his Service but such leave accumulated but not availed off will be allowed to be encashed as per Company's Rule.



(6) With or without modification to pass the following resolution as Ordinary Resolution.

"RESOLVED THAT Mr. Niraj Trivedi, Company Secretary in Practice, be and is hereby re-appointed to issue compliance certificate as required under section 383A of the Companies Act read with companies (Compliance Certificate) Rules 2001 and be paid such fees as may be decided by the Board."

NOTES:

- (1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY INSTEAD OF HIMSELF TO ATTEND AND VOTE AT THE MEETING. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY MUST BE LODGED WITH THE COMPANY AT LEAST 48 HOURS BEFORE THE TIME AT WHICH THE MEETING IS SCHEDULED TO BE HELD. THE PROXY FORM IS ATTACHED HEREWITH.
- (2) Explanatory Statement pursuant to section 173 (2) of the Companies Act for item No. 54 are annexed hereto. Register of Members and the Share Transfer Books of the Company will remain closed from 27th September, 2013 to 30th September, 2013 (both days inclusive).
- (3) The Company's shares are listed on :-
 - I. The Ahmedabad Stock Exchange, Kamdhenu Complex, 1st floor, Opp. Polytechnic, Panjara Pole Ambavadi, Ahmedabad -380 015.
 - II. Mumbai Stock Exchange "Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400 001".
 - III. The Vadodara Stock Exchange Ltd., Fortune Tower, Sayajigunj, Vadodara.

Registered Office :-
95/ 1, Bharuch - Palej Road,
Bholav (Dist. Bharuch)
Bharuch - 392 001

Place: - Bharuch

Date: - 22nd August, 2013

By order of the Board of Directors

sd/-

(Dharamshi Jeram Patel)
Executive Director



ANNEXURE TO NOTICE

Explanatory Statement pursuant to section 173(2) of the Companies Act, 1956

Item No. 5

Shri Dharamshi Jeram Patel was re-appointed as Whole-time Director of the company at the Board Meeting held on 29th January 2009 for a period of Five years. Further the said appointment was confirmed in the General Meeting held on 29th September 2009. Even this appointment was approved by the Government of India vide their letter No.SRN/A 36222545-CL.VI dated 13/06/2008. The term of Shri Dharamshi Jeram Patel, Executive Director stands completed on 21st February, 2013. Hence as per the recommendation received from the Remuneration Committee consisting of all three non executive independent directors, the Board of Directors at their meeting held on 29th January 2013, subject to the approval of Shareholders by way of special resolution and also subject to the approval of Central Government, has decided to reappoint him for further period of 5 (five) years with effect from 22nd February 2013.

Shri Dharamshi Jeram Patel is a Diploma Holder in Electrical and Mechanical Engineering by qualification and is having total experience of more than 35 years in the field of Management, Production, Marketing etc. Mr. Dharamshi Jeram Patel is acting as a Director since the formation of the company and is looking after all day to day affairs. The overall performance of Mr. Dharamshi Jeram Patel was always found satisfactory to the company. With this into consideration, the Board of Directors of the company at its meeting passed a resolution for the re-appointment of Mr. Dharamshi Jeram Patel as Whole-time Director of the company for further period of five years with effect from 22/02/2013 on such terms and conditions a motioned in the resolution to this notice.

Mr. Dharamshi Jeram Patel is not holding any position of directorship in any other company other than this company and also not holding membership in any committee. He is holding 1410 equity shares (0.27% of total paid-up capital) of the company.

Members are requested to accord their approval for the re-appointment of Mr. Dharamshi Jeram Patel as the Whole-time Director.

- I. General Information relevant to the reappointment of Mr. Dharamshi Jeram Patel as Whole-time Director and payment of minimum remuneration in terms of notification dated 16/01/2002 issued by the Department of Company Affairs.
 - > Nature of Industry: The Company is engaged in the business of aluminium extrusion.
 - > Date or Expected date of commencement of Commercial Production: The Company was incorporated on 15/04/81 and started Commercial Production soon thereafter.
 - > In case of new company: expected date of commencement of activities as per project approved by Financial Institutions appearing in the prospectus: Not Applicable.
 - > Financial Performance based on given indicators: As per the published audited financial Statements for the year ended on 31/03/2013.

Particulars	Amount (in Rs.)
Turnover and other income	792,53,756
Net Loss for the year	(-)15,86,570
Accumulated Losses	(-)3124,55,699
Net Worth	Negative

- Export Performance and Net Foreign Exchange Collaborations: Not Applicable
- Foreign Investment or Collaborators, if any : Not Applicable

II. Information about the Appointee:

- Background Details: Background details of Mr. Dharamshi Jeram Patel have already been provided in the explanatory statement and hence not mentioned again here so as to avoid repetition.

➤ Past remuneration:

Particulars	Amount (in Rs.) p.a.
Salary & P.F.	4,61,040
Perquisites	61,010
	5,22,050

- Recognition or Awards: Not Applicable
- Job Profile and his suitability: Mr. Dharamshi Jeram Patel will be in charge of overall affairs of the company like production, finance, purchase, marketing, administration etc. under the superintendence and guidance of the Managing Director of the company.

Taking into consideration his qualification and experience in relevant field, Mr. Dharamshi Jeram Patel is best suited for the responsibilities assigned to him as Whole-time Director by the Board of Directors.

➤ Proposed Remuneration:

Particulars	Amount (in Rs.) p.a.
Salary (in the scale of Rs. 45000 – 2500 – 57000)	5,40,000
Perquisites – (At Actuals)	64,800
Others (P.F.)	6,04,800

- Comparative Remuneration profile with respect to industry, size of the company, Profile of the position and person, (in case of expatriates the relevant details would be w.r.t. the country of his origin); Taking into consideration the size of the company, the profile of the appointee, the responsibility shouldered, and the nature of the work, the proposed remuneration to be paid to



SHREE NARMADA ALUMINIUM INDUSTRIES LIMITED

Mr. Dharamshi Jeram Patel commensurate with the remuneration package paid to similar senior level appointees in other companies.

- > Pecuniary Relationship directly or indirectly with the company, or relationship with managerial personnel: Besides the remuneration proposed, the Whole-time Director does not have any other pecuniary relationship with the company or any other managerial personnel.
- > Reason for loss or inadequate profit: Non availability of timely working capital finance from the Banks and Financial Institutions. Heavy turnover of man power, loss of time on account of power cut and failure of updated equipments. On account of depressed general market conditions, especially in the building construction industry. Import of material is cheaper than the local product.
- > Steps taken or proposed to be taken for improvement: the company has reclassified its capital and as per the scheme of compromise as approved by the Hon'ble High Court of Gujarat, the company is now debt free company. Due to shortage of fund, the company has leased entire assets including employees of the company instead of manufacturing the product. As a result, the company has not incurred any expenditure. Hence, the company will now be in a position to generate profit.
- > Expected increase in productivity and profits in measurable terms: The above measures undertaken are expected to yield positive result in the coming years and will lead to better performance and reduction in loss.

The above information may be treated as abstract and memoranda under section 302 of the Companies Act, 1956.

None of the directors except Mr. Dharamshi Jeram Patel is concerned or interested in the said resolution.

Item No. 6

As required under Section 383A read with the Companies (Compliance Certificate) Rules 2001, our company needs to obtain Compliance Certificate as issued by Mr. Trivedi and therefore needs to reappoint for the FY 2013-14.

After necessary consideration, the Board subject to the approval of the members has decided to re-appoint Mr. Niraj Trivedi, a Company Secretary in practice for issue of the Compliance Certificate.

You are therefore requested to accord your consent.

None of the directors is directly or indirectly interested in the matter.

Registered Office :-
95/ 1, Bharuch – Palej Road,
Bholav (Dist. Bharuch)
Bharuch – 392 001

By order of the Board of Directors

sd/-

Place: - Bharuch

(Dharamshi Jeram Patel)
Executive Director

Date: - 22nd August, 2013

DIRECTOR'S REPORT

To,
THE MEMBERS
SHREE NARMADA ALLUMINIUM INDUSTRIES LTD.

Your Directors are pleased to present their Thirty Second Annual Report together with the Audited Accounts of the Company for the year ended 31st March 2013.

01. SUMMARIZED OPERATIONAL RESULTS:

	For the Year ended 31.03.2013 Rs.	For the Year ended 31.03.2012 Rs.
Sales (Net)	7,62,68,085	8,12,15,163
Loss before Depreciation	(6,33,113)	17,34,372
Depreciation	9,53,457	10,21,873
Profit / (Loss) for the year	(15,86,570)	7,12,499
Provision for Tax	NIL	NIL

02. DIVIDEND:

In the absence of profits, your Directors regret their inability to recommend dividend this year as well.

03. REVIEW OF CURRENT PERFORMANCE:

On account of general depressed market conditions, Company's operation were adversely affected during the year and due to this Company's operations resulted in losses. The Company has ended the financial year with a loss of Rs.15.86 lakhs.

04. DIRECTORS' RESPONSIBILITY STATEMENT:

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

- (i) That in the preparation of the accounts for the financial year ended 31st March, 2013, the applicable accounting standards have been followed along with proper explanation relating to material departures wherever necessary;
- (ii) That the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for the year under review.



- (iii) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) That the Directors have prepared the accounts for the financial year ended 31st March, 2013 on a 'Going Concern' basis.

05. AUDITORS REPORT:

The Directors wish to draw attention of the shareholders to Note. No.19 of the Auditors Report and other notes which are self explanatory.

06. AUDITORS :

M/s. Chokshi & Chokshi, Chartered Accountants, Mumbai, the auditors of the Company, shall retire at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. They have furnished a certificate to the effect that their proposed re-appointment if made, will be in accordance with sub-section (1B) of Section 224 of the Companies Act, 1956.

07. FIXED DEPOSITS

The company has not accepted any deposits as defined under Section 58A of the Companies Act 1956 read with Companies Acceptance of Deposits Rules 1972.

08. AUDIT COMMITTEE

During the year the Audit Committee Meetings were held as per the provisions of Listing Agreements with the Stock Exchanges. The details about the functioning of the committee are enumerated in the Corporate Governance forming part of this report.

09. CORPORATE GOVERNANCE

In pursuance to Clause 49 of the Listing Agreements with the Stock Exchanges, Corporate Governance Report and Management Discussion and Analysis Report are given elsewhere and form part of this Report.

10. PERSONNEL:

None of the employees of the Company was in receipt of remuneration for the financial year ended 31.3.2013 as prescribed under Companies (Particulars of Employees) Rule, 1975 and hence information as required under section 217(2A) read with Companies (Particulars of Employees) Rule, 1975 is not applicable.



11. INSURANCE:

All moveable and fixed Assets are adequately insured

12. DISCLOSURES:

(a) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/OUTGO:

During the year your company has made trading activities, the particulars prescribed by the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are not furnished in the Annexure, the information on this aspect may be treated as NIL

(b) ENVIRONMENTAL CONTROL AND ABATEMENT OF POLLUTION:

Your Company is an Engineering Company and hence, the information on this aspect may be treated as "NIL".

13. ACKNOWLEDGEMENT:

Your Directors wish to place on record their sincere thanks for the valuable assistance and guidance given by the Dena Bank, Central Government and State Government from time to time. Your Directors also wish to note the dedicated services of all the officers and employees of the Company.

Regd. Office
95/1 Bharuch Palej Road,
Bholav Dist.(Bharuch)
Gujarat - 392 001.

(K. B. PATEL)
CHAIRMAN AND MANAGING DIRECTOR

Bharuch
Date : 22th August, 2013



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

• **INDUSTRY STRUCTURE AND DEVELOPMENT:**

On account of severe competition and general depressed market conditions the Company's operations are adversely affected. The Company could not achieve the projected level of operations.

• **OPPORTUNITIES AND THREATS**

Due to the high prices of raw materials Company could not increase the level of operations. Also due to non-availability of working funds the Company has not been able to reach profitable level of operations.

• **OUTLOOK**

The Company is confident of achieving projected profitable level of operations within the next 3 to 4 years.

• **RISK AND CONCERNS**

The Company's ability to work at profitable levels depends on availability of materials at competitive prices and increased requirements of Company's product.

• **INTERNAL CONTROL SYSTEMS AND ADEQUACY**

Your Company has adequate internal control procedures commensurate with the size and nature of business. These procedures ensure efficient use and protection of the resources and compliance with policies, procedures and statutes. There is a periodical review mechanism for ensuring the sustenance and up-gradation of these systems. Internal Audit is being conducted by an independent firm of Chartered Accountants on a periodical basis and their report and observations are informed and discussed at Audit Committee Meeting in details and recommendations are implemented

• **DISCUSSION ON FINANCIAL PERFORMANCE**

The Company commenced its Financial Year with an accumulated loss of Rs.3108.69 Lakhs. The Company could not achieve profitable level of operations, resulting in Loss of Rs.15.87 lakhs during the year.

• **HUMAN RESOURCES AND INDUSTRIAL RELATIONSHIPS**

Recognizing that people are an important part of the organization, a major exercise in training and development of employees has been undertaken at all levels. The Company gives a lot of importance to Human Resources activities. These activities have helped to retain and motivate employees of the company.

• **CAUTIONARY STATEMENT**

Estimates and expectations stated in this Management Discussion and Analysis may be "forward-looking statement" within the meaning of applicable securities, laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to your Company's operations include raw material availability and price, cyclical demand and pricing in the Company's principal market, changes in the Government regulations, tax laws, other statutes and economical development within India etc.



INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
SHREE NARMADA ALUMINIUM INDUSTRIES LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of Shree Narmada Aluminium Industries Limited (the Company), which comprise the Balance Sheet as at March 31, 2013, and 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

The 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 211 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.

Basis of Qualified Opinion

- a. The Company is a sick Company under Sick Industrial Companies Act, 1985. The order of the Honorable High Court of Gujarat dated 16.05.2008 for rehabilitation is under the process of implementation. Despite net worth of the Company fully eroded, the Management is of the opinion that the Going Concern Assumption is sustainable and accordingly the accounts of the Company have been prepared on going concern basis.
- b. As per the information obtained and explanation given to us by the Company, there is one party registered under Small, Medium, and Micro Enterprises Act 2006 to whom interest of Rs.199,253/- as on 31st March 2013 is payable which is not provided by the Company. Accordingly to that extent the Losses of the Company and Current Liabilities of the Company are under Stated.



- c. Company has not taken actuarial valuation for Gratuity and leave encashment during the year and the liability for the same has been provided based on Companies own computation. Accordingly, the Company has not complied with Accounting Standard 15, 'Employee Benefits' and consequential disclosure as required under said standard are not made to that extent.

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 except in respect of consequential possible impacts of the matters mentioned under Para 'Basis of Qualified Opinion':

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
(b) in the case of the Statement of Profit and Loss, of the loss 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 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:
 - d. 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;
 - e. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - f. 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;
 - g. In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - h. On the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For **CHOKSHI & CHOKSHI**
Chartered Accountants
(Firm Registration No.: 101872W)

Kanu Chokshi
Partner
Membership No. 17085

Place: Bharuch
Date: 30th May 2013

ANNEXURE TO THE AUDITORS' REPORT REFERRED TO IN PARA 5 (1) OF OUR REPORT OF EVEN DATE

- (i) (a) The Company is maintaining records showing full particulars, including quantitative details and situations of all the fixed assets.
- (b) According to the information and explanations given to us, the fixed assets are being physically verified by the Management in a phased manner at year end which in our opinion is reasonable having regard to the size of the Company and nature of assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) The Company did not dispose off any substantial part of fixed assets during the year and hence the going concern status is not affected.
- (ii) (a) The Company is trading for goods only by "sale-in-transit" transactions hence Company did not carry any inventory throughout the year. Considering the nature of activity, clause 4 (ii) (a), (b) and (c) of the Order are not applicable.
- (iii) (a) The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the Register maintained under Section 301 of the Companies Act, 1956. As the Company has not granted any loans, secured or unsecured, to parties listed in the Registers maintained under Section 301 of the Companies Act, 1956, paragraphs (iii) (a), (b), (c) & (d) of the Order are not applicable.
- (b) The Company has taken interest free unsecured loan from one party covered in the register maintained under Section 301 of the Companies Act, 1956. Maximum amount outstanding at any point of time during the financial year in respect of said party is Rs 12,396,733/- and the year end balance is Rs 5,126,733/-.
- (c) In our opinion the rate of interest and the terms and conditions of unsecured loans, are not prima facie prejudicial to the interest of the Company
- (d) In the absence of specific terms for repayment of the said loans and according to the information and explanations given to us, the management considers that the amount referred to clause 3(b) is paid as and when demanded and no amount is overdue in this respect.
- (iv) In our opinion, and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business, for the purchase of fixed assets and the sale of goods and services. Further, during the course of our audit, we have neither come across nor have been informed of any continuing failure to correct any major weakness in such internal controls.
- (v) (a) In our opinion, and according to the information and explanations given to us, the transactions that need to be entered into a Register maintained under Section 301 of the Companies Act, 1956 have been entered.
- (b) In our opinion, and according to the information and explanations given to us, as the transactions entered into a Register maintained under Section 301 of the Companies Act, 1956, paragraph (v) (b) of the Order which exceed Rupees five lacs have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) In our opinion, and according to the information and explanations given to us, the Company has not accepted any public deposits and hence directives issued by the Reserve Bank of India and the provisions of Sections 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed thereunder are not applicable. As per the information and explanations



SHREE NARMADA ALUMINIUM INDUSTRIES LIMITED

given to us, no order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal in this respect.

- (vii) In our opinion, the internal audit function carried out during the year by a firm of Chartered Accountants appointed by the Company have been commensurate with its size of the Company and nature of its business.
- (viii) According to the information and explanations given and to the best of our knowledge, the provisions of 'The Companies (Cost Accounting Records) Rules, 2011' published by the Central Government under Clause (d) of Sub-Section (1) of Section 209 of the Companies Act, 1956 for maintenance of cost records are not applicable to the Company as the Company is not engaged in the production, processing, manufacturing, or mining activities. Hence clause 4 (viii) of the Order is not applicable.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Income-Tax, Sales-Tax, Wealth Tax, Service Tax, Custom Duty, Cess and other material statutory dues, as applicable, with the appropriate authorities. There are no arrears of outstanding statutory dues as at 31st March 2013 for a period of more than 6 months from the date they became payable except for the following .

Nature of statutory Due	Unpaid overdue as on 31st March 2013 Amount in Rupees
Sales tax(deferment)	17,020,866
Electricity duty (deferment) including interest	6,05,778

- (b) As at 31st March 2013, according to the records of the Company and the information and explanations given to us, the following are the particulars of dues on account of Income Tax/ Sales Tax/ Wealth Tax/ Service Tax/ Custom Duty / Excise Duty that have not been deposited on account of disputes:-

Name of the Statute	Nature of the Dues	Amount (Rupees)	Period to which Amount relates	Forum where dispute pending
The Bombay Sales Tax Act,	Sales Tax, Interest And Penalty	114,000	1991-92	Before Honorable Tribunal Filed by Company
The Bombay Sales Tax Act,	Sales Tax, Interest And Penalty	2,217,000	1992-93	Before Honorable Tribunal Filed by Company
The Bombay Sales Tax Act,	Sales Tax, Interest And Penalty	2,618,000	1993-94	Before Honorable Tribunal Filed by Company
The Bombay Sales Tax Act,	Sales Tax, Interest And Penalty	918,000	1994-95	Before Honorable Tribunal Filed by Company
The Bombay Sales Tax Act,	Sales Tax, Interest And Penalty	200,000	1995-96	Before Honorable Tribunal Filed by Company
The Bombay Sales Tax Act,	Sales Tax, Interest And Penalty	8,000	1999-00	Before Honorable Tribunal Filed by Company



- (x) The accumulated losses of the Company are more than its paid up capital and free reserves. The Company has incurred a cash loss of Rs 633113/- during the financial year and made a cash profit of Rs 1,734,372/- in the immediately preceding financial year.
- (xi) According to the information and explanations given to us and on the basis of our examination of the books of account, in our opinion, the Company has not defaulted in repayment of dues to any financial institution or banks or debenture holders.
- (xii) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) The Company is not a chit fund, nidhi, mutual benefit or a society. Accordingly, provisions of Clause 4(xiii) of the Order are not applicable to the Company.
- (xiv) The Company has not entered into any trading in shares, securities, debentures and other investments during the year. Accordingly, provisions of Clause 4(xiv) of the Order are not applicable to the Company.
- (xv) 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.
- (xvi) In our opinion and according to the information and explanations given to us, During the year the Company has not raised any term loans.
- (xvii) According to the information and explanations given to us and based on the overall examination of the Balance Sheet of the Company, funds raised on short term basis have prima-facie not been used for long term investment.
- (xviii) During the year, Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956.
- (xix) The Company has not issued any secured debentures during the year.
- (xx) The Company has not raised any money by way of public issues during the year.
- (xxi) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

For **CHOKSHI & CHOKSHI**
Chartered Accountants
(Firm Registration No.: 101872W)

Kanu Chokshi
Partner
Membership No. 17085

Place: Bharuch
Date: 30th May 2013



SHREE NARMADA ALUMINIUM INDUSTRIES LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2013

PARTICULARS	NOTE NO.	Amount in Rupees	
		As at 31.03.2013	As at 31.03.2012
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	5,296,465	5,296,465
(b) Reserves and Surplus	3	(62,876,909)	(61,290,339)
(c) Money received against share warrants		-	-
(2) Share application money pending allotment		-	-
(3) Non-Current Liabilities			
(a) Long-term borrowings		-	-
(b) Deferred tax liabilities (Net)		-	-
(c) Other Long term liabilities	4	5,000,000	5,000,000
(d) Long term provisions	5	1,490,769	1,172,307
(4) Current Liabilities			
(a) Short-term borrowings	6	5,126,733	6,204,733
(b) Trade payables	7	42,436,301	39,035,440
(c) Other current liabilities	8	18,150,870	19,282,923
(d) Short-term provisions		-	-
Total		14,624,228	14,701,529
II. Assets			
(1) Non-current assets			
(a) <i>Fixed assets</i>			
(i) Tangible assets	9	8,379,159	9,332,616
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments		-	-
(c) Deferred tax assets (net)		-	-
(d) Long term loans and advances	10	2,272,077	2,442,274
(e) Other non-current assets		-	-
(2) Current assets			
(a) Current investments		-	-
(b) Inventories		-	-
(c) Trade receivables	11	753,768	-
(d) Cash and cash equivalents	12	3,066,319	1,586,024
(e) Short-term loans and advances	13	-	1,198,900
(f) Other current assets	14	152,905	141,715
Total		14,624,228	14,701,529

Significant Accounting Policies and
Note on Accounts

1-35

As per our report of even date

For CHOKSHI & CHOKSHI

Chartered Accountants

Firm Registration Number : 101872W

(Kanu S Chokshi)

Partner

Membership No.100/17085

Mumbai

Dated : 30th May 2013

For and on behalf of the Board

Kantilal B. Patel

(Chairman and Managing Director and CEO)

Dharamshi Jeram Patel

(Executive Director and CFO)


PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2013

PARTICULARS	NOTE NO.	Amount in Rupees	
		For the year ended 31.03.2013	For the year ended 31.03.2012
I Revenue from operations	15	76,268,085	81,215,163
II Other Income	16	2,985,671	2,598,461
III Total Revenue		79,253,756	83,813,624
IV Expenses:			
Cost of materials consumed		-	-
Purchase of Stock-in-Trade		76,049,124	79,970,082
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		-	-
Employee benefit expense	17	1,484,379	1,278,519
Finance cost		-	-
Depreciation and amortization expense	9	953,457	1,021,873
Other expenses	18	2,353,366	830,651
Total Expenses		80,840,326	83,101,125
V Profit before exceptional and extraordinary items and tax (III-IV)		(1,586,570)	712,499
VI Exceptional Items		-	-
VII Profit before extraordinary items and tax (V-VI)		(1,586,570)	712,499
VIII Extraordinary Items		-	-
IX Profit before tax (VII-VIII)		(1,586,570)	712,499
X Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		-	-
XI Profit/(Loss) for the period		(1,586,570)	712,499
XII Earning per equity share of Face Value of Rs.10/- Each	25		
Basic and Diluted		(3.05)	1.37
Significant Accounting Policies and Note on Accounts	1-35		

As per our report of even date
For CHOKSHI & CHOKSHI
 Chartered Accountants
 Firm Registration Number : 101872W

(Kanu S Chokshi)
 Partner
 Membership No.100/17085
 Mumbai
 Dated : 30th May 2013

For and on behalf of the Board
Kantilal B. Patel
 (Chairman and Managing Director and CEO)

Dharamshi Jeram Patel
 (Executive Director and CFO)



SHREE NARMADA ALUMINIUM INDUSTRIES LIMITED

CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET FOR THE YEAR ENDED 31ST MARCH, 2013

	2012-2013 Rs.	2011-2012 Rs.
A. Cash Flow From Operating Activities		
Net Profit/(Loss) before Taxation	(1,586,570)	712,499
Adjustments for:		
Depreciation	953,457	1,021,873
Impairment of Assets	-	-
Other Revenue Receipts	(1,185,671)	(1,923,355)
Financial Expenses	-	8,455
Provision for Doubtful debts	1,198,900	(1,350)
Other Short Term Provisions	-	27,750
Other Long Term Provisions	318,462	82,500
Operating Profit before Working Capital Changes	(301,422)	(71,628)
Adjustments for:		
Trade receivables	(753,768)	1,489,050
Inventories	-	-
Other Current Liabilities	(1,132,052)	65,671
Trade payables	3,400,860	2,799,572
Other Current Assets	(11,190)	1,815,035
Cash generated from operations	1,202,428	6,097,700
Financial Expenses paid	-	(8,455)
Cash flow before prior-period items	1,202,428	6,089,245
NET CASH FROM OPERATING ACTIVITIES	1,202,428	6,089,245
B. Cash Flow From Investing Activities		
Purchase of Fixed Assets	-	(9,600)
Other Income	1,185,671	1,923,355
Movement in Long Term Loans and advances	170,197	1,231,612
NET CASH USED IN INVESTING ACTIVITIES	1,355,868	3,145,367
C. Cash Flow From Financing Activities		
Movement in Unsecured Loans	(1,078,000)	(10,433,470)
NET CASH USED IN FINANCING ACTIVITIES	(1,078,000)	(10,433,470)
Net increase/decrease(-) in cash and Cash equivalent (A+B+C)	1,480,295	(1,198,859)
CASH AND CASH EQUIVALENTS - OPENING BALANCE	1,586,024	2,784,883
CASH AND CASH EQUIVALENTS - CLOSING BALANCE	3,066,319	1,586,024

Note :- The above cash flow statement has been prepared under the indirect method as set out in Accounting Standard - 3 on cash flow statement issued by The Institute of Chartered Accountants of India.

All figures in brackets indicate outflow.

As per our report of even date

For CHOKSHI & CHOKSHI
Chartered Accountants

Kanu S. Chokshi
Partner

Mumbai
Dated : 30th May 2013

For and on behalf of the Board

Kantilal B. Patel
(Chairman and Managing Director and CEO)

Dharamshi Jeram Patel
(Executive Director and CFO)



NOTES ON ACCOUNTS FOR THE YEAR ENDED ON 31ST MARCH 2013

1. SIGNIFICANT ACCOUNTING POLICIES**(i) Accounting Convention:**

- (a) The Accounts have been prepared to comply with the Accounting Standards referred to in section 211(3C) of the Companies Act, 1956.
- (b) The Company follows the Mercantile System of accounting and recognizes Income and Expenditure on Accrual Basis, except the income/expenditure which is not reasonably ascertainable.

(ii) Fixed Assets :

Fixed assets are recorded at cost of acquisition or construction cost (as reduced by CENVAT Credit as applicable) along with capitalised portion of specific or allocated expenses.

(iii) Depreciation :

Depreciation on Fixed Assets is provided on Straight Line Method in accordance with and at the rates specified in Schedule XIV of the Companies Act, 1956; Additions to fixed assets are depreciated on pro rata basis for number of days used during the year. Asset costing less than Rs 5000/- is 100% depreciated.

(iv) Inventories:

Stock is valued at cost or market value whichever is lower. Cost is calculated on First-In-First-Out basis after adjusting Sales tax and other set-off, if applicable.

(v) Revenue Recognition :**• Sale of Goods:**

Sale of goods is recognised at the point of transfer of risks and rewards to customers.

• Commission Income:

Commission Income is recognised on completion of the service.

(vi) Retirement Benefits:

Short term employee benefits are recognized as expense at the undiscounted amount in the Profit and Loss account of the year in which the related service is rendered.

The liabilities for gratuity and privilege leave encashment on Retirement/Separation are accounted on the basis of Company Policy and provided for the same in the books of account.

(vii) Foreign Currency Transactions:

Transactions in foreign currency are recorded at the rates of exchange in force at the time of the transactions effected as prescribed in Accounting Standard -11 "The Effects of Changes in Foreign Exchange Rates" prescribed by Institute of Chartered Accountants of India.



(viii) Government Grants :

Subsidies received from Central and State Governments are accounted as Capital Reserve or credited to Profit and Loss a/c considering the nature of the Subsidy, the purpose for which it has been received and condition attached to that Subsidy.

(ix) Debtors/Creditors/Advances :

Undisputed Debtors/Creditors balances/ advances outstanding for more than three years are provided/ adjusted at the financial year end after identification and ascertainment about their recoverability/ payments.

(x) Borrowing Cost:

Borrowing Cost that is directly attributable to the acquisition, construction or production of a qualifying asset is capitalised.

(xi) Taxes on Income :

Provision for current tax is made on the basis of estimated taxable income for the current accounting period and in accordance with the provisions of Income Tax Act, 1961.

Deferred Tax resulting from "timing difference" between accounting income and taxable income, for a period, that originate in one period and are capable of reversal in one or more subsequent period are recognised, subject to prudence, using the tax rates and tax laws that have been enacted or substantially enacted by the Balance Sheet date.

(xii) Impairment of Assets:

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Profit and Loss Account in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

(xiii) Provisions, Contingent liabilities and Contingent Asset:

The company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Contingent Asset is neither provided nor shown in notes on accounts.

NOTES TO ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2013

	(Amount in Rupees)	
	As at 31.03.2013	As at 31.03.2012
NOTE 2 SHARE CAPITAL		
Authorised		
5,000,000 Equity Shares of Rs 10/- each	50,000,000	50,000,000
Issued and Subscribed		
520,897 (P.Y. 520897) Equity Shares Of Rs . 10 Each	5,208,970	5,208,970
Paid-Up		
520897 Equity Shares Of Rs . 10 Each fully paid-up	5,208,970	5,208,970
Add : Equity Shares forfeited (17499 equity shares of Rs 10 each; Rs 5 paid up)	87,495	87,495
Total	5,296,465	5,296,465

1 Reconciliation of Number of Shares outstanding at the beginning and at the end of the reporting Year/period

Particulars	As at 31.03.2013	As at 31.03.2012
	No. of Shares	No. of Shares
Shares outstanding at the beginning of the year	520,897	520,897
Shares issued during the year	-	-
Shares bought back during the year	-	-
Shares outstanding at the end of the year	520,897	520,897

2 Details of shares held by each shareholder holding more than 5% shares:

Name of the Share Holder	As at 31.03.2013		As at 31.03.2012	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
M.L.Mansukhani and co. Pvt Ltd	167647	32.18%	167647	32%
Maharashtra Aluminium and Alloys Pvt Ltd.	76650	14.71%	76650	15%
Patel Sales Pvt Ltd	72090	13.84%	72090	14%
	316387	60.74%	316387	60.74%

3 Forfeiture of Equity Shares :

Details of shares forfeited in earlier years.

No of shares Forfeited	17499
Face Value per share	10
Paid up value per share	5
Total amount forfeited	87495



SHREE NARMADA ALUMINIUM INDUSTRIES LIMITED

	<i>(Amount in Rupees)</i>	
	<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
NOTE 3 RESERVES AND SURPLUS		
<u>Capital Reserve</u>		
Opening balance	94,641,010	94,641,010
Add: Transferred from Profit & Loss Account	-	-
Closing Balance	94,641,010	94,641,010
<u>Share Premium Account</u>		
Opening balance	152,437,780	152,437,780
Add: Transferred from Profit & Loss Account	-	-
Closing Balance	152,437,780	152,437,780
<u>Subsidy *</u>		
Opening balance	2,500,000	2,500,000
Add: Transferred from Profit & Loss Account	-	-
Closing Balance	2,500,000	2,500,000
<u>Surplus</u>		
Opening balance	(310,869,129)	(311,581,628)
(+) Net Profit/(Net Loss) For the current year	(1,586,570)	712,499
(-) Less: Appropriation	-	-
Closing Balance	(312,455,699)	(310,869,129)
Total	<u>(62,876,909)</u>	<u>(61,290,339)</u>

Foot Note:

*subsidy received towards setting up industry in sales tax exempt area not available for distribution of dividend.

	<i>(Amount in Rupees)</i>	
	<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
NOTE 4 OTHER LONG TERM LIABILITIES		
Trade Payables	-	-
Others	-	-
Security Deposit received against lease	5,000,000	5,000,000
Total	<u>5,000,000</u>	<u>5,000,000</u>

	<i>(Amount in Rupees)</i>	
	<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
NOTE 5 LONG TERM PROVISIONS		
Provision for Employee Benefits		
Gratuity	1,175,769	905,769
Leave Encashment	315,000	266,538
Total	<u>1,490,769</u>	<u>1,172,307</u>

*(Amount in Rupees)*

	<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
NOTE 6 SHORT TERM BORROWINGS		
Loans and Advances from Related Parties		
Unsecured *	5,126,733	6,204,733
Total	<u>5,126,733</u>	<u>6,204,733</u>

Foot Note:

* Interest free unsecured Inter Corporate Loan in the nature of demand loan. As per Management, there is no default as on 31-3-2013 in respect of the said loan.

(Amount in Rupees)

	<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
NOTE 7 TRADE PAYABLE		
Under MSMED (Refer Note No.34)	22,614,429	17,900,773
Others *	19,821,872	21,134,667
Total	<u>42,436,301</u>	<u>39,035,440</u>

Foot Note:

* Includes Rs.5,848,190/- (P.Y. Rs.5,848,190/-) on account of the scheme of Compromise and Arrangement under Sec 391 of the Companies Act 1956 approved by the Hon High Court of Gujarat. (Refer note no 22)

(Amount in Rupees)

	<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
NOTE 8 OTHER CURRENT LIABILITIES		
Current Maturities of Long Term Debts - Unsecured *	17,626,645	17,626,645
Other Payables		
Advance Received from Customers	-	1,000,000
Statutory dues	35,640	79,746
Others	488,586	576,532
Total	<u>18,150,870</u>	<u>19,282,923</u>

* on account of deferred payment liabilities from Government of Gujarat towards interest free sales tax and Electricity duty deferment incentive Scheme, which includes Rs. 17,020,867 (P.Y. Rs. 17,020,867) in respect of sales tax deferment & Rs. 605,778 (P.Y. Rs. 605,788) in respect of Electricity duty deferment, is fully due for payment as on 31.03.2013. The company has defaulted in the repayment of the same since 31.03.2000. However, The Company has requested Government of Gujarat for extension of deferment period and for reschedulement of dues which is still pending for approval of competent authority.

* The Company has not made any provision for interest on the instalments payable in respect of deferment dues in the absense of certainty as to measurability. Management is of the opinion that such interest liability would not arise as it has requested the Government of Gujarat for the reschedulement of dues.



SHREE NARMADA ALUMINIUM INDUSTRIES LIMITED

(Amount in Rs.)

NOTE 9 - FIXED ASSETS

DESCRIPTION OF ASSETS	GROSS BLOCK AT COST			DEPRECIATION				NET BLOCK	
	AS AT 01.04.2012	ADDITIONS	SALES ADJUSTMENTS	AS AT 31.03.2013	AS AT 01.04.2012	PROVIDED DURING YEAR	DEDUCTION ADJUSTMENT	AS AT 31.03.2013	AS AT 31.03.2012
	(A) Tangible Assets								
(1) Land - Freehold	425,055	-	-	425,055	-	-	-	425,055	425,055
(2) Building	17,931,316	-	-	17,931,316	12,211,709	569,057	-	5,150,550	5,719,607
(3) Plant & Machinery	47,476,565	-	-	47,476,565	44,781,428	329,888	-	2,365,148	2,695,136
(4) Furniture & Fixtures	1,344,234	-	-	1,344,234	1,314,229	4,577	-	25,328	30,005
(5) Office Equipment	694,865	-	-	694,865	447,892	29,299	-	217,573	246,871
(6) Computers	931,423	-	-	931,423	922,777	7,025	-	1,621	8,646
(7) Electrical Installations	4,373,577	-	-	4,373,577	4,166,283	13,411	-	193,883	207,295
(8) Vehicle	62,896	-	-	62,896	62,896	-	-	-	-
Total	73,239,931	-	-	73,239,931	63,907,315	953,457	-	8,379,159	9,332,615
Previous Year.	73,230,331	9,600	-	73,239,931	62,865,442	1,021,873	-	9,332,616	10,344,889

Foot Note :

1. All above mentioned Assets except vehicle are given under lease for a period of 99 years beginning from 5.7.2009
2. 100 % Depreciation was provided on Mobile phone purchased during the year of Rs.Nil (Previous Year Rs.9600/-).

**NOTE 10 LONG TERM LOANS AND ADVANCES**

Security Deposits - Unsecured, considered good
 Other Loans & Advances - Unsecured, considered good
 Balance with Government Authorities

TOTAL

<i>(Amount in Rupees)</i>	
<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
1,802,659	1,805,059
469,418	637,215
<u>2,272,077</u>	<u>2,442,274</u>

NOTE 11 TRADE RECEIVABLE

More than six months
 - Unsecured, considered good
 Others
 - Unsecured, considered good

Total

<i>(Amount in Rupees)</i>	
<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
-	-
753,768	-
<u>753,768</u>	<u>-</u>

NOTE 12 CASH AND CASH EQUIVALENTS

Cash Balance
 Balances with Banks
 In Deposit Accounts
 In Current Account

Total

<i>(Amount in Rupees)</i>	
<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
329,314	58,740
-	-
2,737,005	1,527,284
<u>3,066,319</u>	<u>1,586,024</u>

NOTE 13 SHORT TERM LOANS AND ADVANCES

Advances to Suppliers
 - Doubtful

Less Provision for Doubtful debts

Total

<i>(Amount in Rupees)</i>	
<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
1,198,900	1,198,900
1,198,900	1,198,900
(1,198,900)	-
-	1,198,900
<u>-</u>	<u>1,198,900</u>

NOTE 14 OTHER CURRENT ASSETS

Accrued Interest
 Prepaid Expenses

Total

<i>(Amount in Rupees)</i>	
<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
152,905	114,365
-	27,350
<u>152,905</u>	<u>141,715</u>



SHREE NARMADA ALUMINIUM INDUSTRIES LIMITED

	<i>(Amount in Rupees)</i>	
	<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
NOTE 15 REVENUE FROM OPERATIONS		
Sale of Products		
- Aluminium Extrusions/Billets	76,268,085	80,215,163
Other Operating Revenue		
- Commission Income	-	1,000,000
<u>Less: Excise Duty</u>	<u>-</u>	<u>-</u>
Net Revenue from Operations	<u>76,268,085</u>	<u>81,215,163</u>

	<i>(Amount in Rupees)</i>	
	<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
NOTE 16 OTHER INCOME		
Interest Income	199,004	123,355
Lease Rent Income	1,800,000	1,800,000
Other Miscellaneous Income - Sundry Balances w/back	986,667	675,106
	<u>2,985,671</u>	<u>2,598,461</u>

	<i>(Amount in Rupees)</i>	
	<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
NOTE 17 EMPLOYEE BENEFIT EXPENSES		
Salaries	1,033,000	1,039,010
Contribution to Provident fund and other funds	451,379	239,509
Total	<u>1,484,379</u>	<u>1,278,519</u>

	<i>(Amount in Rupees)</i>	
	<u>As at 31.03.2013</u>	<u>As at 31.03.2012</u>
NOTE 18 OTHER EXPENSES		
Administrative, Selling and Distribution		
Rates and Taxes	107,922	-
Advertisement and Publicity	139,850	67,318
Directors' Sitting Fees	16,500	16,000
Legal and Professional Charges	272,204	163,060
Travelling and Conveyance	86,192	92,682
Postage and Telephone	72,214	90,668
Printing and Stationery	139,095	67,957
Auditors' Remuneration (Refer Note No.31)	127,847	135,118
Bank charges	18,524	8,455
Provision for Doubtful Debts	1,198,900	-
Miscellaneous Expenses	174,118	189,393
Total	<u>2,353,366</u>	<u>830,651</u>



19. In terms of the Scheme of Compromise or Arrangement under Sec.391 of the Companies Act 1956 with its Secured Creditors, Unsecured Creditors and Equity Shareholders which had been approved by Hon. High Court of Gujarat in their Order dated 16.05.2008 during the financial year 2008-09:
- The Company has paid Rs.20,000,000/- to the Financial Institutions and Bank as full and final Settlement of their claims which includes Rs.5,141,000/- deposited with the Hon. High Court of Gujarat in respect of one of them arising out of securitisation of assets.
 - The Company has reduced the face value of the Equity share of Rs.10/- to Rs.1/- and has subsequently issued 1 (One) Equity Share (new) of Rs.10/- each as fully paid up against 10 (Ten) shares of Rs.1/- each.
 - The Company has issued New Equity Shares of Rs.10/- at a premium of Rs.740/- per Equity share to few unsecured creditors in full and final settlement of their claims.
 - The Company is in the process of paying 25% of dues of other unsecured creditors within a period of 60 months in full and final settlement of their claims and balance 75% of their dues is accounted under Business Restructuring Account.

Meanwhile, the party referred to in (a) above in respect of Rs.5,141,000 filed an appeal against the above Order before a Division Bench of the Hon. High Court of Gujarat claiming additional amount, for the same matter is still pending.

20. Contingent Liabilities not provided for:

- Disputed Sales Tax liabilities Rs. 6,075,689/- (P. Y. Rs. 6,075,689/-)
- In the settlement with the secured creditors a larger share is claimed by a party (as mentioned in Note No.19 above) by filing a suit in Honourable High Court of Gujarat. The Amount for the same is not ascertainable.
- Interest on disputed liability to creditors, the amount is not ascertainable as there is a counter claim by the Company and the matter is pending with the Hon. Bombay High Court. The Management is of the opinion that no provision is required for interest, in terms of the Order of the Hon. High Court of Gujarat dated 16.05.2008 mentioned in Note No.19 above. The Amount for the same is not ascertainable.
- Interest/Penalty if any, on delayed payments of Sales Tax amount presently not ascertainable.

21. Security given by the Company for the Secured loans Rs Nil (P.Y. Rs. Nil) from Financial Institutions and Bank, ranking pari passu, by first charge over the immovable properties, present and future and a first charge by way of hypothecation of all movable (save and except stocks and book debts charged only in favour of bank) present and future, and personal guarantees of a Director and another share holder is still pending for removal of charge by one of the secured creditors.

22. Going Concern:

The Company has incurred losses in the past which has resulted into erosion of more than 50% of their net worth. Consequently the company was registered as a sick company under the Sick Industrial Companies Act, 1985 The accounts of the Company have been prepared on going concern basis in spite of erosion of net worth and order of the Board for Industrial and Financial Reconstruction (BIFR) in its order dated 1.9.2000 it is stated that prima facie the Company was not likely to make up its net worth within a reasonable time while meeting all its financial obligations and was not likely to become viable in future and hence it was just, equitable and in public interest that it should be wound up. Company had filed an application to the Honourable Gujarat High Court for a Scheme of Compromise or Arrangement u/s 391 of Companies Act 1956 with its Secured Creditors, Unsecured Creditors and Equity Shareholders. The company has received an order from High Court of Gujarat dated 16.05.2008 and is under process of implementation. Also in Financial Year



SHREE NARMADA ALUMINIUM INDUSTRIES LIMITED

2009-10 the company has leased out its Plant & Machinery and land & building. The lease duration for the same is 99 years as per the agreement. According to the Management, the company is Going concern and the accounts have been prepared on Going Concern basis.

23. Taxation:

- (a) Income Tax Assessments have been completed up to the Assessment Year 2008-09. Provision for Income Tax and MAT has not been made considering the negative profits and carry forward losses. Also, as the Company continues to be a sick in terms of Sick Industrial Companies Act 1985 and Net Worth still remains to be negative, the MAT provision as per Income Tax Act 1961 has not been made.
- (b) Deferred Tax Asset/Liability

	31-3-2013 (Rs.)	31-3-2012 (Rs.)
Deferred Tax Liability on account of timing difference in		
Depreciation	1,490,983	-
Deferred Tax Asset on account of timing difference in		
Leave Encashment	97,335	-
Gratuity	363,313	-
Unabsorbed Depreciation 18,790,970	-	-
Carry forward losses	20,812,032	-
Total	40,063,650	
Of the above, Deferred Tax Asset (net) recognised during the year on prudence basis	1,490,983	-
Deferred Tax Asset / Liability (net) at the end of the year	NIL	NIL

There are substantial unabsorbed depreciation and carried forward business losses under the Income Tax Act 1961. As a measure of prudence and in the absence of reasonable/ virtual certainty to earn taxable profits in future, deferred tax assets has been recognised only to the extent of reversal of deferred tax liability.

24. Related Party Disclosures as required by Accounting Standard-18 are as follows:

- I Related parties in which the Company has control – Nil.
- II Other Related Parties
- Subsidiaries – Nil
 - Associates – M. L. Mansukhani & Co Pvt Ltd
 - Key Management Personnel – Shri Kantilal. B .Patel
– Shri Dharamshi .J. Patel
 - Enterprises owned or significantly Influenced by key management Personnel/Directors or their relatives – Shree Narmada Architectural Systems Ltd

III Transaction with related parties during the year:-

	31-3-2013 (Rs.)	31-3-2012 (Rs.)
Director's Remuneration paid including contribution to other funds during the year-		
- Shri Kantilal. B .Patel		
- - Remuneration	5,22,000	5,16,000
- - Provident Fund	62,640	67,080
- Shri Dharamshi .J. Patel		
- - Remuneration	4,30,000	4,08,000
- - Provident Fund	51,600	53,040
- - Perquisit	6,423	61,010
Closing balance		
- Shri Kantilal. B .Patel	-	2,37,098
Purchases -		
Shree Narmada Architectural Systems Ltd	76,049,124	79,970,081
Closing balance	22,614,429	17,900,773
Lease Income -		
Shree Narmada Architectural Systems Ltd	1,800,000	1,800,000
Unsecured Loan -		
M. L. Mansukhani & co. Pvt. Ltd.		
Opening Balance	6,204,733	16,638,203
Add: Taken during the year	14,422,000	35,300,000
Less : Repaid during the year	15,500,000	45,733,470
Closing Balance	5,126,733	6,204,733
Maximum Balance Outstanding during the year	12,396,733	23,288,203

25 Earnings Per Share (EPS):

Particulars	31-3-2013 (Rs.)	31-3-2012 (Rs.)
Profit/(Loss) after Tax	(1,586,570)	712,449
Weighted average No. of Equity Share Outstanding (Nos)	520,897	520,897
Basic and diluted EPS (Face Value Rs.10/-) (Rs.)	(3.05)	1.37

**26 Segment Reporting:**

Business Segments: The Company is engaged mainly in the business of trading in Aluminium Extrusions and other activities which are directly related thereto. During the financial year 2009-10 the company has leased out Plant & Machinery and Factory and Building for 99 years. The disclosure required as per AS-17 on "Segment Reporting" issued by the Institute of Chartered Accountants of India is as follows:

Amount in Rs.

Particulars	2012-2013	2011-2012
Segment Revenue		
(a) Trading of Aluminium Extrusions	76,268,085	80,215,163
(b) Leasing	1,800,000	1,800,000
	78,068,085	82,015,163
Segment Results		
(a) Trading of Aluminium Extrusions	(3,618,784)	(1,188,983)
(b) Leasing	8,46,543	778,127
	(2,772,241)	(410,856)
Add: Other unallocated income net of unallocated Expenses	1,185,671	1,123,355
Profit before Tax	(1,586,570)	712,499
Taxation	0	0
Profit after Tax	(1,586,570)	712,499
Effect of prior period Adjustment	0	0
Net Profit/(loss)	(1,586,570)	712,499

Segment Assets:

	2012-2013	2011-2012
(a) Trading of Aluminum Extrusions	3,471,783	3,782,889
(b) Leasing	8,379,159	9,332,616

Segment Liabilities:

	2012-2013	2011-2012
(a) Trading of Aluminum Extrusions	22,743,378	23,831,377
(b) Leasing	5,000,000	5,000,000



27 Particulars in respect of Sales:

	2012 - 2013		2011 - 2012	
	M.Tons	Value (Rs.)	M.Tons	Value (Rs.)
(1) Aluminium Extrusions/Billets	437.984	76,268,085	491.638	81,215,163
		76,268,085		81,215,163

28 Purchases of Goods:

	2012 - 2013		2011 - 2012	
	M.Tons	Value (Rs.)	M.Tons	Value (Rs.)
Aluminum Extrusions / Billets	437.984	76,049,124	491.638	79,970,082
	437.984	76,049,124	491.638	79,970,082

29. Income and Expenditure in Foreign Currency during the year is Rs NIL (Previous year Rs NIL)

30. Company being a sick unit could not obtain the services of full time Company Secretary in spite of its best efforts. However, the Company has engaged a Company Secretary in practice throughout the year

31. Audit Remuneration (as shown under Note No 18 - Other Expenses) :-

Particulars	2012-2013 Rs.	2011-2012 Rs.
Audit Fees	70,000	70,000
Tax Audit Fee	12,500	12,500
Taxation Matters	30,000	40,000
Service Tax *	15347	12618
TOTAL	1,27,847	1,35,118

* (no set off taken)

32. Lease:

Disclosure as required by AS-19 on "Leases" issued by the Institute of Chartered Accountants of India is as below:

a) Lease credited to Profit & Loss account during the year: 18,00,000/-

b) Future Minimum lease receipt under non-cancellable operation lease:

Particulars	2012-2013 Rs.	2011-2012 Rs.
Not later than one year	18,00,000	18,00,000
Later than one year but not later than five years	72,00,000	72,00,000
Later than five years	16,38,00,000	16,56,00,000



33. Disclosure under Micro Small and Medium Enterprises Act :-

The information regarding Small Scale Industrial Undertakings has been determined to the extent such parties have been identified on the basis of information available with the Company.

The Principal amount due to Small Scale Industrial Undertakings to whom the Company owes a sum exceeding Rs.1,00,000 and/or which are outstanding for more than 45 days and interest thereon is as follows.

- (i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year:

	31-3-2013	31-3-2012
- Principal amount due	22,614,429	17,900,773
- Of which outstanding for more than 45 days	12,716,968	7,338,156
- Interest thereon	1,99,253	

*Credit is for 90 days, so interest not provided.

- (ii) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year is – Rs. NIL (Previous Year Rs NIL)
- (iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006 is – Rs. NIL (Previous Year Rs NIL)
- (iv) The amount of interest accrued and remaining unpaid at the end of each accounting year is- Rs. NIL (Previous Year Rs NIL)
- (v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of Micro, Small and Medium Enterprises Development Act, 2006 is - Rs.NIL (Previous Year Rs NIL).

The above information is given to the extent available with the Company.

- 34 Total Gratuity and Leave encashment liabilities as on 31.03.2013 is calculated by the Company based its own estimate considering the provisions of Payment of Gratuity Act 1972 and Companies policy on Leave Encashment and is provided accordingly.
- 35 Previous year figures have been regrouped / rearranged/ recasted wherever necessary to make them comparable with the current year figures.

As per our report of even date

For CHOKSHI & CHOKSHI

Chartered Accountants

Firm Registration Number : 101872W

(Kanu S Chokshi)

Partner

Membership No.100/17085

Mumbai

Dated : 30th May 2013

For and on behalf of the Board

Kantilal B. Patel

(Chairman and Managing Director and CEO)

Dharamshi Jeram Patel

(Executive Director and CFO)



AUDITOR'S CERTIFICATE

To The Members of Shree Narmada Aluminium Industries Ltd.

We have examined the compliance of conditions of Corporate Governance by Shree Narmada Aluminium Industries Ltd. for the year ended March 31, 2013 as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

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

In our opinion and to the best of our information and according to the explanation given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

As required by Guidance Note issued by the Institute of Chartered Accountants of India we state that no investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the Share Department of the Company and reviewed by the Shareholders'/ Investors' Grievance Committee.

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

For **Chokshi & Chokshi**
Chartered Accountants.

(**Kanu Chokshi**)
Partner

Mumbai
Date : 22th August, 2013



REPORT ON CORPORATE GOVERNANCE

A. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:

The Company has accepted the concept of corporate governance as a challenge and is committed to achieve highest level of Corporate Governance. The Corporate Governance is nothing but transparency, high level of disclosure and fairness and unbiased to the members of the Company. To achieve the highest level of Corporate Governance, the Company has developed a team of educated, experienced, qualified management team. The Board of Directors of the Company effectively monitors the Management progress and corporate decisions.

B. BOARD OF DIRECTORS

As per the requirements of Corporate Governance, the composition of Board of Directors consists of Executive Directors as well as Non Executive Independent Directors.

Composition and Category of Board of Directors

Presently, the Company has 6 (Six) Directors. The Board comprises of 2 (Two) Executive Directors and 4 (Four) Non-Executive Directors.

Sr. No.	Name of Directors	Category of Directorship	No. of other Directorships	Membership with other Company's Committee		Share Holding %
				Chairman	Member	
1	Shri Kantilal B. Patel	Executive Director/ Chairman	Nil	Nil	Nil	1.56%
2	Shri Dharamshi J Patel	Executive Director	Nil	Nil	Nil	0.27%
3	Shri V. Krishna Swamy	Non-Executive Director/ Independent Director	Nil	1	3	Nil
4	Shri Babubhai K. Shah	Non-Executive Director/ Independent Director	Nil	1	3	Nil
5	Dr. (Shri) Arvind A. Raval	Non-Executive Director/ Independent Director	Nil	1	1	Nil
6	Shri Milan R. Patel	Non-Executive Director/ Independent Director	Nil	Nil	2	Nil

PARTICULARS OF THE DIRECTORS RETIRING BY ROTATION AND BEING RE-APPOINTED:

Mr. Babubhai K Shah and Dr. Arvind A Raval are reappointed as directors of the company.

A. MR BABUBHAI K SHAH

Mr. Babubhai K Shah is B.Com, LLB (Sp.) by qualification and at present practicing Advocate in Gujarat High Court. He is having total experience of more than 32 years in the field of corporate laws, labour laws, taxation etc. His qualification and experience shall be of immense help to the company.

Mr. Shah does not hold any directorship in any other company. He is a member of 3 committees. He is does not hold any shares of the company.

B. DR. ARVIND A RAVAL:

Dr. Arvind A Raval is 69 years old and is MBBS and MS degree from Saurashtra University and Gujarat University respectively. Dr. Raval has more than 32 years experience as Chief of Medical unit and also as

member of Indian Medical Association and surgen Associates and acted as Chairman and Co-Chairman in conference. Dr.Raval has got good exposure in the filed of medicine, administration which will be helpful to the company.

Mr. Raval does not hold any directorship in any other company. He is a member of 1 committee. He is does not hold any shares of the company.

• **NUMBER OF BOARD MEETING HELD DURING THE FINANCIAL YEAR 2013-13**

During the financial year, Board of Directors met 5 (five) times. The dates of Board Meetings are 26th April, 2012, 26th July 2012, 30th August 2012, 30th October 2012 and 28th January 2013.

• **ATTENDANCE OF DIRECTORS**

Directors	Attended	Last Annual General Meeting Attended
Mr. Kantilal B Patel	05/05	Yes
Mr. Dharamshi J Patel	05/05	Yes
Mr. Babubhai K Shah	05/05	No
Mr. V. Krishna Swamy	05/05	Yes
Mr. Arvind A. Raval	05/05	No
Mr. Milan R. Patel	05/05	No

C. AUDIT COMMITTEE

Terms of Reference:

The terms of reference of this Committee cover the matters specified for Audit committee under revised Clause-49 of the Listing Agreement as well as in section 292A of the Companies Act, 1956.

Composition:

The Audit Committee comprises of following members: -

- Mr. V. Krishna Swamy, Chairman
- Mr. Babubhai K. Shah
- Mr. Milan R. Patel

Meetings and attendance:

In the financial year, the Audit Committee met 5 (Five) times i.e. 26th April 2012, 26th July 2012, 30th August 2012, 30th October 2012 and 28th January 2013. All the members were present at all the meetings.

D. REMUNERATION COMMITTEE

Terms of Reference:

The terms of Reference of the Committee are to determine and recommend to the Board the Remuneration payable to the Managing and Executive Directors of the Company and appraisal of their performance. -

**Composition:**

- The Remuneration Committee comprises of Dr. Arvind A. Raval, Mr. Babubhai K Shah and Mr. V. Krishna Swamy.
- Dr. Arvind A Raval is Chairman of the Committee.
- Remuneration Committee met 1 (One) time during the Financial year i.e. 13th January 2013

The details of Remuneration paid to Mr. Kantilal B Patel and Mr. Dharamshi J Patel during the financial year 2012-13 are as follows.

(In Rs.)

Particular	Mr. Kantilal B Patel	Mr. Dharamshi J Patel
Remuneration including Provident Fund	5,84,640	4,81,600
Other Perquisites	Nil	6,423
Total	5,84,640	4,88,023

The Company is paying sitting fees to all Non-Executive Directors for attending Board and Committee Meetings. No commission or other benefits are given to Non-Executive Directors. The details of sitting fees paid are:

Name of Directors	Sitting fees (in Rs.)
Mr. V. Krishna Swamy	5,000
Mr. Babubhai K Shah	5,000
Mr. Arvind A. Raval	3,000
Mr. Milan R. Patel	3,500

Rs. 500/- per Board and Committee Meeting is paid as sitting fees to each Non-Executive Director.

E. INVESTORS' GRIEVANCE AND SHAREHOLDERS' COMMITTEE

As per the requirements of Listing Agreement, the Investor Grievance and Shareholders' Committee consists of Mr. Babubhai K Shah, Mr. V. Krishna Swamy and Mr. Milan R Patel.

Mr. Babubhai K. Shah is the Chairman of the Committee.

During the year the Company has not received any complaint or grievance from the shareholders of the company. No Complaint or grievance is pending. Whatever requests for transfer, transmission, deletion etc. have been received from the shareholders were considered by the company well in time. as the shares of the company are not frequently traded and very few request for transfer of shares being received by the company, the Board of directors have delegated powers in respect of transfer of shares to Mr. D J Patel, Executive Director and Mr. P. B. Krishnan Kutty Nair, Compliance officer.

Mr. P. B. Krishnan Kutty Nair is acting as Compliance Officer for all the three Committees referred to above.

F. GENERAL BODY MEETINGS

Location and time of last three Annual General Meeting.

Year	Date and Time	Location
2010	28th Sep. 2010 at 11:00 am	At the Registered office of the company situated at 95/1, Baruch Palej Road, Bholav, Dist, Bharuch, Gujarat – 392 001
2011	29th Sep. 2011 at 11:00 am	-- do --
2012	29th Sep. 2012 at 11:00 am	-- do --

One Special Resolution, regarding reappointment of Shri Kantilal B Patel, was passed during the previous three AGMs. The Company, during the Financial year 2009-10, has passed one Ordinary Resolution through postal ballot namely sale, lease or otherwise disposal of the whole, or substantially the whole, of the undertaking of the Company pursuant to section 293 (1) (a) and also passed one Special resolution giving guarantee or providing security, in connection with a loan made by any other person to, or to any other person by, any body corporate pursuant to section 372A of The Companies Act 1956. No special resolution was passed during last year through postal ballot.

Postal Ballot

The Company is not proposing to pass any special resolution through postal ballot until the proceeding annual general meeting.

G. DISCLOSURE ON MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTION.

During the year, there were no transactions of material nature with the Directors, management or their relatives that had potential conflict with the interest of the Company.

Transactions with the related parties are disclosed in Note 2 (Vi) of Schedule 18 to the financial statement in the Annual Report.

H. DETAILS OF NON COMPLIANCE BY THE COMPANY.

During the last three years no penalties or strictures were imposed by the Stock Exchanges or any other authorities.

Whistle Blower Policy being Non Mandatory, the Company has not adopted the same. No personnel have been denied access to the Audit Committee.

The Company has complied with all the mandatory requirements as prescribed under revised Clause 49 of the Listing Agreements.

None of the Non Mandatory requirements has been adopted by the Company.

Disclosure pursuant to Clauses 5A I and 5A II of the Listing Agreement in respect of unclaimed shares. The company as on date of this report does not have any unclaimed shares.

I. QUARTERLY COMPLIANCE REPORT:

The Company has submitted Corporate Governance Compliance Report in the prescribed format for each quarter during 2012-13, within fifteen days from the close of respective quarter, to the Stock Exchanges where the equity shares of the Company are listed viz. VSE, ASE and BSE.



J. MEANS OF COMMUNICATION

Quarterly / Half yearly results

Quarterly / yearly financial results were published in Business Standard and Nav Gujarat Times and also informing to the Stock Exchanges where the shares of the company are listed.

- No official news released during the Year.
- No presentation was made to institutional investors or to the analyst.
- Management Discussion and Analysis report forms part of this Annual Report.

K. GENERAL SHAREHOLDER INFORMATION

Day, Date, Time and venue of Annual General Meeting	29th day of September, 2013 at 11.00 am at 95/1, Bharuch-Palej Road, Bholav, Dist. Bharuch.
Financial Year 13-14 Calendar	<ul style="list-style-type: none">⇒ Financial reporting for the first quarter ending on 30th June, 2013 :- on or before 30th July 2013.⇒ Financial reporting for the second quarter ending on 30th September, 2013: on or before 31st October 2013.⇒ Financial reporting for the third quarter ending on 31st December, 2013: On or before 31st January 2014.⇒ Financial reporting for the last quarter ending on 31st March, 2013: on or before 31st May 2014.⇒ Annual General Meeting for Financial Year 2013-2014: before end of September, 2014
Book Closure Date	27th September 2013 to 30th September 2013 (both days inclusive)
Dividend Payment Date	Not Applicable

LISTING ON THE STOCK EXCHANGES

Name of Stock Exchanges & Script Code No.:- 513127

- Ahmedabad Stock Exchange, Ahmedabad.
- The Stock Exchange, Mumbai.
- Vadodara Stock Exchange Ltd, Baroda

Listing fees for the financial year 2013-2014 has been paid to all the above Stock Exchanges.

REGISTRAR AND TRANSFER AGENT

The Company has in house share transfer system for physical form. The Company could not establish the connectivity with any of the Depositories due to negative net worth.

SHARE TRANSFER SYSTEM

Share transfer would be registered and returned generally within a period of 10 (ten) days from the date of receipt of request. The meeting for transfer of shares generally meets immediately on receipt of the request for transfer/ transmission/duplication of shares.



DISTRIBUTION OF SHAREHOLDING (AS ON 31-03-2013)

No. of Equity Shares held		Shares/ Debenture holders		Shares/ Debenture Amount	
Sr.No.	From - To	NUMBER	% To Total	In Rs.	% To Total
1	Up to 5000	2,711	99.12 %	558,700.00	10.73 %
2	5001 - 10000	5	0.18 %	34,540.00	0.66 %
3	10,001 - 20,000	2	0.07 %	25,100.00	0.48 %
4	20,001 - 30,000	1	0.04 %	23,150.00	0.44 %
5	30,001 - 40,000	1	0.04 %	40,000.00	0.77 %
6	40,001 - 50,000	0	0.00%	0.00	0.00 %
7	50,001 - 1,00,000	6	0.22 %	414,280.00	7.95 %
8	1,00,000 - Above	9	0.33 %	4,113,200.00	78.97 %
	Total.....	2,735	100.00 %	5,208,970.00	100.00 %

DATA OF SHARE PRICE ON BSE:

During the year, no shares of the company got traded on the platform of BSE and hence giving detail in respect of high, low etc. is not possible. Even the shares of the company at BSE have been suspended due to "Procedural Reasons".

DEMATERIALISATION OF SHARES AND LIQUIDITY:

As informed earlier in this Report, the Company has approached various Share Transfer Agents for getting connectivity with Depositories.

However, due to the Company's share value is negative the Depositories are not permitting the Company to establish the connectivity for its equity shares.

Outstanding ADR/GDR etc. :- Not applicable

Plant Located at :- 95/1, Bharuch Palej Road, Village :- Bholav, Taluka :- Bharuch, District :- Bharuch.

CORRESPONDENCE MAY BE ADDRESSED TO :-

Secretarial Department at Registered Office of the Company situated at the address given above.

Phone No. :- 02642 -260624 • Fax No. :- 02642 - 240620

Email Id :- snarmada@vsni.com • Website :- Not Applicable

DECLARATION OF CODE OF CONDUCT:

This is to certify that the Board Members and the Members of Senior Management (i.e. one layer below the Board of Directors) have given declaration regarding the adherence to the Code of Conduct as enunciated by the Company for the year ended 31st March 2013 as required under Clause 49 of the Listing Agreement.

For Shree Narmda Aluminium Industries Limited

K B Patel
Chairman and Managing Director



CEO/CFO CERTIFICATE:

We, K B Patel, Chairman and Managing Director and Krishnan Kutty, Compliance officer, responsible for the finance function certify that:

- a) We have reviewed the financial statements for the year ended 31st March, 2013 and to the best of our knowledge and belief:
1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations;
- b) To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2013 are fraudulent, illegal or violative of the Company's Code of Conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- d) i) There has not been any significant change in internal control over financial reporting during the year under reference;
- ii) There has not been any significant change in accounting policies during the year requiring disclosures in the notes to the financial statements; and
- iii) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

For Shree Narmda Aluminium Industries Limited.

K B Patel
Chairman and Managing Director

Krishnan Kutty
Compliance Officer

SHREE NARMADA ALUMINIUM INDUSTRIES LIMITED



Registered Office : 95/1, Bharuch - Palej Road, Bholav, Dist. Bharuch, Gujarat - 392 001.

PROXY FORM

I/We _____
of _____ in the district of _____
being a member/members of Shree Narmada Alumium Industries Limited hereby appoint _____
of _____ in the district of _____
or failing him _____
of _____
in the district of _____
as my/our proxy to attend and vote me/us on my/our behalf at Thirty Second Annual General Meeting of the Company to be held on 30th September, 2013 at 11.00 a.m. and at any adjournment thereof.

Dated this _____ day of _____ 2013.

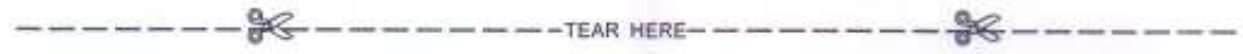


Signature _____

Signed by the Said _____

PROXY NO.	REFERENCE FOLIO NO.	NO. OF EQUITY SHARES
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- Notes : (1) The form duly completed and signed as per specimen signature registered with the Company should be deposited at the Registered Office of the Company at Bholav, Dist. Bharuch not less than 48 hours before the time fixed for the commencement of the meeting.
(2) Proxy need not be a member.



SHREE NARMADA ALUMINIUM INDUSTRIES LIMITED



32nd ANNUAL GENERAL MEETING

ATTENDANCE SLIP

Name of the Shareholder
Mr./Mrs./Miss _____
(in Capital)

Name of Proxy (To be filled in if the Proxy attends instead of the Member)
Mr./Mrs./Miss _____
(in Capital)

I hereby record my presence at the 32nd Annual General Meeting at Registered Office at 95/1, Bharuch - Palej Road, Bholav, Dist. Bharuch, Gujarat - 392 001 on 30th September, 2013 at 11.00 a.m.

Reference Folio No. _____ Signature _____