

53rd

Annual Report

2012 - 2013

ACROW



ACROW INDIA LIMITED
53rd Annual Report 2012-2013

BOARD OF DIRECTORS	MR. HARSHAVARDHAN DOSHI MR. NARAYAN VARMA MR. VIKRAM BHAT MR. NIHAL DOSHI MR. ASHOK ASHTEKAR
AUDITORS	M/s V. SANKAR AIYAR & CO. Chartered Accountants
BANKERS	BANK OF BARODA
REGISTERED OFFICE	Plot No 2 & 3, Ravalgaon – 423108, Taluka Malegaon, District Nasik, Maharashtra, India. T: +91 2554 645913/ 645914/ 270379 F: +91 2554 270386 / 270382
CORPORATE OFFICE	52, 5 th Floor, Maker Tower 'F', Cuffe Parade, Mumbai – 400 005 Maharashtra, India T: +91 22 22184291 F: +91 22 22184294
REGISTRAR & SHARE TRANSFER AGENT	M/s Freedom Registry Ltd. Plot No. 101 / 102, 19 th Street, MIDC Industrial Area, Satpur, Nasik – 422007 T: +91 253 2354032 F: +91 253 2351126

ANNUAL GENERAL MEETING at 9:30 a.m on Friday, 27th September 2013 at Krida Mandal Hall, Ravalgaon – 423108, Taluka Malegaon, District Nasik, Maharashtra.

The practice of distributing copies of the Annual Report at the Annual General Meeting has been discontinued as a measure of economy. Members are, therefore, requested to bring their copies of the Annual Report to the Meeting.

Acrow India Ltd.

NOTICE

NOTICE is hereby given that the 53rd Annual General Meeting of the Company will be held as scheduled below:

DATE : Friday, 27th September 2013
TIME : 9:30 a.m.
PLACE : Krida Mandal Hall, Ravalgaon, Taluka Malegaon,
Dist. Nashik, Maharashtra, Pin Code 423108.

To transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Balance Sheet as at 31st March 2013 and Profit and Loss Account for the year ended 31st March 2013 along with the reports of the Auditors and the Board of Directors.
2. To appoint a Director in place of Mr. Nihal Doshi who retires by rotation and, being eligible, offers himself for reappointment.
3. To appoint a Director in place of Mr. Ashok Ashtekar who retires by rotation and, being eligible, offers himself for reappointment.
4. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution

Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 224 and other applicable provisions, if any, of the Companies Act, 1956, M/s V. Sankar Aiyar and Co., Chartered Accountants, Mumbai (Regn. No. 109208W), be and are hereby appointed as Statutory Auditors of the company, to hold office from conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the company on such remuneration and other expenses in connection with the Company's audit, as may be decided by the Board".

By Order of the Board of Directors

H. B. Doshi
Chairman

Registered Office:
Ravalgaon, Taluka Malegaon,
Dist. Nashik, Maharashtra,
Pin Code 423108
Date: 29th May 2013

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 SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE MEETING.
- (2) The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 19th September 2013 to Friday, 27th September 2013 (both days inclusive).
- (3) Members holding shares in physical form are requested to notify immediately details of any change / correction in their address, bank particulars, etc. to the Company's Registrars and Share Transfer Agents. Members holding shares in demat account (electronic form) may notify any change to the Depository Participant.
- (4) i. The dividend for the financial year ended 31st March 1998, 31st March 1999, 31st March 2000, 31st March 2001, 31st March 2002, 31st March 2003 and 31st March 2004 which remained unclaimed for 7 years from the date of declaration have been transferred to the Investor Education and Protection Fund established by the Central Government pursuant to Section 205C of the Companies Act, 1956. Dividend was not declared for the year ended 31st March 2005.
- ii. Shareholders are requested to note that no claim shall lie against the Company or the said Investor Education and Protection Fund after the transfer of unclaimed dividend to the fund.
- (5) The shares of the company are under compulsory demat list of SEBI and therefore trading in equity shares can be done only in demat form. In case you have not demated your shares, you may do so by opening an account with any Depository Participant and completing the dematerialization procedure.
- (6) At the ensuing Annual General Meeting, Directors Mr. Nihal Doshi and Mr. Ashok Ashtekar retire by rotation and, being eligible offer themselves for re-appointment. The information and details pertaining to the directors to be provided vide Clause 49 of the Listing Agreement with Stock Exchange are given below:

Name of Director	Mr. Nihal Doshi	Mr. Ashok Ashtekar
Date of Birth	09/10/1983	05/05/1945
Experience in specific areas and position held	Eight years of experience in finance and three years of experience in management	Associated with Sugar Industry for last 45 years
Qualification	B. Sc, magna cum laude, in economics from Wharton School at University of Pennsylvania, USA	Diploma in Mechanical and Electrical Engineering. Fellow Institute of Mechanical Engineers (FIME)
Directorship in other companies (excluding Foreign Companies)	Three	One
Shareholding	Nil	Nil

By Order of the Board of Directors

H. B.Doshi
Chairman

Registered Office:
Ravalgaon, Taluka Malegaon,
Dist. Nasik, Maharashtra,
Pin Code 423108
Date: 29th May 2013

Acrow India Ltd.

DIRECTORS' REPORT

To,
The Members
Acrow India Ltd.

Your Directors have pleasure in presenting their 53rd Annual Report together with the Audited Accounts of the Company for the year ended 31st March 2013.

(Rs. in lacs)

FINANCIAL RESULTS:	Current Year	Previous Year
Sales and Other Income	218.46	366.80
Operating Profit	16.56	20.46
Less: Interest & Finance Charges	1.16	1.94
Depreciation	33.10	31.34
Profit Before Exceptional Items	(17.70)	(12.82)
Exceptional Items - Sundry Balances written back	23.08	-
Profit Before Tax After Exceptional Items	5.38	(12.82)
Less: Provision for Tax	-	-
Current Tax	1.75	0.75
Deferred Tax Credit / (Debit)	(2.68)	(6.86)
Tax for Earlier Years	2.13	-
Profit After Tax	4.18	(6.71)
Add: Balance brought forward from previous year	177.44	184.15
Balance available for appropriation	181.62	177.44
APPROPRIATIONS		
Proposed Dividend	-	-
Corporate Dividend Tax	-	-
Transfer to General Reserve	-	-
Balance Carried to Balance Sheet	181.62	177.44

DIVIDEND

Your Directors do not recommend any dividend on the equity shares for the year ended 31st March 2013.

PERFORMANCE

The Company's turnover for the year under review stood at Rs. 164.11 lacs (inclusive of excise duty and service tax) as compared to Rs. 315.29 lacs during the previous year.

The Operating Profit for the year is Rs. 16.56 lacs as against Operating Profit of Rs. 20.46 lacs in the previous year and Loss Before Tax (before extra ordinary item (income) of Rs. 23.08 lacs) is Rs. 17.70 lacs as against Loss of Rs. 12.82 lacs in the previous year.

CURRENT YEAR

The Sales and other income for the current year are Rs. 218.46 lacs as compared to Rs. 366.80 lacs of the previous year.

INCOME TAX

The Income Tax Assessments of the Company have been completed upto the Accounting Year 2007-2008

FIXED DEPOSITS

The Company did not accept/renew any deposits from the public during the year under review.

STATUTORY DISCLOSURES

A Statement giving the details regarding the Conservation of Energy and Technology Absorption, Foreign Exchange Earnings and Outgo as required by the Companies (disclosure of particulars in the report of the Board of Directors) Rules, 1988, is annexed hereto as Annexure 'A' and forms part of this report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217 (2AA) of the Companies Act, 1956 the Directors confirm that

- a) In the preparation of the Annual Accounts, the applicable accounting standards have been followed with explanatory notes relating to material departures.
- b) Appropriate accounting policies have been selected and applied consistently, judgements and estimates that are made 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 Profit and Loss Account of the company for that period.
- c) Proper and sufficient care has been taken 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.
- d) The annual accounts have been prepared on a going concern basis.

SECRETARIAL COMPLIANCE CERTIFICATE

A Secretarial Compliance Certificate pursuant to Section 383A of the Companies Act, 1956 is attached herewith as Annexure 'B'.

CORPORATE GOVERNANCE

The Securities and Exchange Board of India (SEBI) has formulated a Code of Corporate Governance with regard to the Board of Directors, appointment of Committees, Remuneration of Directors, Board Procedures, Management, Shareholders, etc. and a Clause 49 has been incorporated in the Listing Agreement for ensuring compliances hereunder. The activities of the Company are managed by professionally competent and independent Board of Directors and although, the Company does follow some of the stipulations made under the said code, the said Clause 49 is not applicable to the Company.

PERSONNEL

The relations with the employees continue to remain cordial. The Directors express their appreciation for the support given, and the contribution made by the employees at all levels.

Particulars of employees under Section 217 (2A) of the Companies Act, 1956, read with the (Particulars of employees) Rules, 1975, as amended, are not given since there is no employee drawing remuneration stipulated under the said rules.

DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and Article 152 of the Company's Articles of Association, Mr. Nihal Doshi and Mr. Ashok Ashtekar would retire by rotation at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-appointment. Further, Shri Manohar Bhide, Independent Director of the company has resigned from the directorship due to health reasons and the Board of Directors in their meeting held on 29th May 2013 has accepted the same.

AUDITORS

M/s. V. Sankar Aiyar & Co., Chartered Accountants, Mumbai, the existing Auditors retire at the ensuing Annual General Meeting of your Company. They have however, intimated to the company that they do wish to seek re-appointment. M/s V. Sankar Aiyar & Co., Chartered Accountants, Mumbai have indicated their availability and willingness to be appointed as Statutory Auditors of your Company. A resolution seeking your approval for the appointment of the said Auditors has been included in the notice convening the Annual General Meeting.

ACKNOWLEDGEMENT

The Board places on record its appreciation for the continued support extended to the Company by the Shareholders, Bankers, Suppliers and Customers.

On behalf of the Board of Directors

H. B.Doshi
Chairman

Registered Office:
Ravalgaon, Taluka Malegaon,
Dist. Nasik, Maharashtra,
Pin Code 423108
Date: 29th May 2013

Acrow India Ltd.

ANNEXURE 'A' DIRECTORS' REPORT

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

A. CONSERVATION OF ENERGY:

- I. In order to conserve energy, preventive maintenance of the Plant & Machinery is carried out on a regular basis. The production is taken in batches to obtain optimum output. For the manufacture of Company's products mainly electrical power is used. Diesel oil is also used to an extent for operating mobile crane and other material handling equipments.
- II. No additional investment for reduction of energy consumption is envisaged during the year.
- III. The average cost of energy consumed in relation to the total cost of production is negligible. Consequently a significant impact is not expected on the cost of production on account of reduction in the consumption of energy.

B. TECHNOLOGY ABSORPTION :

a. Research & Development (R & D)

- i. **Specified areas in which R& D carried out by the Company:** Efforts are continued on regular basis for further improvement in quality of the products. Improving and maintaining the quality of certain key raw materials mainly steel, paints, etc. are also given proper attention.
- ii. **Benefits derived as a result of the above R & D –** Maintenance of quality standards.
- iii. **Future Plan of Action :** Steps are continuously taken for the development of new products, up-gradation of technology and improvement of product quality with an aim of offering better products to the customers.
- iv. **Expenses on R & D:** The expenses incurred by the Company on R & D are primarily for testing of the product quality and specifications. Amount spent on such activity will therefore not be treated as expenses on Research and Development.

b. Technical Absorption, Adaptation and Innovation:

- i. **Effort, in brief, made for Technical Absorption, Adaptation and Innovation on the basis of the Company's own R & D activities :**

Absorption and adaptation of the new technology is a continuous process to meet the specific needs of the local market.

- ii. **Benefit derived as a result of the above efforts:**

Improvement of product quality, cost effectiveness and energy conservation are the major benefits.

- iii. **Imported Technology:**

- | | |
|---|--|
| (a) Technology imported : | For Automatic Weighing and Bagging Machines. |
| (b) Year of Import : | 1995 -96 |
| (c) Has technology been fully absorbed? | Yes |

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

- I. **Activities relating to exports; Initiatives taken to increase export; development of new Export Market for product and services; and export plans.**

The company is continuously making efforts to find export market for its products, particularly in the neighboring countries, Middle East and African countries.

- II. **Total Foreign Exchange Earnings and Outgo:**

During the year there were no export sales.

ANNEXTURE 'B' TO DIRECTORS' REPORT

To,
The Members,

Acrow India Limited
P.O Ravalgaon - 423108
Taluka – Malegaon, Dist Nasik,
Maharashtra

CIN L13100MH1960PLC011601
Nominal Capital Rs 1.00 CRORE

We have examined the registers, records, books and papers of M/s ACROW INDIA LIMITED (the company) as required to be maintained under the Companies Act, 1956 (the Act) and rules made there under and also the provisions contained in the Memorandum and Articles of Association of the company for the financial year ended on 31st 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, agents, we certify that in respect of the financial year ended on 31st March 2013:

1. The company has kept and maintained all the registers as stated in the Annexure "A" to this certificate, as per the provisions of the Act and the rules made there under and all the 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.
3. The company is a public limited company and has paid up capital of Rs 64,00,000/- (Rupees Sixty Four Lacs only) as on 31st March 2013.
4. The Board of Directors duly met 5 times on 9th May 2012, 30th July 2012, 10th August 2012, 8th November 2012 and 7th February 2013 and in respect of such meetings proper notices were given and proceedings were properly recorded and signed.
5. The company closed its Register of Members from Friday, 21st September 2012 to Saturday, 29th September 2012.
6. The Annual General Meeting for the financial year ended 31st March 2012 was held on Saturday, 29th September 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 ended 31st March 2013.
8. The company has not advanced any loans to its Directors or persons or firms or companies referred to under section 295 of the Act during the year. However there is an outstanding balance of loans already granted to one company, covered in the register maintained under section 301 of the Act. The outstanding amount of loan aggregates to Rs. 2.70 crores and the maximum amount outstanding during the year amounts to Rs 2.70 crores.
9. The company has duly 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 falling within the purview of section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or the Central Govt.
12. The company has issued duplicate share certificates during the financial year after complying with the provisions laid down in the Act.
13. During the financial year ended 31st March 2013:
 - (i) The Company has delivered all the certificates on lodgement thereof for transfer/transmission or any other purpose in accordance with the provisions of the Act. The company has not made any allotment of securities during the financial year.
 - (ii) The Company has duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the company is duly constituted. No additional director was appointed during the year. There was no appointment of Alternate Directors and Directors to fill casual vacancies during the financial year ended March 31, 2013.
15. The appointment of Managing Director/Whole time Director/Manager has been made in compliance with the provisions of the Act.
16. The company has not made any appointment of sole selling agents during the year.
17. The company was not required to obtain any approvals of the Central Govt., Company Law Board, Regional Director, Registrar of Companies or such other authorities as may be prescribed under the various provisions of the Act during the financial year.
18. The Directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The company has not issued any shares/debentures/other securities during the financial year.

Acrow India Ltd.

20. The company has not bought back any shares during the financial year.
21. There was no redemption of preference shares/debentures during the financial year.
22. There was no transaction necessitating the company to keep in abeyance the right to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The company has not invited/accepted any deposits during the year under review and hence the question of complying with the provisions of Section 58A and 58AA read with the Companies (Acceptance of Deposits) Rules 1975/the applicable directions issued by the Reserve Bank of India/any other authority in respect of deposits accepted, including unsecured loans taken, does not arise.
24. The amount borrowed by the company from directors, members, public, financial institutions, banks and others during the financial year ending 31st March 2013 is within the borrowing limits of the company.
25. The company has given loans and made investments in other bodies corporate in compliance with the provisions of section 372A and has made necessary entries in the register kept for that purpose.
26. The company has not altered the provisions of the Memorandum with respect to 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 during the year under scrutiny.
30. The company has not altered any of the provisions of its Articles of Association during the year under scrutiny.
31. There were no prosecutions initiated against or show cause notices received by the company and no fines or penalties or any other penalties or punishments were imposed on the company during the financial year for any of the offences under the Act.
32. The company has not received any money as security from its employees during the year under certification.
33. The company has deposited both employees' and employer's contribution to Provident Fund with the prescribed authority pursuant to section 418 of the Companies Act, 1956

Place: Mumbai
Date: May 29, 2013

Signature
BIPIN RAJE
C.P No: 6147

ANNEXURE A

- (1) Register of Members u/s 150 of the Act
- (2) Register of Directors shareholding u/s 307 of the Companies Act, 1956
- (3) Register of Directors, Managing Director, Manager and Secretary u/s 303 of the Companies Act, 1956
- (4) Books of accounts as required under the Companies Act
- (5) Register of Particulars of Contracts in which Directors are interested u/s 301
- (6) Register of Directors Attendance
- (7) Minutes of the General Meetings and Board Meetings u/s 193 of the Act
- (8) Register of charges u/s 143 of the Act

ANNEXURE B

Forms and Returns as filed by the Company with the Registrar of Companies, Maharashtra, Mumbai during the financial year ended on 31st March 2013

Sr. No	Form No/ Return	Filed Under Section	Purpose	Date of Filing	Whether filed in time	If delay in Filing, whether with Requisite late filing fees
1	Compliance Certificate	383 A	Compliance certificate for the year ended 31 st March 2012	26/10/2012	Yes	NA
2	Annual Return	159	Annual Return for the financial year ended 31st March 2012	18/12/2012	No	Yes
3	Balance Sheet & Profit & Loss Account	210	For the Year Ended 31st March 2012	20/02/2013	No	Yes
4	Cost Audit - Compliance Report	209(1)(d), 600(3)(b)	For the Year Ended 31st March 2012	31/01/2013	Yes	NA
5	Statement of unclaimed and unpaid amounts	Rule 3 of the IEPF	Statement of unclaimed and unpaid amounts-March 2011	23/12/2012	Yes	NA
6	Statement of unclaimed and unpaid amounts	Rule 3 of the IEPF	Statement of unclaimed and unpaid amounts-March 2012	10/01/2013	Yes	NA

INDEPENDENT AUDITOR'S REPORT

To,
The Members of
Acrow India Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Acrow India 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

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 the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief, were necessary for the purpose of our Audit;
 - (b) In our opinion, proper books of account as required by Law have been kept by the Company so far as appears from our examination of those books;
 - (c) The Balance Sheet, Statement of Profit & 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 Account and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - (e) On the basis of written representation received from the Directors of the Company 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 **V. Sankar Aiyar & Co.**

Chartered Accountants
Firm Regn No: 109208W

Place: Mumbai
Dated: 29th May 2013

Arvind Mohan
Partner
M. No. 124082

Acrow India Ltd.

Annexure to Auditors' Report

(Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Acrow India Limited for the year ended 31st March, 2013)

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that :

1. In respect of its fixed assets:
 - a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
 - b. As explained to us, the fixed assets have been physically verified by the management at the year end, which in our opinion is reasonable, having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such physical verification.
 - c. In our opinion, the Company has not disposed of substantial part of fixed assets during the year and the going concern status of the Company is not affected.
2. In respect of inventory :
 - a. The stock of finished goods and raw material has been physically verified during the year by the Management. The Company has a perpetual inventory system in respect of stores and spare parts. In our opinion, the frequency of verification is reasonable.
 - 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 were reasonable and adequate in relation to the size of the Company and nature of its business.
 - c. In our opinion and according to the information and explanations given to us, the Company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material having regard to the size of the operations of the Company.
3.
 - a. The company has not taken any loan secured or unsecured from any party covered in the register maintained under section 301 of the Act.
 - b. The company has granted unsecured interest-bearing loan to one company covered in the register maintained under section 301 of Companies Act, 1956 by renewal of existing loan amounting to Rs. 90 lacs during the year. This along with existing loan has an maximum outstanding balance of Rs. 270 lacs and year end balance of Rs. 270 lacs.
 - c. According to information and explanation given to us, rate of interest and other terms and conditions are prima facie not prejudicial to the interest of the company.
 - d. According to information and explanation given to us, principle is repayable on demand. During the year, the said loan has been renewed. Interest has been received as per terms of loan.
 - e. There are no overdues as on March 31, 2013.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of inventories, fixed assets and also for the sale of goods and services. In our opinion there is no continuing failure to correct major weaknesses in internal control.
5. In respect of transactions covered under Section 301 of the Companies Act, 1956:
 - a. In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in section 301 of the Companies Act, 1956, have been entered in the register required to be maintained under that section.
 - b. In our opinion and according to the information and explanations given to us, the transactions made in pursuance of aforesaid contracts or arrangements in excess of Rs.5 lacs, have been made at prices which are prima facie reasonable having regard to the prevailing market prices at the relevant time.
6. The Company has not accepted any fixed deposits from public. Accordingly, Clause 4(vi) of the Order is not applicable to the company.
7. In our opinion, the company has an internal audit system commensurate with its size and the nature of its business.
8. We have broadly reviewed the books of account relating to material, labour and other items of cost maintained by the Company pursuant to the rules made by the Central Government for the maintenance of the Cost records under Section 209(1)(d) of the Act and we are of the opinion that prima-facie, the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of the same.

9. In respect of the statutory dues:

- a. According to the records of the Company, undisputed statutory dues including, Investor Education and Protection Fund, Income Tax, Wealth Tax, Service Tax, Customs Duty, Excise duty, cess and other material statutory dues have been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2013 for a period of more than six months from the date of becoming payable.
- b. According to the information and explanations given to us, the following disputed statutory dues on account of Wealth Tax and Employee State Insurance Fund have not been deposited with the appropriate authorities:

Nature of dues	Amount Rs. in lacs	Period to which the amount relates	Forum where dispute is pending
Wealth tax	15.43	1999 – 2000	Commissioner of Wealth tax (Appeals), Mumbai.
Employee State Insurance Fund	5.08	1986- 1988	Divisional Industrial Court, Mumbai

10. The Company does not have accumulated losses and has not incurred any cash loss during the year and during the immediately preceding financial year.
11. Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the Company has not defaulted in repayment of dues to banks and financial institutions.
12. In our opinion and according to the information and explanation given to us, no loans and advances have been granted by the Company on the basis of security by way of pledge of shares, debentures and other securities.
13. In our opinion, the Company is not a chit fund or a Nidhi / mutual benefit fund / society. Accordingly, clause 4(xiii) of the Order does not apply.
14. The Company has not traded in securities, debentures and other investments. Accordingly, clause 4 (xiv) of the Order does not apply.
15. In our opinion and according to information and explanations provided to us, the company has not given any guarantee for loans taken by others from banks or financial institutions.
16. The company has not raised any loans from banks and financial institutions during the year. Accordingly, clause 4 (xvi) of the Order does not apply.
17. According to the information and explanations given to us, and on an overall examination of the Balance Sheet of the company, no funds raised on short-term basis have prima facie, been used during the year for making long-term investments.
18. During the year, the 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.
19. The Company has not issued any debentures. Accordingly, clause 4 (xix) of the Order does not apply.
20. The Company has not raised any money by way of public issue during the year. Accordingly, clause 4 (xx) of the Order does not apply.
21. According to the information and explanations given to us, and based on audit procedures performed and representations obtained from the management, we report that no material fraud on or by the Company, has been noticed or reported during the year under audit.

For **V. Sankar Aiyar & Co.**

Chartered Accountants
Firm Regn No: 109208W

Place: Mumbai
Dated: 29th May 2013

Arvind Mohan
Partner
M. No. 124082

Acrow India Ltd.

Balance Sheet as at 31 March, 2013

	Note No.	As at 31 March, 2013	(Rs. in Lacs) As at 31 March, 2012
EQUITY AND LIABILITIES			
Shareholders' funds			
(a) Share capital	2	64.00	64.00
(b) Reserves and surplus	3	851.56	847.38
		<u>915.56</u>	<u>911.38</u>
Non-current liabilities			
(a) Long-term borrowings	4	135.84	139.70
(b) Deferred tax liabilities (net)	5	115.09	117.77
(c) Long-term liabilities	6	0.10	0.10
(d) Long-term provisions	7	0.63	0.31
		<u>251.66</u>	<u>257.88</u>
Current liabilities			
(a) Short-term borrowings	8	14.82	-
(b) Trade payables	9	21.58	96.28
(c) Other current liabilities	10	53.94	66.48
(d) Short-term provisions	11	1.98	5.02
		<u>92.32</u>	<u>167.78</u>
		<u>1,259.54</u>	<u>1,337.04</u>
ASSETS			
Non-current assets			
(a) Fixed assets : Tangible assets	12	470.09	485.06
(b) Non-current investments	13	35.39	35.39
(c) Long-term loans and advances	14	17.40	17.54
		<u>522.88</u>	<u>537.99</u>
Current assets			
(a) Current investments	15	274.58	75.00
(b) Inventories	16	134.98	145.35
(c) Trade receivables	17	10.80	16.44
(d) Cash and bank balances	18	4.55	331.70
(e) Short-term loans and advances	19	305.19	221.37
(f) Other current assets	20	6.56	9.19
		<u>736.66</u>	<u>799.05</u>
		<u>1,259.54</u>	<u>1,337.04</u>
Significant accounting policies.	1		
See accompanying notes forming part of the financial statements	1-32		

As per our report of even date.

For **V. Sankar Aiyar & Co**
Chartered Accountants
Firm Registration No. 109208W

Arvind Mohan
Partner
Membership No.124082
Mumbai
29-May-2013

For and on behalf of the Board of Directors

H. B. Doshi
Chairman

A. S. Ashtekar
Director

V. M. Bhat
Director

N. K. Varma
Director

Mumbai
29-May-2013

Statement of Profit and Loss for the year ended 31 March, 2013

(Rs. In Lacs)

Particulars	Note No.	Year ended 31 March, 2013	Year ended 31 March, 2012
Income :			
Revenue from operations (gross)	21	164.11	315.29
Less: Excise duty		13.24	29.91
Revenue from operations (net)		150.87	285.38
Other income	22	54.35	51.51
Total Revenue		205.22	336.89
Expenditure :			
Cost of materials consumed	23	43.42	139.66
Changes in inventories of finished goods and work-in-progress	24	(7.59)	(36.57)
Employees benefits expenses	25	13.58	22.41
Finance costs	26	1.16	1.94
Depreciation and amortisation expenses		33.10	31.34
Other expenses	27	139.25	190.93
Total Expenses		222.92	349.71
Profit/(Loss) before exceptional items		(17.70)	(12.82)
Exceptional Items			
Sundry Balances written back		23.08	-
Profit / (Loss) before Tax and after exceptional items		5.38	(12.82)
Tax expense:			
Current tax:			
Income Tax		1.75	0.75
Taxes for Earlier Years		2.13	-
Deferred tax		(2.68)	(6.86)
Profit / (Loss) after tax for the year		4.18	(6.71)
Earnings per share :			
Basic and Diluted earning per share before exceptional items (Rs.)		(2.95)	(1.05)
Basic and Diluted earning per share after exceptional items (Rs.)		0.65	(1.05)
Face Value per share fully paid up (Rs.)		10.00	10.00
Significant accounting policies.	1		
See accompanying notes forming part of the financial statements	1-32		

As per our report of even date.

For **V. Sankar Aiyar & Co**
Chartered Accountants
Firm Registration No. 109208W

Arvind Mohan
Partner
Membership No.124082
Mumbai
29-May-2013

For and on behalf of the Board of Directors

H. B. Doshi **A. S. Ashtekar**
Chairman Director

V. M. Bhat **N. K. Varma**
Director Director

Mumbai
29-May-2013

Acrow India Ltd.

Cash Flow Statement for the year ended 31 March, 2013

(Rs. In Lacs)

	Year ended 31 March, 2013	Year ended 31 March, 2012
A. Cash flow from operating activities		
Net Profit / (Loss) before tax	5.38	(12.82)
<i>Adjustments for:</i>		
Depreciation and amortisation	33.10	31.34
Diminution in Investments	2.19	-
Interest Paid	1.16	1.94
(Profit) / loss on sale / write off of assets	-	0.08
(Profit) / loss on sale / write off of investments	-	-
Interest income	(33.28)	(43.40)
Dividend income	(20.20)	(7.17)
Operating profit / (loss) before working capital changes	(17.03)	(17.21)
<i>Adjustments for:</i>		
Inventories	10.37	(19.31)
Trade and other receivables	6.79	(8.15)
Trade and deposits payables	(89.91)	84.08
Net income tax (paid) / refunds	1.29	16.05
Net cash flow from / (used in) operating activities (A)	(83.11)	42.64
B. Cash flow from investing activities		
Capital expenditure on fixed assets, including capital advances	(18.13)	(30.56)
Proceeds from sale of fixed assets	-	0.08
Inter-corporate deposits (net)	(90.00)	-
Interest received	35.91	47.45
Dividend received	20.20	7.17
Investment (made) / sold	(201.77)	-
Net cash flow from / (used in) investing activities (B)	(253.79)	24.14
C. Cash flow from financing activities		
Net increase / (decrease) in Long Term Borrowings	(3.86)	-
Net increase / (decrease) in Short Term Borrowings	14.82	(16.95)
Finance cost	(1.16)	(1.94)
Dividends paid	(0.05)	(31.15)
Net cash flow from / (used in) financing activities (C)	9.75	(50.04)
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	(327.15)	16.74
Cash & Cash Equivalent		
Opening	331.70	314.96
Closing Balance	4.55	331.70

Note : Previous period figures have been regrouped / recast wherever necessary.

As per our report of even date.

For **V. Sankar Aiyar & Co**
Chartered Accountants
Firm Registration No. 109208W

Arvind Mohan
Partner
Membership No.124082
Mumbai
29-May-2013

For and on behalf of the Board of Directors

H. B. Doshi **A. S. Ashtekar**
Chairman Director

V. M. Bhat **N. K. Varma**
Director Director

Mumbai
29-May-2013

NOTES FORMING PART OF FINANCIAL STATEMENTS**Note 1:****1. Significant Accounting Policies:****a) Basis of Accounting:**

The financial statements are prepared in accordance with generally accepted accounting principles in India. The company has prepared these financial statements to comply in all material respects with the accounting standards notified under the Companies (Accounting Standard) Rules 2006 issued under subsection 3C of Section 211 of The Companies Act, 1956. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

b) Use of Estimates:

The preparation of financial statements requires management to make certain estimates and assumptions that affect the amounts reported in the financial statements and notes thereto. Differences between actual results and estimates are recognized in the period in which they materialize.

c) Fixed Assets:

Fixed Assets are stated at cost less accumulated depreciation. The cost of assets comprises of purchase price and directly attributable cost of bringing the assets to working condition for its intended use including borrowing cost and incidental expenditure during construction incurred upto the date of commissioning.

d) Depreciation:

- i. Assets acquired after 30th June 1978 are depreciated on the straight-line basis at the rates prescribed under Schedule XIV of the Companies Act, 1956. Certain items of Plant and Machinery pertaining to Industrial Machinery Division have been depreciated on a Straight-line basis @ 6.33% and 9.50%, as the case may be, based on the estimated useful life of the respective assets, as determined by the approved valuer.
- ii. Assets acquired up to 30th June 1978 have been depreciated on the written down value basis at the rates prescribed under Schedule XIV of the Companies Act, 1956.
- iii. Assets costing Rs.5,000/- or less are fully depreciated in line with Schedule XIV of the Companies Act, 1956.
- iv. Software is amortised over 5 years from the date of implementation.

e) Investments:

Long Term Investments are valued at costs. Provision for diminution in value of investments is made if, in the opinion of the management, the diminution is of a permanent nature. Current Investments are valued at lower of cost or fair value.

f) Inventories:

Raw materials Finished Goods and Work-in-progress are valued at lower of cost or net realizable value. Cost is determined on a weighted average basis. Work-in-Progress is carried at lower of cost and net realizable value. Stores & Spare parts are carried at cost, less provision for obsolescence if any.

g) Revenue Recognition:

- i. Sales are recognized at the time of transfer of title in goods. Sales value is inclusive of excise duty but exclusive of sales tax.
- ii. Services are net of service tax. Revenue from services is recognized when services are rendered and related costs are incurred.
- iii. Interest is recognized on time proportion basis.
- iv. Dividend is recognized, at the time when they are declared.

h) Foreign Currency Transaction:

- i. Foreign currency transactions are accounted at the rates prevailing on the date of transaction.
- ii. Monetary Assets and Liabilities denominated in foreign currencies are translated at the exchange rate prevailing on the Balance Sheet date. Any gains or losses arising due to exchange differences at the time of translation or settlement are accounted for in the Profit and Loss Account.

i) Employee Benefits:

- i. **Defined Contribution plan:** Retirement benefits in the Provident Fund, Family Pension Fund and Superannuation Scheme, which are defined contribution schemes, are charged to the Profit and Loss account of the year when the contributions accrue.
- ii. **Defined Benefit Plan:** The Liability for Gratuity, a defined benefit obligation, is accrued and provided for on the basis of actuarial valuation as at the Balance Sheet date.
- iii. **Other Long Term Benefits:** Long term compensated absences are provided on the basis of an actuarial valuation as at the Balance Sheet date. Actuarial gains and losses comprising of adjustment and the effects of changes in actuarial assumptions are recognized in the Profit and Loss account for the year as income or expense.

Acrow India Ltd.

Notes forming part of Balance Sheet

j) Taxation:

Provision for current tax is made after taking into consideration benefits admissible under the provisions of Income Tax Act, 1961. Deferred Tax resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the Balance Sheet date. The deferred tax asset is recognized and carried forward only to the extent there is reasonable certainty / virtual certainty as the case may be, that the asset will be realized against future taxable profits.

k) Impairment of Assets:

At each Balance Sheet date, the management reviews the carrying amount of its assets and goodwill included in each Cash generating Unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss. Recoverable amount of an asset is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value and the risks specific to the asset. Reversal of impairment loss is recognized immediately as income in the profit and loss account.

l) Operating Lease Granted:

Lease arrangements where the risk and rewards incidental to the ownership of an asset substantially vest with the lessor, are recognized as operating lease. Lease rentals under operating lease are recognized in profit and loss account on a straight-line basis.

m) Accounting for Provisions, Contingent Liabilities and Contingent Assets:

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the Notes to Accounts. Contingent assets are neither recognized nor disclosed in the financial statements.

2. Share capital

(Rs. In Lacs)

	As at 31 March, 2013	As at 31 March, 2012
(a) Authorised		
10,00,000 Equity shares of Rs. 10 each	100.00	100.00
	<u>100.00</u>	<u>100.00</u>
(b) Issued, Subscribed and fully paid up		
6,40,000 Equity shares of Rs.10 each	64.00	64.00
	<u>64.00</u>	<u>64.00</u>

Details of Shareholders holding more than 5% shares:

Name of shareholder	As at 31 March, 2013		As at 31 March, 2012	
	Number of shares held	% holding	Number of shares held	% holding
Carina Finvest Limited	316000	49.38%	316000	49.38%

There is no change in the shares outstanding at the beginning and at the end of the reporting date & immediately preceding reporting date

Terms Rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees.

The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts.

The distribution will be in proportion to the number of equity shares held by the shareholder.

Notes forming part of the financial statements

	(Rs. In Lacs)	
	As at	As at
	31 March, 2013	31 March, 2012
3 Reserves and Surplus		
(a) Capital Reserve	12.79	12.79
(b) General Reserve	657.15	657.15
(c) Surplus / (Deficit) in Statement of Profit & Loss		
Opening balance	177.44	184.15
Add: Profit / (Loss) for the year	4.18	(6.71)
Closing balance	<u>181.62</u>	<u>177.44</u>
	<u>851.56</u>	<u>847.38</u>
4 Long-term borrowings		
Unsecured		
Deferred sales tax liability (refer Note 4.1)	135.84	139.70
	<u>135.84</u>	<u>139.70</u>
4.1 Repayable in annual installments from financial year 2012-13 to financial year 2020-2021.		
5 Deferred Tax Liabilities (Net)		
Deferred Tax Liabilities		
Depreciation	115.48	119.76
Deferred Tax Assets		
Others	0.39	1.99
	<u>115.09</u>	<u>117.77</u>
6 Other long-term liabilities		
Trade / security deposits received	0.10	0.10
	<u>0.10</u>	<u>0.10</u>
7 Long-term provisions		
<u>Provision for employee benefits:</u>		
Leave Encashment	0.36	0.31
Gratuity Liability	0.27	-
	<u>0.63</u>	<u>0.31</u>

Acrow India Ltd.

Notes forming part of the financial statements

	(Rs. In Lacs)	
	As at	As at
	31 March, 2013	31 March, 2012
8 Short-term borrowings		
Secured		
Working Capital Loan from Bank (Refer Note 8.1)	14.82	-
	<u>14.82</u>	<u>-</u>

8.1 Working Capital borrowings from the banks are secured by way of hypothecation of company's current assets, both present and future, and by way of equitable mortgage of company's immovable properties.

9 Trade payables		
Payable to Micro, Small and Medium Enterprises	-	-
Payables to Others	21.58	96.28
	<u>21.58</u>	<u>96.28</u>

The details of amounts outstanding to Micro, Small and Medium Enterprises based on available information with the Company is as under:

The principal amount and the interest due thereon remaining unpaid to Suppliers

Principal	-	-
Interest due thereon	-	-
The delayed payments of principal paid beyond the appointed date during the entire accounting year	-	-
Interest actually paid under section 16 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-
Normal interest accrued during the year, for all the delayed payments, as per the agreed terms	-	-
Normal interest payable for the period of delay in making payment, as per the agreed terms	-	-
Total interest accrued during the year	-	-
Total interest accrued during the year and remaining unpaid	-	-

10 Other current liabilities

(a) Current maturities of long-term debt		
Deffered Sales Tax Liability(Refer Note No. 4.1)	18.35	7.22
(b) Unpaid dividends (Refer Note 10.1)	3.72	3.77
(c) Statutory dues	4.63	5.80
(d) Advances from customers	21.93	39.23
(e) Other Expenses	5.31	10.46
	<u>53.94</u>	<u>66.48</u>

10.1 There is no amount due and outstanding to be credited to the Investor Education and Protection Fund.

Notes forming part of the financial statements

	As at 31 March, 2013	(Rs. In Lacs) As at 31 March, 2012
11 Short-term provisions		
(a) Provision for employee benefits:		
(i) Provision for Bonus	0.04	3.53
(ii) Provision for leave encashment	0.05	0.03
(iii) Provision for Gratuity	0.57	-
	<u>0.66</u>	<u>3.56</u>
(b) Provision - Others:		
(i) Provision for warranty	1.32	1.46
	<u>1.32</u>	<u>1.46</u>
	<u>1.98</u>	<u>5.02</u>
13 Non-current investments		
<u>Investment in equity instruments</u>		
(i) Quoted		
500 (PY: 500) shares of Rs. 2/- each fully paid up in Housing Development Finance Corporation Ltd.	0.01	0.01
500 (PY: 500) shares of Rs. 2/- each fully paid up in HDFC Bank Ltd.	0.01	0.01
28,480 (PY: 28,480) shares of Rs 10/- each fully paid up in IDBI Bank Ltd.	23.14	23.14
14,400 (PY: 14,400) shares of Rs.10/- each fully paid up in Dena Bank Ltd.	4.32	4.32
	<u>27.48</u>	<u>27.48</u>
(ii) Unquoted		
1,00,000 (PY: 1,00,000) shares of Rs.10/- each fully paid up in MPR Refractories Ltd.	25.00	25.00
	<u>25.00</u>	<u>25.00</u>
Less: Provision for diminution in value of investments	17.09	17.09
	<u>35.39</u>	<u>35.39</u>
Aggregate amount of quoted investments	27.48	27.48
Aggregate market value of quoted investments	42.98	48.75
Aggregate amount of unquoted investments	25.00	25.00
14 Long-term loans and advances		
Balances with government authorities Unsecured, considered good		
VAT credit receivable	9.70	9.70
Balance with Others - Unsecured, considered good		
Security Deposits	7.70	7.84
	<u>17.40</u>	<u>17.54</u>
15 Current investments		
Unquoted		
<u>Investment in mutual funds</u>		
NIL (PY : 5,00,000) units of ICICI Pru-Interval IVQIP (Div Payout)	-	50.00
2,49,987.50 (PY : 2,49,987.50) units of Kotak Interval Plan SeriesVII (Div Payout)	25.00	25.00
9,74,136.67 (PY : Nil) units of IDFC Super Saver Income Fund	100.00	-
4,83,502.882 (PY : Nil) units of HDFC Short Term Plan	50.00	-
17,655.708 (PY : Nil) units of Franklin Templeton Mutual Fund	1.77	-
8,57,684.424 (PY : Nil) units of Birla Sunlife Dynamic Bond Fund	100.00	-
	<u>276.77</u>	<u>75.00</u>
Less: Provision for diminution in value of investments	2.19	-
	<u>274.58</u>	<u>75.00</u>
Aggregate amount of unquoted investments	276.77	75.00
Aggregate market value of unquoted investments	275.35	75.29

Notes forming part of the financial statements

12 FIXED ASSETS AS AT 31ST MARCH,2013

(Rs. in Lacs)

NET BLOCK		GROSS BLOCK (AT COST)						DEPRECIATION				NET BLOCK		
		AS AT 01.04.2012	ADDI- TIONS	DEDUC- TIONS	AS AT 31.03.2013	AS AT 1.04.2012	FOR THE YEAR	DEDUCTIONS	AS AT 31.03.2013	AS AT 31-03-2013	AS AT 31.03.2012			
	<u>Tangible</u>													
1	Leasehold Land	5.31	-	-	5.31	1.83	0.06	-	1.89	3.42	3.48			
2	Buildings	549.84	10.29	-	560.13	173.27	14.07	-	187.34	372.79	376.57			
3	Plant & Equipments	232.03	7.12	-	239.15	181.92	9.78	-	191.70	47.45	50.11			
4	Electrical Installations	22.56	-	-	22.56	17.27	0.68	-	17.95	4.61	5.29			
5	Vehicles	54.39	-	-	54.39	15.51	5.02	-	20.53	33.86	38.88			
6	Furniture , Fixtures & Office Equipments	73.15	0.72	-	73.87	62.42	3.49	-	65.91	7.96	10.73			
		937.28	18.13	-	955.41	452.22	33.10	-	485.32	470.09	485.06			
	PREVIOUS YEAR	907.09	30.56	0.37	937.28	421.09	31.34	0.21	452.22	485.06				

Notes forming part of the financial statements

	(Rs. In Lacs)	
	As at 31 March, 2013	As at 31 March, 2012
16 Inventories		
(At lower of cost and net realisable value)		
Raw materials	68.49	86.08
Work-in-progress	29.05	13.00
Finished goods	33.42	41.88
Stores and spares	4.02	4.39
	<u>134.98</u>	<u>145.35</u>
17 Trade receivables		
Unsecured, considered good		
Outstanding for a period exceeding six months	8.86	13.57
Others	1.94	2.87
	<u>10.80</u>	<u>16.44</u>
18 Cash and Bank Balance		
<u>Cash & Cash Equivalent</u>		
(a) Cash on hand	0.15	0.14
(b) In current accounts	0.58	17.69
<u>Other Bank Balance</u>		
(a) In deposit accounts	0.10	310.10
(b) In earmarked accounts		
- Unpaid dividend accounts	3.72	3.77
	<u>4.55</u>	<u>331.70</u>
19 Short-term loans and advances		
Security deposits		
Unsecured, considered good (Refer Note 19.1)	15.00	15.00
Loans and advances to employees		
Unsecured, considered good	0.17	0.24
Prepaid expenses - Unsecured, considered good	0.42	0.33
Inter-corporate deposits		
Unsecured, considered good	270.00	180.00
Balances with government authorities		
Unsecured, considered good		
CENVAT credit receivable	0.36	0.13
VAT credit receivable	-	0.02
Service Tax credit receivable	0.61	0.15
Advance Recoverable	7.70	9.40
Advance tax (net of provision tax)	10.93	16.10
	<u>305.19</u>	<u>221.37</u>
19. 1 Includes Security deposit of Rs. 15.00 Lacs (Previous Year Rs. 15.00 Lacs) given to companies in which directors are interested against lease of premises.		
20 Other current assets		
Interest accrued on deposits & loans	6.56	9.19
	<u>6.56</u>	<u>9.19</u>

Acrow India Ltd.

Notes forming part of the financial statements

	(Rs. In Lacs)	
	Year Ended 31 March, 2013	Year Ended 31 March, 2012
21 Revenue from operations		
(a) Sale of products	161.34	301.70
(b) Sale of services (Erection and commissioning)	-	1.63
(c) Other operating revenues		
Scrap Sales	-	2.74
Packing & Forwarding	2.77	9.22
	<u>164.11</u>	<u>315.29</u>
Details of Product sold		
Finished Goods Sold		
Hoppers	-	133.53
Graders	16.20	-
Elevators	-	31.41
Pumps	-	21.38
Weighing Machines	15.73	4.61
Others including Spares	129.41	110.77
	<u>161.34</u>	<u>301.70</u>
Earnings in Foreign Exchange		
F.O.B. Value of Exports	<u>-</u>	<u>4.31</u>
22 Other income		
(a) Interest income (Refer Note 22.1)	33.28	43.40
(b) Dividend income from long term investments (Refer Note 22.2)	20.20	7.17
(c) Other non-operating income (Misc. Income)	0.87	0.94
	<u>54.35</u>	<u>51.51</u>
22.1 Interest income comprises:		
Interest from banks on Deposits	9.12	24.92
Interest on Loans and Advances	21.84	18.48
Interest on Others	2.32	-
	<u>33.28</u>	<u>43.40</u>
22.2 Dividend income comprises:		
Dividend Income from Long Term Investments	0.94	1.37
Dividend Income from Current Investments	19.26	5.80
	<u>20.20</u>	<u>7.17</u>
23 Cost of materials consumed		
Opening stock	86.08	93.46
Add : Purchases	25.83	132.28
	<u>111.91</u>	<u>225.74</u>
Less : Closing stock	68.49	86.08
	<u>43.42</u>	<u>139.66</u>
Breakup of Materials Consumed		
Steel	29.01	71.44
Components & Others	14.41	68.22
	<u>43.42</u>	<u>139.66</u>
Value of Imported & Indigenous Consumption of Raw Materials		
	Year Ended 31 March, 2013	Year Ended 31 March, 2012
	Rs.	Rs.
Imported	-	-
Indigenous	43.42	139.66
	%	%
	100.00%	100.00%

	(Rs. In Lacs)	
	Year Ended 31 March, 2013	Year Ended 31 March, 2012
Notes forming part of the financial statements		
24 Changes in inventories of finished goods and work-in-progress		
<u>Inventories at the beginning of the year:</u>		
Finished goods	41.88	-
Work-in-progress	13.00	18.31
 <u>Inventories at the end of the year:</u>		
Finished goods	33.42	41.88
Work-in-progress	29.05	13.00
Net (increase) / decrease in stocks	<u>(7.59)</u>	<u>(36.57)</u>
Breakup of closing stock-Finished Goods :		
Hoppers	20.00	28.09
Others (including Spares)	<u>13.42</u>	<u>13.79</u>
	<u>33.42</u>	<u>41.88</u>
Breakup of closing stock- Work in Progress :		
Hoppers	18.90	10.00
Others (including Spares)	10.15	3.00
	<u>29.05</u>	<u>13.00</u>
25 Employees benefits expenses		
Salaries and wages	11.46	18.06
Contributions to provident and other funds	1.14	3.57
Staff welfare expenses	<u>0.98</u>	<u>0.78</u>
	<u>13.58</u>	<u>22.41</u>

EMPLOYEE BENEFITS**i) Short Term Employee Benefits.**

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, wages, short terms compensated absences, etc., and the expected cost of bonus, ex-gratia are recognised in the period in which the employee renders the related service.

ii) Long Term Employee Benefits

The disclosures as per the revised AS-15 are as under:

A. Brief description of the Plans

Gratuity : The Company has a defined benefit gratuity plan, every employee who has completed five years or more of service gets a gratuity on death or resignation or retirement at 15 days [last drawn salary] for each completed year of service. The scheme is funded with an insurance company in the form of a qualifying insurance policy.

Leave Wages: The leave wages are payable to all eligible employees at the rate of daily salary for each day of accumulated leave on death or on resignation or upon retirement on attending superannuation age.

B. Defined Contribution Plan:

Contribution to Defined Contribution Plan, recognized are charged off for the year are as under:

	Year ended March, 2013	(Rs. In Lacs) Year ended March, 2012
Employer's Contribution to Provident Fund	1.14	3.57

Acrow India Ltd.

Notes forming part of the financial statements

C. Defined Benefit Plan:

The employees' gratuity fund scheme managed by Life Insurance Corporation of India is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation for leave encashment is recognized in the same manner as gratuity.

Particulars	(Rs. In Lacs)			
	Gratuity (Funded)		Leave Encashment (Unfunded)	
	2012-2013	2011-2012	2012-2013	2011-2012
a) Reconciliation of Opening and Closing balances of Defined Benefit obligation				
Defined Benefit obligation at beginning of the year	1.04	1.21	0.34	0.12
Interest Cost	0.09	0.10	-	-
Current Service Cost	0.20	0.14	-	-
Actuarial (gain)/loss	0.76	0.22	0.07	0.22
Benefits paid	(1.09)	(0.64)	-	-
Defined Benefit obligation at year end	1.00	1.04	0.41	0.34
b) Reconciliation of Opening and Closing balances of Fair value of plan assets				
Defined Plan Assets at beginning of the year	1.04	1.54	N.A	N.A.
Expected return on the plan assets	0.09	0.13	N.A	N.A
Contributions Paid	0.15	-	N.A	N.A
Actuarial gain/(loss)	(0.03)	-	N.A	N.A
Benefits paid	(1.09)	(0.64)	N.A	N.A
Fair value of plan assets at year end	0.16	1.04	N.A	N.A
c) Reconciliation of fair value of assets and obligation				
Fair value of plan assets as at 31st March	0.16	1.04	-	-
Present value of obligation as at 31st March	(1.00)	(1.03)	0.41	0.34
Amount recognized in Balance sheet	(0.84)	0.01	0.41	0.34
d) Expenses recognized during the year				
Current Service Costs	0.20	0.14	-	-
Interest Cost	0.09	0.10	-	-
Expected return on plan assets	(0.09)	(0.13)	-	-
Actuarial (gain)/loss	0.80	0.21	0.07	0.22
Net Cost	1.00	0.32	0.07	0.22
e) Investment Details				
		% invested As at 31st March 2013		% invested As at 31st March 2012
L.I.C Group Gratuity (Cash Accumulation Policy)		100%		100%
f) Actuarial assumptions:				
		Gratuity (Funded)		Leave Encashment (Unfunded)
	2012-2013	2011-2012	2012-2013	2011-2012
Mortality Table (L.I.C.)			1994-96 (Ultimate)	
Discount rate (per annum)	8.00%	8.25%	8.00%	8.25%
Expected rate of return on plan assets (per annum)	8.70%	8.25%	NIL	NIL
Rate of escalation in salary (per annum)	5.00%	5.00%	5.00%	5.00%

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other factors including supply and demand in the employment market. The above information is certified by the actuary.

Notes forming part of the financial statements

	(Rs. In Lacs)	
	Year ended March, 2013	Year ended March, 2012
26 Finance costs		
(a) Interest expense on:		
(i) Working Capital	0.25	1.02
(b) Other borrowing costs	<u>0.91</u>	<u>0.92</u>
	<u>1.16</u>	<u>1.94</u>
27 Other Expenses		
Consumption of stores and spare parts	5.99	46.43
Power and Fuel	6.71	5.39
Rent including lease rentals	4.76	10.46
Repairs and Maintenance - Buildings	-	0.60
Repairs and Maintenance - Machinery	0.02	0.20
Repairs and Maintenance - Others	6.36	4.18
Society maintenance charges	4.29	4.29
Insurance	0.97	0.68
Rates and Taxes	6.32	2.08
Travelling and Conveyance	1.30	2.36
Printing and Stationery	0.40	0.72
Freight and Forwarding	0.05	2.59
Advertisement, Publicity & Selling Expenses	1.58	1.61
Postage & Telephone	1.17	1.53
Director Fees	0.30	0.29
General Charges	6.98	5.24
Legal and Professional Charges	19.07	10.25
Interest on Delayed Payment of Taxes	0.01	0.23
Security Charges	9.64	8.99
<u>Remuneration To Auditors</u>		
For Audit Fees	1.69	1.69
For Taxation Matters	0.56	0.56
For Other Services	0.56	0.56
Reimbursement of Expenses	-	0.03
Loss on fixed assets sold/scrapped/written off	-	0.08
Other Manufacturing Expenses	41.44	70.15
Sales Tax	14.49	0.26
Diminution in value of investments	2.19	-
Miscellaneous Expenses	<u>2.40</u>	<u>9.48</u>
	<u>139.25</u>	<u>190.93</u>

27.1 Value of Imported & Indigenous Consumption of Stores & Spares

	Rs.	%	Rs.	%
Imported	-	-	-	-
Indigenous	5.99	100.00%	46.43	100.00%

27.2 Expenditure in Foreign Currencies

Travelling Expenses	-	0.27
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Acrow India Ltd.

Notes forming part of the financial statements

28 Contingent Liability and Commitment

- a) Guarantee given by Bank on behalf of the Company – Rs. 2.76 lacs (Previous Year Rs. 12.25 lacs), against which the Company has given counter guarantee.
- b) Demands made by the Income Tax Department towards Wealth Tax – Rs.15.43 lacs (Previous Year Rs. 15.43 lacs), against which the Company has preferred appeals.
- c) Demands made by Employees State Insurance Corporation Rs. 5.08 lacs (Previous Year Rs. 5.08 lacs) against which the Company has preferred appeals.

29 The Company's business comprises entirely of manufacture and sale of engineering goods, which is confined to the territorial limits of the country, where the risks and returns are largely similar.

As such, the Company has only one business segment and only one geographical segment.

30 Related Party disclosure:

Associated companies

The Ravalgaon Sugar Farm Ltd.
Carina Finvest Ltd.
Lanica Financial Services Pvt Ltd.

Key Management Personnel :

Mr. Harshavardhan B Doshi, Chairman
Mr. Nihal H. Doshi, Director

Transaction with related Parties:

Rs. In Lacs

Transactions: (Excluding taxes)	Associate Companies	
	2012-2013	2011-2012
a) Sales & Recoveries	9.06	25.40
The Ravalgaon Sugar Farm Ltd.	9.06	25.40
b) Interest Received	21.84	18.48
The Ravalgaon Sugar Farm Ltd.	21.84	18.48
c) Receipt for Sales	13.96	17.84
The Ravalgaon Sugar Farm Ltd.	13.96	17.84
d) Purchases	0.81	2.49
The Ravalgaon Sugar Farm Ltd.	0.81	2.49
e) Payments for Services and Expenses	71.57	70.70
The Ravalgaon Sugar Farm Ltd.	56.66	60.46
Carina Finvest Limited	14.91	10.24
f) Lease Rent Paid	2.58	3.79
The Ravalgaon Sugar Farm Ltd.	0.56	0.89
Carina Finvest Limited	2.02	2.90
g) Service Charges	72.37	67.47
The Ravalgaon Sugar Farm Ltd.	58.86	60.13
Carina Finvest Limited	13.51	7.34
h) Balance in Inter Corporate Deposit Given	270.00	180.00
The Ravalgaon Sugar Farm Ltd.	270.00	180.00
i) Purchase of Fixed Assets	-	0.14
The Ravalgaon Sugar Farm Ltd.	-	0.14
j) Balance in Receivables	9.18	14.27
The Ravalgaon Sugar Farm Ltd.	9.18	14.27
k) Balance in Payables	8.68	14.28
The Ravalgaon Sugar Farm Ltd.	7.52	14.28
Carina Finvest Ltd.	1.16	-

Notes forming part of the financial statements**31 Earnings per Share:**

	31st March 2013	31st March 2012
1 Profit / (Loss) Computation for Earnings per Share of Rs.10 each. Net Profit / (Loss) as per Profit & Loss account available for Equity Share Holders. (Rs. In Lacs)	4.18	(6.73)
2 Weighted Average number of Equity Shares for Earnings per Share Computation	640,000	640,000
3 Earnings per Share (Rs.)	0.65	(1.05)

32 Pursuant to the Accounting Standard (AS29) – Provisions, Contingent Liabilities and Contingent Assets, the disclosure relating to provisions made in accounts for the year ended 31st March 2013 is as follows.

Liability for Warranties	31st March 2013	31st March 2012
Opening Balance	1.46	1.68
Additions	-	-
Utilisation	0.14	0.22
Reversals	-	-
Closing Balance	1.32	1.46

As per our report of even date.

For V. Sankar Aiyar & Co
Chartered Accountants
Firm Registration No. 109208W

Arvind Mohan
Partner
Membership No.124082
Mumbai
29-May-2013

For and on behalf of the Board of Directors

H. B. Doshi **A. S. Ashtekar**
Chairman Director

V. M. Bhat **N. K. Varma**
Director Director

Mumbai
29-May-2013

ACROW INDIA LIMITED

Regd. Office : Plot Nos. 2 & 3, At & Post Ravalgaon
Taluka Malegaon, Dist. Nasik, 423108 (Maharashtra)

ATTENDANCE SLIP

53rd ANNUAL REPORT MEETING ON FRIDAY, 27TH SEPTEMBER 2013

Member's / Proxy's Name
(In BLOCK Letters)

Folio No./DPID/Client ID No.

Shri/Smt.

am a registered shareholder / proxy for the registered shareholder of the Company.

I hereby record my presence at the 53rd ANNUAL GENERAL MEETING of the Company held at Krida Mandal Hall, Ravalgaon 423108, Taluka Malegaon, Dist. Nasik, Maharashtra on Friday, 27th September 2013 at 9.30 A.M.

Member's / Proxy's Signature

NOTE: Please fill in this attendance slip and hand it over at the ENTRANCE OF THE MEETING HALL

ACROW INDIA LIMITED

Regd Office : Plot No.: 2 & 3, At & Post Ravalgaon
Taluka Malegaon, Dist. Nasik, 423108 (Maharashtra)

FORM OF PROXY

I/We

Of in the district of

being a members of the above named Company hereby appoint

Shri / Smt.

of in the district

or failing him

of in the district of

or failing him

of in the district of

as my / our Proxy to vote for me/ us on my / our behalf at the 53rd ANNUAL GENERAL MEETING of the Company to be held on Friday, 27th September 2013 at 9.30 a.m. and at any adjournment thereof.

Signed this day of 2013.

Signature

Please affix Re. 1/- Revenue Stamp

NOTES :

- (a) The form should be signed across the stamp as per specimen signature registered with the Company
- (b) The Proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the Meeting.
- (c) A Proxy need not to be a member of the Company.

BOOK POST
(UCP)

If undelivered please return to

ACROW INDIA LIMITED

Regd Office : Plot No : 2 & 3, At & Post Ravalgaon
Taluka Malegaon, Dist. Nasik, 423108 (Maharashtra)