

*17<sup>th</sup> Annual Report*  
*2008-09*



**Shree Steel Wire Ropes Ltd.**



*Board of Directors :*

**Mr. Chandru R. Chawla**  
**Mr. Anil L. Sajnani**  
**Mr. Manoj B. Jeswani**  
**Mr. Ashish L. Sajnani**  
**Mr. Subhash S. Motwani**

*Auditor :*

**N. D. Mehta Associates**  
Balkrishna Chambers, Office No. 18, 2nd Floor,  
1/4, Issaji Street, Vadgadi, Mumbai 400 009.  
Tel.: (022) 2344 1661

*Bankers :*

**Corporation Bank**  
Chembur Branch.

*Registrar & Transfer Agent :*

**Link Intime India Pvt. Ltd.**  
C-13, Pannalal Silk Mill Compound, L. B. S.,  
Bhandup (W), Mumbai 400 078.  
Tel.: (022) 2596 3838

*Registered Office :*

Gat No. 183-184-185, K. I. D. C.,  
Village Dheku. Taluka - Khalapur, Dist - Raigad, Khopoli - 410 203  
Tel.: (02912) 263547

*Administrative Office / Share Dept. :*

2nd Floor, Shiv Ashish Commercial Complex,  
Plot No. 10, 19th Road, Chembur, Mumbai 400 071. (INDIA)  
Tel.: (022) 2527 4142 / 2529 1770  
Fax : 91-22-2527 0999



## *17th Annual Report* *2008-09*

**NOTICE IS HEREBY GIVEN THAT THE SEVENTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF SHREE STEEL WIRE ROPES LIMITED, WILL BE HELD AT 183-185, K.I.D.C., VILLAGE –DHEKU, TALUKA-KHALAPUR, DIST.RAIGAD, KHOPOLI - 410203 ON 30<sup>TH</sup> SEPTEMBER, 2009 AT 3:00 P.M. TO TRANSACT THE FOLLOWING BUSINESS:**

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Balance Sheet as at 31<sup>st</sup> March, 2009 and the Profit & Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Chandru Chawla who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Subhash S. Motwani who retires by rotation and, being eligible, offers himself for re-appointment
4. To appoint Auditors M/s. N. D. Mehta & Associates, Chartered Accountant to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and authorize the Board of Directors to fix their remuneration.

### **SPECIAL BUSINESS:**

1. To consider and if thought fit, to pass with or without modification the following resolution as a Special Resolution:  
"RESOLVED THAT pursuant to Section 198, 269, read with Schedule XIII, 309, 310 and 314 or any other applicable provisions of the Companies Act, 1956, Mr. Manoj Jeswani be and is hereby re – appointed as *Managing Director* of the Company with effect from 1<sup>st</sup> April, 2008 for a period of 3 years on such terms and conditions set out in the Agreement entered into between the Company and Mr. Manoj Jeswani, a copy of which intialed by Mr. Anil Sajanani- Director of the Company, for the purpose of identification, is placed before the meeting.
2. To consider and if thought fit, to pass with or without modification the following resolution as a Special Resolution:  
" RESOLVED THAT pursuant to Section 198, 269, read with Schedule XIII, 309, 310 and 314 or any other applicable provision of the Companies Act, 1956, Mr. Chandru Chawla be and is hereby re – appointed as *Whole-Time Director* of the Company with effect from 1<sup>st</sup> April, 2008 for a period of 3 years on such terms and conditions set out in the Agreement entered into between the Company and Mr. Chandru Chawla, a copy of which intialed by Mr. Anil Sajanani- Director of the Company, for the purpose of identification, is placed before the meeting.



NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL ONLY INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.

A proxy form duly completed and stamped, must reach the registered office of the company not less than 48 hours before the time for holding the aforesaid meeting.

2. Members/Proxies should bring the attendance slip sent herewith duly, filled in for attending the meeting. You are requested to bring the copy of Annual Report sent to you.
3. The relevant Explanatory Statement pursuant to the Section 173(2) of the Companies Act, 1956 is annexed hereto.
4. The register of members and the share transfer books of the company will remain closed from 23<sup>rd</sup> September, 2009 to 30<sup>th</sup> September, 2009 (both days inclusive) in connection with the Annual General Meeting.
5. Members seeking any information on the Accounts are requested to write to the company, which should reach the company at least one week before the meeting so as to enable the management to keep the information ready. Replies will be provided only at the meeting.
6. The Members are requested to immediately notify in their own interest the change in their Address, and to send all transfer deeds, share certificates and other correspondence relating to registration of transfers, transmission etc. to the Registrar and Share Transfer Agents i.e.

M/s. Link Intime India Private Limited (Formerly Known as Intime Spectrum Registry Limited)  
C-13, Pannalal Silk Mills Compound, 1<sup>st</sup> Floor, Bhandup (West), Mumbai-400078

**7. INFORMATION REQUIRED TO BE FURNISHED UNDER THE LISTING AGREEMENT**

As required under the Listing Agreement, the particular of the Director who is proposed to be re-appointed are furnished below:


i) Item No.2 of the Notice:

Name	:	Mr. Chandru Chawla
Age	:	62 years
Qualification	:	Under Graduate
Expertise	:	Legal, Finance & Business Administration
Date of appointment	:	16 <sup>th</sup> July, 1997.
Directorship held in other Companies (Excluding Private & Foreign Companies)	:	None
Committee Positions held in other Companies	:	None
Number of Shareholding	:	298,340

ii) Item No.3 of the Notice:

Name	:	Mr. Subhash Motwani
Age	:	39 years
Qualification	:	Under Graduate
Expertise	:	Marketing and Operations
Date of appointment	:	28 <sup>th</sup> December, 2005



 Directorship held in other Companies (Excluding Private & Foreign Companies)	:	None
Committee Positions held in other Companies	:	None
Number of Shareholding	:	Nil

## EXPLANATORY STATEMENT PURSUANT TO SECTION 173 OF THE COMPANIES ACT, 1956

### ITEM NO: 5

In terms of the recommendation of Remuneration Committee and subject to the approval of the members, the Board of Directors in its meeting held on 27th October, 2008 has re-appointed Mr. Manoj Jeswani as Managing Director of the Company for a period of Three Years w.e.f. 1<sup>st</sup> April, 2008 on such terms and conditions as set out in the Agreement entered into between the Company and Mr. Manoj Jeswani

The remuneration recommended is fair and complies with the terms and conditions specified in Part I and Section II (A) of Part II of Schedule XIII to the Companies Act, 1956.

An abstract of the terms of the appointment giving details of the remuneration payable and perquisites to be provided to Mr. Manoj Jeswani are set out below:

#### 1. PERIOD OF APPOINTMENT

The Appointment is for a period of Three Years w.e.f. 1<sup>st</sup> April, 2008.

#### 2. REMUNERATION

Mr. Manoj Jeswani will receive a remuneration of Rs.30,000/-p.m. (including Perquisites) effective from 1<sup>st</sup> April, 2008 as Managing Director of the Company and the Board of Directors has power to increase the remuneration with the consultation of remuneration committee from time to time.

He is also be eligible to the following perquisites which shall not be included in the computation of the ceiling limit of remuneration.

- A. Contribution to Provident Fund, Superannuation Fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961
- B. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service and
- C. Encashment of leave at the end of tenure.

#### 3. MINIMUM REMUNERATION

Notwithstanding anything contrary herein contained, where in any financial year during the currency of the tenure of the Managing Director, of the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites as specified in Section II (A) of Part II of Schedule XIII to the Companies Act, 1956 as may be amended from time to time.

Your Directors recommend the resolution set out in Item No. 5 of the Notice convening the meeting.

None of the Directors of the Company are concerned or interested in the resolution.

This may be treated as abstract of the terms of the appointment of Mr. Manoj Jeswani in terms of Section 302 of the Act.

### ITEM NO: 6

In terms of the recommendation of Remuneration Committee and subject to the approval of the members, the Board of Directors in its meeting held on 27th October, 2008 has re-appointed Mr. Chandru Chawla as Whole - Time Director of the Company for a period of Three Years w.e.f. 1<sup>st</sup> April, 2008 on such terms and conditions set out in the Agreement entered into



between the Company and Mr. Chandru Chawla

The remuneration recommended is fair and complies with the terms and conditions specified in Part I and Section II (A) of Part II of Schedule XIII to the Companies Act, 1956.

An abstract of the terms of the appointment giving details of the remuneration payable and perquisites to be provided to Mr. Chandru Chawla are set out below:

1. PERIOD OF APPOINTMENT

The Appointment is for a period of Three Years w.e.f. 1<sup>st</sup> April, 2008.

2. REMUNERATION

Mr. Chandru Chawla will receive a remuneration of Rs.30,000/-p.m. (including Perquisites) effective from 1<sup>st</sup> April, 2008 as the Whole - Time Director of the Company and the Board of Directors has power to increase the remuneration with the consultation of remuneration committee from time to time.

He is also be eligible to the following perquisites which shall not be included in the computation of the ceiling limit of remuneration.

- A. Contribution to Provident Fund, Superannuation Fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961
- B. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service and
- C. Encashment of leave at the end of tenure.

MINIMUM REMUNERATION

Notwithstanding anything contrary herein contained, where in any financial year during the currency of the tenure of the Whole -time Director, of the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites as specified in Section II (A) of Part II of Schedule XIII to the Companies Act, 1956 as may be amended from time to time.

Your Directors recommend the resolution set out in Item No. 6 of the Notice convening the meeting.

None of the Directors of the Company are concerned or interested in the resolution.

This may be treated as abstract of the terms of the appointment of Mr. Chandru Chawla in terms of Section 302 of the Act.

By Order of the Board of Directors

For **Shree Steel Wire Ropes Limited**

Sd/-

Mr.CHANDRU CHAWLA  
Chairman

PLACE : MUMBAI.

DATE : 30th JUNE, 2009

REGISTERED OFFICE:

183-185 , K.I.D.C., Village Dheku, Taluka – Khalapur, Khopoli – 410203, Dist.Raigad.



## Directors Report

To,  
The Members,  
Shree Steel Wire Ropes Limited

The Directors have pleasure in presenting the 17<sup>th</sup> Annual Report together with the Audited Accounts for the year ended 31<sup>st</sup> March, 2009.

### FINANCIAL RESULTS:

(Rs. In Lacs)

	31 <sup>st</sup> March, 2009	31 <sup>st</sup> March, 2008
SALES	335.45	243.75
NET PROFIT / (LOSS) BEFORE TAX	33.30	50.63
Less: APPROPRIATION ACCOUNT	2.54	-
Less: PROVISION FOR TAXATION	3.43	5.52
NET PROFIT / (LOSS) AFTER TAX	27.33	45.11
BALANCE B/F FROM EARLIER YEAR	96.20	51.09
BALANCE CARRIED TO BALANCE SHEET	123.53	96.20

### PERFORMANCE REVIEW:

During the year under review, your Company witnessed increase in the turnover, which stood at Rs.335.45 lacs as against Rs 243.75lacs in the accounting year 2007-08.

### ISO CERTIFICATION:

Your Company has already obtained ISO 9002 Certification.

### PUBLIC DEPOSITS:

The Company had accepted the deposits from the public as per Section 58A of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975.

### DEPOSITORY SYSTEM:

The Company has entered into an agreement with the National Securities Depositories Limited (NSDL) as well as the Central Depository Services (India) Limited to enable the shareholders to hold shares in a dematerialized form. The Company also offers simultaneous dematerialisation of the physical shares lodged for transfer.

### DIRECTORS:

In accordance to the provisions of the Companies Act, 1956 and the company's Articles of Association Mr. Chandru Chawla and Mr. Subhash S. Motwani, Directors of the Company retire by rotation and being eligible offer themselves for re-appointment.

### DIRECTORS' RESPONSIBILITY STATEMENT:

Your Directors give hereunder Directors Responsibility Statement pertaining to the accounts of the company

- i) that in preparation of the Annual Accounts for the year ended 31<sup>st</sup> March, 2009, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- ii) that the directors had selected such accounting policies and applied consistently and made judgments and estimates that were reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year ended 31<sup>st</sup> March, 2009 and the profit of the Company for the year under review;



- iii) that 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;
- iv) that the annual accounts for the year ended 31<sup>st</sup> March, 2009 have been prepared on a 'going concern basis'.

**AUDITORS:**

The Company's Auditors M/s. N. D. Mehta & Associates, Chartered Accountants retire on the conclusion of the forthcoming Annual General Meeting and are eligible for reappointment.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/OUTGO:**

Information in accordance with the provisions of Section 217(1) (e) of the Companies Act, 1956 (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 is given in annexure and forms part of this report.

**PARTICULARS OF EMPLOYEES:**

No employees of the Company was in receipt of remuneration during the financial year 2008-2009 in excess of the sum prescribed under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975.

**CORPORATE GOVERNANCE:**

Pursuant to Clause 49 of the listing agreements with Stock Exchanges, a Management Discussion & Analysis, Corporate Governance Report and Auditors Certificate regarding compliance of conditions of Corporate Governance are made part of the Annual Report.

**DISCLOSURE UNDER SECTION 274(1)(g):**

None of the Directors of the Company are disqualified for being appointed as Directors as specified under section 274(1) (g) of the Companies Act, 1956, as amended by the Companies (Amendment) Act, 2000.

**COMPANY SECRETARY COMPLIANCE CERTIFICATE**

The Company has obtained Compliance Certificate from Shri. Virendra G. Bhatt, a practicing Company Secretary, as under Section 383A(1) of the Companies Act, 1956, which is enclosed herewith forming part of the Director's Report.

**ACKNOWLEDGEMENT:**

Your Directors wish to thank all Shareholders, Suppliers, Customers, Banks and Employees for their co-operation and support.

For Board of Directors

Sd/-

**Mr. Chandru Chawla**  
Chairman

Place: Mumbai  
Date: 30<sup>th</sup> June'2009





## Annexure to Director's Report

PARTICULARS REQUIRED UNDER THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULE, 1988 FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2009.

### I. CONSERVATION OF ENERGY

The Company continues to take adequate measures for conservation and saving of energy.

#### FORM - A

#### A. POWER AND FUEL CONSUMPTION

PARTICULARS	2008-2009	2007-2008
<b>1. Electricity Purchased:</b>		
Unit Purchased (Lac KWH)	1.93	1.66
Total Amount (Rs. In Lac)	9.11	8.90
Average Rate/KWH (Rupees)	4.71	5.37
<b>2. LPG Consumed</b>		
Unit Purchased (Lac KWH)	-	-
Total Amount (Rs. In Lac)	-	-
Average Rate/KWH (Rupees)	-	-

#### B. CONSUMPTION PER UNIT OF PRODUCTION

PARTICULARS	2008-2009	2007-2008
1. Electricity (KWH)	0.53	0.43

#### FORM - B

### II. RESEARCH AND DEVELOPMENT AND TECHNOLOGY ABSORPTION AS PER FORM - B :

#### A. RESEARCH AND DEVELOPMENT

There is no formal Research and Development. However, the Company has developed many import substitute items for Indian Defence & Indian Air Force.

#### B. TECHNOLOGY ABSORPTION

The company has not imported or brought any technology during the period under review.

### III. FOREIGN EXCHANGE EARNINGS AND OUTGO.

PARTICULARS	2008-2009	2007-2008
<b>The Company had earned Foreign Exchange as under on (FOB Basis) :</b>		
1. On its Direct Export.	-	-
2. On its Export as Supporting Manufacturer.	-	-
<b>The Foreign Exchange outgoings as under :</b>		
1. Travelling	-	-
2. Bank Charges	-	-
3. Import of Raw Material	-	-

For and on behalf of the Board of Directors  
For **Shree Steel Wire Ropes Limited**

Sd/-

CHANDRU R. CHAWLA  
(Chairman)

PLACE : MUMBAI.  
DATE : 30<sup>th</sup> JUNE' 2009



## Compliance Certificate

(Pursuant to section 383A of the Companies Act, 1956)

Name of the Company: **SHREE STEEL WIRE ROPES LIMITED**

Registration No : 11-067466

Authorised Capital : Rs. 50,000,000/- Paid-Up Capital: - Rs.32,988,400 /-

To,  
The Members of  
SHREE STEEL WIRE ROPES LIMITED

I have examined the registers, records, books and papers of **SHREE STEEL WIRE ROPES LIMITED** as required to be maintained under the Companies Act, 1956, and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on **31st March, 2009**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that in respect of the aforesaid financial year:

1. The company has maintained statutory registers as stated in Annexure 'A' to this certificate as per the provisions and the rules made thereunder.
2. The company has filed the forms and returns as stated in Annexure 'B' to this Certificate, with the Registrar of Companies. There were no returns required to be filed to Regional Director, Central Government, Company Law Board or other authorities.
3. The Company being a Public Limited company has the prescribed paid-up capital.
4. The Board of Directors duly met **SEVEN** times respectively on 21/04/2008, 30/06/2008, 28/07/2008, 31/07/2008, 27/10/2008, 31/10/2008 and 31/01/2009 in respect of which meetings proper notices were given and the proceeding were properly recorded and signed in the minute's book maintained for the purpose.
5. The Company has closed its Register of Members from 23<sup>rd</sup> September 2008 to 30<sup>th</sup> September 2008 during the financial year.
6. The Annual General Meeting for the financial year ended 31<sup>st</sup> March, 2008 was held on 30<sup>th</sup> September, 2008 after giving due notice to the members of the Company and the resolution passed thereat were duly recorded in the minutes book maintained for the purpose.
7. No extraordinary meeting was held during the financial year.
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.
9. As per information provided, the Company has not entered into contracts falling within purview of Section 297 of the Act.
10. The Company has made necessary entries in the register maintained under section 301 of the Act.
11. There were instances falling within the purview of Section 314 of the Act, for which the company has obtained approvals from the Board and Members but no approval of Central Government was required.
12. The Company has not issued any duplicate share certificate during the financial year.
13. i) There was transfer of securities but no allotment or transmission of securities during the financial year.  
ii) The Company has not deposited any amount in a separate bank account as no dividend was declared during the financial year.  
iii) The Company has not posted warrants to any members of the company as no dividend was declared during the financial year.  
iv) The Company has duly complied with the requirement of section 217 of the Act.



14. The Board of Directors was duly constituted. There were no appointments of Directors, additional Director, Alternate Directors and directors to fill casual vacancy during the financial year.
15. The Company has re-appointed Mr. Manoj Jeswani as the Managing Director of the Company with effect from 01<sup>st</sup> April, 2008 and Mr. Chandru Chawla as the Whole Time Director of the Company with effect from 01<sup>st</sup> April, 2008. But there was no appointed of the Manager during the financial year.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central government Company Law Board, Regional Director, and /or such authorities prescribed under various provisions of the Act.
18. The directors have disclosed their interest in other firms /companies to the board of the directors to the provision of the act and the rules made thereunder.
19. The company has not issued any share, debentures or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference share or debentures during the financial year.
22. There was no transaction necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. As per information and explanation given the Company has invited and accepted deposits from the public falling within purview of section 58A during the financial year.
24. The Company has not made any borrowings during the financial year.
25. The Company has made investment with in the limits of Section 372A of Companies Act, 1956.
26. The company has not altered the provision 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 provision of the memorandum with respect to the object of the company during the year under scrutiny.
28. The company has not altered the provision 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 its articles of association during the financial year.
31. There was no prosecution initiated against or show cause notices received by the Company, during the financial year, for offences under the Act.
32. The company has not received any money as security from its employees during the financial year.
33. As per the information provided before us the Company has deposited both employees & employer's contribution to the provident fund with prescribed authorities pursuant to Section 418 of the Act.

Place: Mumbai  
Date: 21<sup>st</sup> August, 2009

Sd/-  
**Virendra G. Bhatt**  
Practising Company Secretary  
C.P. No. 124  
A.C.S. No. 1157



**ANNEXURE - A**

1. Register of members' u/s 150
2. Register of directors share holding u/s 307.
3. Register of Investments u/s 372A.
4. Register of Directors u/s 303.
5. Register of Charges u/s 143.
6. Register of Contract u/s 301.
7. Register of Deposits.
8. Minutes books for minutes of meeting of the board and shareholder.

**ANNEXURE B**

Forms and returns filed by the Company with the Registrar of Companies, during the financial year ending on 31<sup>st</sup> March 2009.

1. Annual Return u/s 159 till the date of AGM filed on 22/11/2008 bearing ROC Challan No. P26641415.
2. Balance Sheet u/s 210 for the financial year ended on 31<sup>st</sup> March 2008 filed on 01/11/2008 bearing ROC Challan No. P24829608.
3. Form 62 for Statement in Lieu of Advertisement filed on 25/10/2008 bearing ROC Challan No. A48220255.
4. Form 62 for Return of Deposits filed on 30/06/2008 bearing ROC Challan No. A40385361.
5. Form 17 for satisfaction of charge filed on 31/07/2008 bearing ROC Challan No. A42356691.
6. Form 17 for satisfaction of charge filed on 31/07/2008 bearing ROC Challan No. A42356980.
7. Form 17 for satisfaction of charge filed on 31/07/2008 bearing ROC Challan No. A42357251.
8. Form 17 for satisfaction of charge filed on 31/07/2008 bearing ROC Challan No. A42357160.
9. Form 17 for satisfaction of charge filed on 31/07/2008 bearing ROC Challan No. A42356808.
10. Form 17 for satisfaction of charge filed on 01/08/2008 bearing ROC Challan No. A42432930.
11. Form 23 for re- appointment of Mr. Manoj Jeswani as the Managing Director and Mr. Chandru Chawla as the Whole Time Director of the Company has been lately filed on 20/08/2009 bearing ROC Challan No. A67600429.
12. Form 25C for re- appointment of Mr. Manoj Jeswani as the Managing Director of the Company has been lately filed on 20/08/2009 bearing ROC Challan No. A67601732.
13. Form 25C for re- appointment of Mr. Chandru Chawla as the Whole- Time Director of the Company has been lately filed on 20/08/2009 bearing ROC Challan No. A67602235.



## Corporate Governance

### PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance is concerned with creation of long term value of shareholders while also balancing interest of other stakeholder's viz. Employees, Creditors, Government and the society at large. Corporate governance is crucial as it builds confidence and trust, which eventually leads to a more stable and sustained resources flows and long-term partnership with its investors and other stakeholders.

The Corporate Governance framework will encourage efficient use of resources and ensuring accountability for these resources. Its importance lays in the contribution it makes to the overall growth and direction of the business, management accountability and transparency and above all, equitable treatment for its stakeholders.

In Sum, Corporate Governance reinforces the concept of "Your Company" and emphasis that the chairman and Board of Directors are your fiduciaries and trustees, engaged in pushing the business forward and maximizing value for you, the shareholders.

### CORPORATE GOVERNANCE

Your Company believes in adopting practices and protecting rights and interest of stakeholders. We further believe that the shareholders have the right to know complete information on the Board of Directors and the management, their interest in the organization as well as governance practice to be followed by them.

The reporting on Corporate Governance is divided into five parts

1. Board of Directors
2. Committees of the Board
3. Disclosure
4. Means of Communication
5. Shareholder Information

#### 1. BOARD OF DIRECTORS

The Business of the Company is managed by a Board of Directors. The Board formulates the strategy, regularly reviews the performance of the Company and ensures that the previously agreed objectives are met on consistent basis. The Managing Director manages the day to day operations of the Company.

The Board of Directors has the ideal composition with more than half of the directors being non executive directors. The Non Executive Directors brings external and wider perspective confirming therewith depth business deliberations and decision advantage.

#### A. The details of the Board of Directors of the Company are given below:

Name of Directors	Designation	No. of Board Meetings attended	Directorship in Other Limited Companies and Membership as on 31.03.2009		Attendance at last AGM	
			Other Board (exclude Shree Steel Wire Ropes Ltd )	Other Board Committees (exclude Shree Steel Wire Ropes Ltd )		
				Chairman	Member	
Mr.Chandru Chawla	Executive Director	7	None	None	None	Yes
Mr.Manoj Jeswani	Executive Director	7	None	None	None	Yes
Mr.Anil Sajnani	Non Executive Independent Director	7	1	None	None	Yes
Mr.Ashish Sajnani	Non Executive Independent Director	7	1	None	None	Yes
Mr.Subhash Motwani	Non Executive Independent Director	7	None	None	None	Yes

**B. BOARD PROCEDURES**

Board Members are given appropriate documents and information in advance of each Board and Committee Meetings to enable the Board to discharge its responsibilities effectively, the Managing Director reviews the overall Company performance. The functions performed by the Board include the review of:

- Strategy and Business Plans
- Annual Operating and Capital Expenditure Budgets
- Investments and Exposures limits
- Business risk analysis and control
- Senior Executive appointment
- Compliance with statutory / regulatory requirements and review of major legal issues
- Adoption of quarterly results / annual results
- Transactions pertaining to purchase, disposal of property, major provisions and write offs.

**C. BOARD MEETINGS**

The meetings of the Board of Directors' are scheduled well in advance and the folder containing the Agenda for the meeting with detailed review of all aspects of the Company business, including performance of the Company, employee relations, details of investment, capital expenditure, etc. is circulated to all the directors. It also highlights important matters discussed at the Audit Committee, Shareholders Grievance Committee and at the Sub-committee of Directors. Seven Board meetings were held during the period. Dates on which the meetings were held were 21<sup>st</sup> April 2008, 30<sup>th</sup> June 2008, 28<sup>th</sup> July 2008, 31<sup>st</sup> July 2008, 27<sup>th</sup> October 2008, 31<sup>st</sup> October 2008, 31<sup>st</sup> January 2009.

**D. CODE OF CONDUCT**

The Board of Directors has adopted the Code of Conduct & responsibilities of the Board towards the Company in the Board Meeting as held on 31.01.2006

**2. COMMITTEES OF THE BOARD****A. AUDIT COMMITTEE**

The Audit Committee has the members with sound knowledge of Finance, Accounting and Law. The Committee deals with accounting matters, financial reporting and internal controls. The power and role of Audit Committee is as per guidelines set out in the amended listing Agreements. The Committee monitors any proposed changes in the Accounting Policy, Accounting Implications of major transactions etc. The Committee also reviews the adequacy of Internal Audit controls, formulates and monitors the Annual Audit Plan. During the Financial Year the Audit Committee met Four (4) times on dates of 30<sup>th</sup> June 2008, 31<sup>st</sup> July 2008, 31<sup>st</sup> October 2008, and 31<sup>st</sup> January 2009.

NAME OF THE MEMBERS	Designation	No. of Meetings attended
Mr. Anil Sajnani	Chairman	4
Mr. Manoj Jeswani	Member	4
Mr. Subhash Motwani	Member	4

**B. REMUNERATION COMMITTEE**

The Remuneration Committee comprises the following:

NAME OF THE MEMBERS	Designation	No. of Meetings attended
Mr. Anil Sajnani	Chairman	1
Mr. Ashish Sajnani	Member	1
Mr. Subhash Motwani	Member	1



## Remuneration Policy

NAME OF DIRECTORS	Designation	Remuneration	Appointment upto
Mr.Chandru R. Chawla	Executive Director	360,000/-	01-04-2008 to 31-03-2011
Mr.Manoj B. Jeswani	Executive Director	360,000/-	01-04-2008 to 31-03-2011

The Managerial Personnel are paid remuneration as per the Agreement entered between him and the Company. This Agreement is placed for approval before the Board and the shareholders and such other authorities as may be necessary. The remuneration structure of Directors comprises of salary, commission, perquisites and allowances, contributions to provident fund, superannuation and gratuity. The non-executive directors do not draw any remuneration from the Company.

During the Financial year One Committee meeting was held on 27<sup>TH</sup> October, 2008.

### C. SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE

The Share Transfer Committee meets on regular basis to approve transfer of shares, transmission of shares, splitting, consolidation and dematerialisation of shares. It specifically looks into redressal of shareholder and Investor complaints like transfer of shares, non receipt of Annual Report etc.

#### a.) The Constitution of Committee

NAME OF MEMBERS	Designation
Mr. Anil Sajnani	Chairman
Mr. Manoj Jeswani	Member
Mr. Subhash Motwani	Member

- b.) Name of Compliance Officer : Mr.Manoj Jeswani  
Tel.: 022-2527 4142 / Fax: 022- 2527 0999
- c.) Number of Shareholder complaints/ communication received so far : 26
- d.) Number of Complaints solved to the satisfaction of shareholders : 26
- e.) Number of pending complaints: : Nil

### GENERAL BODY MEETINGS

Location and time of General Meetings held in last 3 years

Year	AGM/EGM	Date	Time	Venue	Special Resolution
2007-08	AGM	30.09.08	3.00 P.M	185-K.I.D.C., Village-Dheku, Taluka-Khalapur, Dist.Raigad, Khopoli- 410203	None
2006-07	AGM	27.09.07	3.00 P.M	"do"	None
2005-06	AGM	30.09.06	4.30 P.M.	"do"	Reduction of Share Capital

There was no special resolution passed by the company through postal ballots at any of the above meetings. At the ensuing AGM there are no resolution proposed to be passed through postal ballot.

### 3. DISCLOSURE

- There were no materially significant related party transactions with the promoters, Directors etc that may have potentially conflict with the interests of the Company at large.
- There was no non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory Authority, on any matter relating to the Capital Markets during the last three years.



c. There were no pecuniary relationships or transactions of Non- Executive Director's vis-à-vis the Company

#### 4. MEANS OF COMMUNICATION

The Annual and Quarterly results are submitted to the Stock Exchange in accordance with the listing agreement and published in the News Papers

#### 5. SHAREHOLDER INFORMATION

##### 1. ANNUAL GENERAL MEETING

Date & Time : 30<sup>th</sup> September, 2009 at 3.00 pm  
Venue : 183-185, K.I.D.C., Village –Dheku, Taluka-Khalapur, Dist.Raigad, Khopoli-410203

2. **Book Closure** : 23<sup>rd</sup> September'2008 to 30<sup>th</sup> September'2009. (both days inclusive)

3. **Registered Office** : 183-185, K.I.D.C., Village –Dheku,  
Taluka-Khalapur, Dist.Raigad, Khopoli-410203

4. **Equity Shares listed** : The Bombay Stock Exchange Limited  
{Code: 513488}

5. **ISIN No** : INE387D01025

##### 6. Stock Price Data

The monthly high and low shares prices during the year at BSE are as under

MONTH	HIGH	LOW
APRIL, 2008	12.00	8.07
MAY, 2008	12.15	7.70
JUNE, 2008	11.50	9.67
JULY, 2008	9.19	8.08
AUGUST, 2008	8.00	6.97
SEPTEMBER, 2008	8.26	7.10
OCTOBER, 2008	8.50	7.83
NOVEMBER, 2008	9.50	9.03
DECEMBER, 2008	9.00	8.14
JANUARY, 2009	7.80	6.37
FEBRUARY, 2009	6.65	4.27
MARCH, 2009	4.26	3.85

7. **Registrar & Transfer Agents** : **LINK INTIME INDIA PVT. LTD.**  
C- 13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West),  
Mumbai – 400 078

#### 8. DISTRIBUTION OF SHAREHOLDINGS AS ON 31.03.2009

No. of Equity Shares held	Shareholders		Share Amount ( Rs.)	
	Nos.	%	Nos	%
1-500	3245	85.4172	488143	14.7409
501-1000	329	8.6602	233713	7.0576
1001-2000	123	3.2377	176360	5.3257





2001-3000	34	0.8950	81152	2.4506
3001-4000	23	0.6054	80025	2.4166
4001-5000	11	0.2895	49520	1.4954
5001-10000	19	0.5001	137624	4.1560
10001 & above	15	0.3948	2064953	62.3572
<b>Total</b>	<b>3799</b>	<b>100.00</b>	<b>3311490</b>	<b>100.00</b>

9. CATEGORY OF SHAREHOLDERS AS ON 31.03.2009

Sr.No	CATEGORY	DEMAT		PHYSICAL		TOTAL
		SHARES	HOLDERS	SHARES	HOLDERS	
1.	Corporate Bodies	490560	1	0	0	490560
2.	Other Corporate Bodies	43402	26	29400	15	72802
3.	Clearing Member	7506	8	0	0	7506
4.	Directors	376600	2	0	0	376600
5.	Foreign Company	0	0	0	0	0
6.	Market Maker	0	0	0	0	0
7.	Nationalised Banks	0	0	0	0	0
8.	Non- Nationalised Banks	0	0	0	0	0
9.	Non Resident Indians	70	1	700000	1	700070
10.	Non Resident ( Non Repatriable)	70	1	0	0	70
11.	Public	999013	1266	622099	2476	1621112
12.	Relatives of Directors	42770	2	0	0	42770
13.	HUF	0	0	0	0	0
	<b>TOTAL</b>	<b>1959991</b>	<b>1307</b>	<b>1351499</b>	<b>2492</b>	<b>3311490</b>

10. FINANCIAL RELEASES DATES FOR 2009- 10 ( Tentative and Subject to change)

QUARTER	RELEASE DATE
1 <sup>ST</sup> Quarter ending 30 <sup>th</sup> June 2009	End of July, 2009
2 <sup>nd</sup> Quarter ending 30 <sup>th</sup> September 2009	End of October, 2009
3 <sup>rd</sup> Quarter ending 31 <sup>st</sup> December 2009	End of January, 2010
4 <sup>th</sup> Quarter ending 31 <sup>st</sup> March 2010	End on April, 2010

11. DEMAT POSITION AS ON 31.03.2009

Total No. of Fully paid up shares	Shares in demat form	Percentage to Total Shares	Shares in physical form	Percentage to Total Shares
<b>3311490</b>	<b>1959991</b>	<b>59.19</b>	<b>1351499</b>	<b>40.81%</b>



## Management Review

We are pleased to report that during financial 2008-09, the Company's operations have improved compared to the previous financial year 2007-08, and the Company has made a net profit (before tax) of Rs.30.76lacs.

### Overview

The Financial Statement has been prepared in Compliance with the requirement of the Companies Act, 1956, guidelines issued by the Securities and Exchange Board of India (SEBI) and Generally Accepted Accounting Principles (GAAP) in India. Our Management accepts responsibility for the integrity and objectivity of these financial statements, as well as for various estimates and judgments used therein.

The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner the form and substance of transactions, and reasonably present our state of affairs, profits and cash flows for the year.

### Growth Review

The Company has started executing orders of the "Regulating Equipment" a new product developed last year. This has made a good contribution in the Sales of the Company.

The Management is also in process of developing further products that can be manufactured by the Company for its growth.

### Opportunities

One of our major customers is the Indian Railways and the major task with the Indian Railways today is to convert all the routes to electrified routes so that electric locos can be operated. This will result in increase in the demand for the Stainless Steel Wires Ropes and Regulating Equipments manufactured by the Company.

### Threats and Risks

As the requirements of the Indian Railways increase the Company may have to face competition from new entrants which may result in lower margins than the current level.

Moreover, due to the high volatility in the Steel industry in the recent past the raw material prices have increased without a corresponding increase in the sale prices against the various orders placed on the Company before the said volatility.

The Company faces a risk of lower margins due to these uncontrollable fluctuations.

### Cautionary Statement

Statement in the Management Discussion and Analysis describing the Company's objectives, expectations, predictions and assumptions may be 'forward looking' within the meaning of applicable Securities Laws and Regulations. Actual result may differ materially from those expressed herein. Important factors that could influence the Company's operations include global and domestic economic conditions affecting demand, supply, price conditions, change in Government's regulations, tax regimes, other statutes and other factors such as litigation and industrial relations.



## Annual Report 2008-09

### AUDITOR'S CERTIFICATE

AUDITORS' CERTIFICATE ON COMPLIANCE OF CONDITIONS OR CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT(S)

To the Members of Shree Steel Wire Ropes Limited

We have reviewed the implementation of Corporate Governance procedures by Shree Steel Wire Ropes Limited during the year ended March 31, 2009, with the relevant records and documents maintained by the company, furnished to us for our review and the report on Corporate Governance as approved by the Board of Directors.

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

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

On the basis of our review and according to the information and explanations given to us, the conditions of Corporate Governance as stipulated in Clause 49 of the listing agreement(s) with the stock exchange(s) have been complied with in all material respect by the Company and that no investor grievance(s) is / are pending for a period exceeding one month against the company as per the records maintained by the Shareholders/Investors Grievance Committee.

For **N.D MEHTA ASSOCIATES**  
CHARTERED ACCOUNTANTS

**(N.D.MEHTA)**  
PROPRIETOR

Place : Mumbai  
Date : 30<sup>th</sup> June, 2009



## Auditors' Report



TO THE MEMBER OF M/S. SHREE STEEL WIRE ROPES LTD.

- (1) We have audited the attached Balance Sheet of **M/S. SHREE STEEL WIRE ROPES LTD.** as at 31<sup>st</sup> March' 2009 and also the Profit and Loss Account for the year ended on that date annexed there to. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- (2) We conduct our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- (3) As required by the companies (Auditors Report) order, 2003, issued by the Central Government of India in terms of Sub section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement of matters specified in paragraph 4 & 5 of the said order.
- (4) Further to our comments in the Annexure referred to in paragraph 3 above, 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, the company has kept proper books of account as required by law so far as it appears from our examination of such books.
  - c. The Balance Sheet, Profit and Loss Account and the Cash Flow Statements referred to in this report are in agreement with books of account.
  - d. In our opinion, the Balance Sheet, Profit & Loss Account and the Cash Flow Statements dealt with by this report comply with the accounting standards referred to in section 211(3C) of the companies Act, 1956.
  - e. On the basis of written representations received from the directors, as on 31<sup>st</sup> March, 2009, and taken on record by the Board of Directors, we report that none of the directors are disqualified as on 31<sup>st</sup> March, 2009 from being appointed as a director in terms of clause (g) of sub section (1) of section 274 of the companies Act, 1956.
  - f. In our opinion and to the best of our information and according to the explanations given to us, the said accounts, read together with accounting policies and other notes thereon give the information required by the companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.
    - [i] In the case of the Balance Sheet, of the state of affairs of the company as at 31<sup>st</sup> March, 2009 and
    - [ii] In the case of Profit and Loss Account, of the profit for the year ended on that date.
    - [iii] In the case of the cash flow statement, of the cash flows of the company for the year ended on that date.



## Annexure to Auditors' Report

[Referred to in paragraph 3 of our report of even date]

- I)
  - (a) The company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
  - (b) As explained to us, the fixed assets have been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the company and 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.
- II) In respect of its inventories:
  - (a) As explained to us, the management at regular intervals during the year has physically verified inventories.
  - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
  - (c) The company has maintained proper records of inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.
- III) In respect of loans, secured or unsecured, granted or taken by the company to or from companies, firms or other parties covered in the register maintained under section 301 of the companies Act, 1956, according to the information and explanation given to us;
  - (a) The company has taken loan from such parties. The maximum amount involved during the year was Rs. 70,00,000/- (number of party - 1), the amount of loan taken during the year Rs. NIL (number of parties -0) and the year end balance of loan taken from such parties is Rs. NIL (number of parties -0). The company has granted loan during the year amounting to Rs. 89,00,000/- (number of party -2) & at the year end the outstanding balance of loan granted aggregated to Rs. 77,00,000/- (number of parties - 2).
  - (b) In our opinion and according to the information and explanation given to us, the rate of interest, wherever applicable and other terms and conditions are not prima facie prejudicial to the interest of the company.
  - (c) In respect of Loans given by the company, the interest receipts are regular and the principal amount is receivable on demand.
  - (d) There is no overdue amount in respect of principal and interest in the case of loan given by the company
- IV) In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purpose of inventory, fixed assets and also for the sale of goods. During the course of our audit, we have not observed any major weaknesses in internal control.
- V) In respect of transactions covered under Section 301 of the Companies Act, 1956:
  - a. According to the information and explanation given to us, the particulars of contracts or arrangements referred to in section 301 of the Act 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, in respect of the transactions made in pursuance of contracts or arrangements entered in the registers maintained under section 301 of the Act are not exceeding the value of Rs.500000/- (Rupees Five Lakhs) in respect of any party during the year.
- VI) In our opinion and according to the information and explanation given to us the company has complied with the provisions of Section 58A and 58AA of the companies Act, 1956 and the companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public.
- VII) In our opinion, the internal audit system of the company is commensurate with its size and nature of its business.
- VIII) The Company has not obtained the Cost Audit report as prescribed in Appendix - 9, Sr. No. 34, under section 209(1)(d) of the Companies Act, 1956 for the Company under audit.



IX) According to the information and explanations given to us, in respect of statutory and other dues.

- (a) The company has been regular in depositing undisputed statutory dues, including Provident Fund, Employee's State Insurance, Income Tax, Sales Tax, Custom Duty, Cess and any other statutory dues with the appropriate authorities during the year.
- (b) According to the information and explanations given to us, there are no undisputed amounts payable in respect of income tax, wealth tax, excise duty, customs duty and Cess were in arrears, as at 31.03.2009 for a period of more than six months from the date they became payable.
- (c) The disputed statutory dues aggregating to Rs.1,59,48,045/-, that have not been deposited on account of matters pending before appropriate authorities are as under.

Sr. No.	Name of the Statute	Nature of Dues	Forum where dispute is pending	Amount
1)	Income Tax Act, 1961	Income Tax(A.Y. 1999-2000)	CIT(A)- VII (Mumbai)	94,891/-
2)	DGFT - MUMBAI	Non fulfillment of export obligation under EPCG Licence	Additional Director General of Foreign Trade	1,58,53,154/-

- X) According to the information and explanations given to us, in respect of Accumulated Losses and Cash Losses.
- a. The company has not accumulated losses at the end of the financial year not exceeding the 50% of its Net Worth.
- b. There are no cash losses in the current financial year.
- XI) Based on our audit procedures and on the information and explanation given by the management, we are of the opinion that the company has not defaulted in repayment of dues to any Bank. The company has not taken any loans from financial institution and debenture holders.
- XII) The company has not granted loans and advances on the basis of security by way of pledges of shares, debentures and other securities.
- XIII) In our opinion the company is not a chit fund or a Nidhi mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the companies (Auditor Report) Order, 2003 are not applicable to the company.
- XIV) The company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the companies (Auditor's Report) order, 2003 is not applicable to the company.
- XV) The company has not given any guarantee for loans taken by others.
- XVI) In our opinion, the company has not taken any new term loans from financial institutions.
- XVII) According to the information and explanation given to us and on an overall examination of the balance sheet of the company, we report that the no funds raised on short term basis have been used for long term investment. No long term funds have been used to finance short term assets except permanent working capital.
- XVIII) According to the information and explanations given to us, 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.
- XX) The company has not issued any debentures during the year under audit.
- XX) The company has not raised any money by public issue during the year under audit.
- XXI) In our opinion and according to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the year that causes the financial statements to be materially misstated.

For M/s. N.D MEHTA ASSOCIATES CAHRTERED ACCOUNTANTS

(Shri Nagin D.Mehta)  
PROPRIETOR

Place : Mumbai  
Date : 30<sup>th</sup> June, 2009



## BALANCE SHEET AS AT 31ST MARCH, 2009

	Sch. Ref.	As at 31/03/2009		As at 31/03/2008	
		Rs.	Rs.	Rs.	Rs.
<b>SOURCES OF FUNDS :</b>					
<b>SHARE HOLDER'S FUNDS :</b>					
Share Capital	1	32,988,400		32,988,400	
Reserves & Surplus	2	<u>14,536,156</u>		<u>11,803,803</u>	
			47,524,556		44,792,203
<b>LOAN FUNDS :</b>					
Unsecured Loans	3	<u>3,300,000</u>	<u>3,300,000</u>	<u>10,500,000</u>	<u>10,500,000</u>
<b>Total</b>			<u><b>50,824,556</b></u>		<u><b>55,292,203</b></u>
<b>APPLICATION OF FUNDS :</b>					
Fixed Assets	4				
Gross block		80,890,859		77,535,883	
Less: Depreciation		<u>51,503,938</u>		<u>46,606,282</u>	
Net block		29,386,921		30,929,601	
Capital work in progress including advances.		<u>0</u>	29,386,921	<u>3,125,358</u>	34,054,959
Investments	5		18,000		18,000
<b>CURRENT ASSETS LOANS AND ADVANCES :</b>					
Inventories	6	7,416,621		5,083,006	
Sundry Debtors	7	7,684,882		13,192,738	
Cash and Bank Balances	8	2,288,136		3,581,579	
Loans & Advances	9	<u>10,141,363</u>		<u>2,590,041</u>	
		27,531,002		24,447,364	
Less: Current Liabilities & Provisions	10	<u>6,111,367</u>		<u>3,228,120</u>	
Net Current Assets			21,419,635		21,219,244
<b>Total</b>			<u><b>50,824,556</b></u>		<u><b>55,292,203</b></u>
NOTES TO ACCOUNTS	18				

AS PER OUR REPORT OF EVEN DATE ATTACHED

(Chandru R. Chawla)  
Director

(Anil L. Sajnani)  
Director

(Manoj B. Jeswani)  
Director

For **N.D.MEHTA ASSOCIATES**  
CHARTERED ACCOUNTANTS

**(N.D.MEHTA)**  
Proprietor

PLACE : MUMBAI  
DATE : 30th JUNE' 2009



## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

	Sch. Ref.	2008-09 Rs.	2007-08 Rs.
<b>INCOME</b>			
Sales / Income from operation		33,545,093	24,375,471
Labour Chagres Received (T.D.S. Rs.76,452/-) (previous year Rs.235,089/-)		3,373,971	10,374,599
Other Income	11	336,027	267,218
	A .....	<b>37,255,091</b>	<b>35,017,288</b>
<b>EXPENDITURE</b>			
Material Cost	12	17,332,087	16,990,789
Personnel Cost	13	3,199,495	2,791,789
Manufacturing Expenses	14	3,107,427	1,647,406
Excise Duty and Sales Tax	15	2,880,074	674,290
Administration and Selling Expenses	16	2,028,195	1,907,719
Financial Cost	17	480,542	1,281,810
Prior Period Expenses		0	10,043
Depreciation		4,897,656	4,650,385
	B .....	<b>33,925,476</b>	<b>29,954,231</b>
Net Profit / (Loss) before Tax	A - B	<b>3,329,615</b>	<b>5,063,057</b>
Prior period Income Tax		254,262	0
Provision for Taxation		343,000	552,000
Net Profit / (Loss) after Tax		2,732,353	4,511,057
Balance Brought Forward from Earlier Year		9,620,789	5,109,732
Balance Carried Forward		<b>12,353,142</b>	<b>9,620,789</b>
Earning per share: Basic & Diluted		<b>0.83</b>	<b>1.36</b>
NOTES TO ACCOUNTS	18		

AS PER OUR REPORT OF EVEN DATE ATTACHED

(Chandru R. Chawla)  
Director(Anil L. Sajnani)  
Director(Manoj B. Jeswani)  
DirectorFor **N.D.MEHTA ASSOCIATES**  
CHARTERED ACCOUNTANTS**(N.D.MEHTA)**  
ProprietorPLACE : MUMBAI  
DATE : 30th JUNE' 2009





**SCHEDULES '1' TO '18' ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2009 AND PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2009**

	As at 31.03.2009 Rs	As at 31.03.2008 Rs.
<b>Schedule '1'</b>		
<b>SHARE CAPITAL</b>		
<b>Authorised :</b>		
50,00,000 Equity Shares of Rs. 10/- each (Previous Year 50,00,000 Equity Shares of Rs. 10/- each)	<u>50,000,000</u>	<u>50,000,000</u>
Issued Subscribed & Paid up :		
33,11,490 Equity Shares of Rs.10/- each fully paid (Previous Year 33,11,490 Equity Shares of Rs.10/- each fully paid)	33,114,900	33,114,900
Less : Calls unpaid		
(i) By Directors	0	0
(ii) By Others	126,500	126,500
	<u>32,988,400</u>	<u>32,988,400</u>
<b>Schedule '2'</b>		
<b>RESERVES &amp; SURPLUS</b>		
General Reserve	183,014	183,014
Profit and Loss A/c	12,353,142	14,131,846
Capital Subsidy Reserve (Received From SICOM)	2,000,000	2,000,000
	<u>14,536,156</u>	<u>16,314,860</u>
<b>Schedule '3'</b>		
<b>UNSECURED LOANS</b>		
Fixed Deposits	3,300,000	3,500,000
Inter Corporate Deposit	0	7,000,000
	<u>3,300,000</u>	<u>10,500,000</u>



As at 31.03.2009 Rs

As at 31.03.2008 Rs.

**Schedule '4'**

**FIXED ASSETS**

Particulars	Gross Block				Depreciation				Net Block	
	As on 1.4.08 Rs	Add. 2008-09	Deduction 2008-09	As on 31.3.09 Rs	Bal as on 1.4.08 Rs	For the year 31.3.09	Adj. as on 31.3.09	Bal as on 31.3.09 Rs	As on 31.3.09 Rs	As on 31.3.08 Rs
1. Goodwill	2,711,460	0	0	2,711,460	0	0	0	0	2,711,460	2,711,460
2. Land	1,134,770	0	0	1,134,770	0	0	0	0	1,134,770	1,134,770
3. Building	18,610,155	0	0	18,610,155	6,094,806	621,579	0	6,716,385	11,893,770	12,515,349
4. Borewell	130,052	0	0	130,052	49,342	4,344	0	53,686	76,366	80,710
5. Plant & Machinery Laboratory Equip. Electrical Installation	51,138,666	3,272,726	0	54,411,392	37,847,434	4,033,965	0	41,881,399	12,529,993	13,291,232
6. Office Equipments	979,124	13,500	0	992,624	626,268	46,684	0	672,952	319,672	352,856
7. Furniture & Fixtures	2,309,754	0	0	2,309,754	1,719,142	146,207	0	1,865,349	444,405	590,612
8. Computers	116,950	68,750	0	185,700	116,950	7,670	0	124,620	61,080	0
9. Vehicles	404,952	0	0	404,952	152,340	37,207	0	189,547	215,405	252,612
<b>TOTAL</b>	<b>77,535,883</b>	<b>3,354,976</b>	<b>0</b>	<b>80,890,859</b>	<b>46,606,282</b>	<b>4,897,656</b>	<b>0</b>	<b>51,503,938</b>	<b>29,386,921</b>	<b>30,929,601</b>
Previous Year Total	77,563,873	11,096	0	77,574,969	41,955,897	4,650,385	0	46,606,282		
Capital work in Progress									0	3,125,358
<b>TOTAL</b>									<b>29,386,921</b>	<b>34,054,959</b>

**Schedule '5'**

**INVESTMENTS**

(Trade, Unquoted, At Cost) 1,200 (Previous year 1,200)  
Equity Shares of Rs.10/- each fully paid up of  
Development Credit Bank Ltd.

18,000

18,000

18,000

18,000

**Schedule '6'**

**INVENTORIES**

(As taken, valued and Certified by the Management)

Raw Material (at cost)

6,289,672

4,489,429

Work in Progress (at cost)

412,179

377,324

Finished Goods (at lower of Cost or Net Realisable value)

714,770

216,253

7,416,621

5,083,006

**Schedule '7'**

**SUNDRY DEBTORS**

(Unsecured, Considered good)

Outstanding for a period exceeding six months

298,260

18,877

Other Debts

7,386,622

13,173,861

7,684,882

13,192,738



As at 31.03.2009 Rs

As at 31.03.2008 Rs:

**Schedule '8'****CASH AND BANK BALANCES**

Cash on hand	403,405		494,802
Balance with Scheduled Banks :			
In Current Accounts	1,086,997		921,919
In Fixed Deposits Accounts (Lying as margin Money against B.G.) (Refer Notes on A/c No. 1 (b) )	573,545		1,886,909
Other Fixed Deposits	142,276		132,707
Interest Accrued on Fixed Deposit	81,913		145,242
	<b>2,288,136</b>		<b>3,581,579</b>

**Schedule '9'****LOANS AND ADVANCES**

(Unsecured, Considered good)

Advances recoverable in cash or in kind or for value to be received	29,382		198,191
Inter Corporate Loans including Interest accrued thereon			
Bholenath Developers Ltd. (Maximum outstanding during the year Rs.74,00,000/-)	6,264,108		0
Basant Rubber Factory Pvt. Ltd. (Maximum outstanding during the year Rs.15,00,000/-) (Refer Note on Accounts 9(B) )	1,503,523	7,767,631	0
Central Excise and Other Deposits			
Central Excise	20,538		0
Other Deposits	1,006,770	1,027,308	1,101,281
Prepaid Taxes		1,317,042	1,290,569
	<b>10,141,363</b>		<b>2,590,041</b>

**Schedule '10'****CURRENT LIABILITIES & PROVISIONS****A. CURRENT LIABILITIES**

Sundry Creditors - For Goods (Refer Note on A/c No.5 )	3,548,929		55,801
Advance from Customer	664,950		82,762
Other Liabilities	972,488		2,274,557
	<b>5,186,367</b>		<b>2,413,120</b>

**B. PROVISIONS**

Provision for Taxation	925,000		815,000
	<b>925,000</b>		<b>815,000</b>
A + B	<b>6,111,367</b>		<b>3,228,120</b>



2008-09 Rs

2007-Rs.

**Schedule '11'****OTHER INCOME**

Interest (TDS Rs.49,604/-) (previous year Rs.32,868/-)	260,417	167,993
Unclaimed Credit	0	45,000
Scrap Sales	75,610	54,225
	<u>336,027</u>	<u>267,218</u>

**Schedule '12'****A - MATERIAL COST**

Opening Stock	4,489,429	4,416,830
Add : Purchases	19,665,702	5,274,831
	<u>24,155,131</u>	<u>9,691,661</u>
Less : Closing Stock	6,289,672	4,489,429
	<u>17,865,459</u>	<u>5,202,232</u>
Add : Purchases - Premises	0	11,696,140
TOTAL - A	<u>17,865,459</u>	<u>16,898,372</u>

**B - INCREASE/(DECREASE) IN STOCKS**

Stock at commencement		
Finished Goods	216,253	685,994
Work-in-Process	377,324	0
	<u>593,577</u>	<u>685,994</u>
Less : Stock at close		
Finished Goods	714,770	216,253
Work in Process	412,179	377,324
	<u>1,126,949</u>	<u>593,577</u>
TOTAL - B	<u>(533,372)</u>	<u>92,417</u>
A + B	<u>17,332,087</u>	<u>16,990,789</u>

**Schedule '13'****PERSONNEL COST**

Salaries, Wages and Bonus to Employees	2,033,333	1,877,447
Contribution to Provident Fund and Other Funds	294,838	238,826
Employee Welfare Expenses	151,324	115,516
Directors' Remuneration	720,000	560,000
	<u>3,199,495</u>	<u>2,791,789</u>



2008-09 Rs

2007-08 Rs.

**Schedule '14'****MANUFACTURING EXPENSES**

Consumable Stores		348,254		223,150
Electricity Charges		910,860		889,978
Factory Insurance		23,964		23,252
Repairs & Maintenance				
- Machinery	146,668		63,554	
- Others	77,006		28,089	
- Building	0	223,674	209,312	300,955
Labour Charges		1,207,401		59,227
Other Manufacturing Expenses		393,274		150,844
		<b>3,107,427</b>		<b>1,647,406</b>

**Schedule '15'****SALES TAX AND EXCISE DUTY**

Sales Tax		2,006,138		674,290
Excise Duty		873,936		0
		<b>2,880,074</b>		<b>674,290</b>

**Schedule '16'****ADMINISTRATIVE AND SELLING EXPENSES****A. Administrative Expenses**

Travelling and Conveyance		178,241		194,057
Printing and Stationery		110,454		109,041
Telephone		104,955		110,146
Postage, Courier etc.		25,168		46,162
Professional Fees and Legal Fees		318,205		330,220
Office Rent		233,377		230,750
Other Office Expenses		579,059		632,511
Remuneration to Auditors (Refer Note on A/c. No. 3)		38,605		39,326
TOTAL - A		<b>1,588,064</b>		<b>1,692,213</b>

**B. Selling and Distribution Expenses**

Insurance & Freight Outward		306,813		151,232
Commission / Brokarage		0		0
Other Selling Expenses		133,318		64,274
TOTAL - B		<b>440,131</b>		<b>215,506</b>
A + B		<b>2,028,195</b>		<b>1,907,719</b>



2008-09 Rs

2007-08 Rs

**Schedule '17'****FINANCIAL COST**

Interest on Fixed Deposits	422,159	1,226,503
Bank Charges	58,383	55,307
	<u>480,542</u>	<u>1,281,810</u>

**Schedule '18'****NOTES TO ACCOUNTS****(1) SIGNIFICANT ACCOUNTING POLICIES****(a) System of Accounting :**

The Company follows accrual system of accounting for all items of revenue and costs.

**(b) Sales :**

Sales are inclusive of Central Excise & Sales Tax.

**(c) Inflation :**

Assets and liabilities are shown at historical costs and no adjustments are made for changes in purchasing power of money

**(d) Fixed Assets :**

Fixed Assets are recorded at cost of acquisition or construction. In respect of assets acquired on purchase of Business the fixed assets are recorded at the value determined by competent valuers. Goodwill is shown at excess of purchase consideration over net tangible assets valued at the time of Business purchase.

Interest on borrowed fund utilised for acquisition of Fixed Assets have been capitalised upto the date of Assets being put to use.

**(e) Depreciation :**

Depreciation on fixed assets is provided on straight line method at the rates and the manner specified in Schedule XIV to the Companies Act, 1956.

**(f) Investments :**

Long Term investments are shown at cost. Provision for diminution in the value of investments is made to recognize a decline of other than temporary in nature. Current investments are carried at the lower of cost or market value as at the balance sheet date.

**(g) Inventories :**

Inventories are valued at lower of cost or net realisable value, on the weighted average basis. The valuation of inventories has been considered net of Central Excise and Maharashtra Value Added Tax.

**(h) Revenue Recognition :**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

**(i) Foreign Currency Transactions :**

There are no Foreign Currency Transactions during the year.

**(j) Employee Retirement Benefit :**

- (a) Company's contribution to Provident fund / superannuation fund are charged to Profit & Loss Account.  
 (b) The Company has provided the gratuity liability on the basis of actuarial Valuation.  
 (c) Provision for unutilised leave due to employees is not provided.

**(k) Taxes on Income :**

Provisions for current Income Tax and Fringe Benefit Tax is made, after considering exemptions, deductions and carried forward losses available under the Income Tax Act, 1961.

Due to carried forward losses as per the Income Tax Act' 1961, the company has not made any provision for Deferred Tax Liability / Deferred Tax Asset in terms of Accounting Standard - 22, on accounting for taxes on Income.

**(l) Borrowing Cost :**

Borrowing cost attributable to the acquisition of qualifying fixed assets is capitalised as part of the cost of such assets till such assets are put to use. All other borrowing cost are charged to profit and loss account.

**(m) Contingent Liabilities :**

These are disclosed by way of notes to the Balance Sheet. Provision is made in the accounts in respect of those liabilities which are likely to materialise after the year end, till the finalisation of accounts and have material effect on the position stated in the Balance Sheet.

**(n) Amortization of Miscellaneous Expenditure :**

Preliminary and Public Issue expenses are nil.

**(o) Calls in Arrears :**

Details of number of shares against the amount of call in arrears, are not provided by the company.

**NOTES ON ACCOUNTS****1) CONTINGENT LIABILITIES NOT PROVIDED IN ACCOUNTS :**

- (a) Income Tax demand of Rs. 94,891/- for which company is in Appeal with higher Appellate Authorities. (Previous year Rs.2,44,970/-.)  
 (b) Counter guarantees to the banks in respect of guarantees given by the bankers, to the custom department for fulfilment of export obligations against EPCG Licence of the Company is Rs.21,17,100/- ( Previous year Rs. 21,17,100) and to Army H.Q. New Delhi for supply order to be executed is Rs. 120,488/- (Previous Year Rs. 120,488) and to CAFVD- Kirr for supply order to be executed is Rs. 54,125/- (Previous year Rs.Nil)  
 (c) DGFT Demand of Rs. 1,58,53,154/- for non fulfillment of export obligation under EPCG Licence (Previous Year Rs. 1,58,53,154/-)

<b>2) Remuneration to Director :</b>	<b>2008-09 (Rs.)</b>	<b>2007-08 (Rs.)</b>
Salaries	720,000	560,000
Contribution to Provident Fund	97,874	76,125
	<u><b>817,874</b></u>	<u><b>636,125</b></u>
<b>3) Remuneration to Auditors :</b>		
Audit Fees (Including tax audit fees)	66,180	67,416
Taxation matters	54,214	34,832
Certification charges	0	0
Others	0	0
	<u><b>120,394</b></u>	<u><b>102,248</b></u>



4) Expenditure in foreign currency :

0	0
<u>0</u>	<u>0</u>

5) Sundry Creditors in Schedule No. 11 to the Accounts includes Rs.9.96 lacs (Previous year Rs.Nil) due to Small Scale Industrial undertakings (Joshi Manufacturing Co. - Rs. 1.95 Lacs, Ketan Enterprises - Rs. 1.63 Lacs, Panchsheel Wires Pvt. Ltd. - Rs. 2.00 Lacs and Shubh Castings - Rs. 4.38 Lacs)

In the absence of information relating to the suppliers registered as Micor, Small and Medium Enterprises under Micor Small and Medium Enterprises (Development) Act, 2006, the Company has been able to identify such suppliers and information required under the said Act could not be complied and disclosed.

6) In the opinion of the Board of Directors Current Assets, Loans and Advances, have a value on realisation in ordinary course of the business at least equal to the amount at which they are stated in the Balance Sheet, subject to provision made against inventories.

7) The Balances in Debtors, Creditors, Loans and Advances are as per books of account and are subject to confirmation.

8) Earning per Share (EPS)	<u>2008-09 (Rs.)</u>	<u>2007-08 (Rs.)</u>
Net (Loss) / Profit for the period	3,329,615	5,063,057
(Loss) / Profit attributable to Equity Shareholder	12,353,142	9,620,789
Number of Equity Shares (weighted Avg. basis)	3,298,840	3,298,840
Basic and diluted EPS	0.83	1.36
EPS Excluding Exceptional Items	0.83	1.36
Nominal value of shares	10	10

9) Related party disclosures, as required by Accounting Standards - AS-18 Related Parties Disclosures" issued by the institute of Chartered Accounts of India are given below:

A. Related parties and their relationship.

i) **Related parties:**

Magenta Infrastructure Pvt. Ltd.	:	Mr. Manoj B. Jeswani	- Director
Suchit Developers	:	Mr. Chandru R. Chawla	- Partner
Kanishk Global Solutions Pvt. Ltd.	:	Mr. Chandru R. Chawla	- Director
Pilot Constructions Pvt. Ltd.	:	Mr. Chandru R. Chawla	- Director
Bholenath Developers Ltd.	:	Mr. Anil L. Sajnani	- Director
Soham Hospitality Pvt. Ltd.	:	Mr. Anil L. Sajnani	- Director
Basant Rubber Factory Pvt. Ltd.	:	Mr. Anil L. Sajnani	- Director

ii) **Key Management Personnel**

Mr. Chandru R. Chawla	-	Whole Time Director
Mr. Manoj B. Jeswani	-	Whole Time Director
Mr. Anil L. Sajnani	-	Whole Time Director





## B. Details of Transactions

ii) Key Management Personnel	<u>2008-09 (Rs.)</u>	<u>2007-08 (Rs.)</u>
<u>Directors Remuneration paid</u>		
(Mr. Chandru R. Chawla)	360,000	280,000
(Mr. Manoj B. Jeswani)	360,000	280,000
<u>Contribution to P.F.</u>		
(Mr. Chandru R. Chawla)	48,937	38,062
(Mr. Manoj B. Jeswani)	48,937	38,062
Office Premises Deposit Paid	500,000	500,000
Lease Rent and Society Charges	354,157	349,860
Loan Given	6,200,000	0
Interest Received (Bholenath Developers Ltd.)	64,108	0
Loan Given	1,500,000	0
Interest Received (Basant Rubber Factory Pvt. Ltd.)	3,523	0
Inter Corporate deposit Repaid	7,000,000	3,500,000
Interest Paid (Pilot Constructions Pvt. Ltd.)	42,192	876,503

## 10) Lease:

Office premises is on rental basis and risks & rewards of ownership are retained by the lessor & lessee. The Rent is charged to profit and loss account.

## 11) Segment Reporting:

The Company operates in manufacturing of steel wire ropes, steel wire rope products and building construction activity.

	<u>Segment- 2008-09</u>			<u>Segment- 2007-08</u>		
	Rs. <u>Wire Rope</u>	Rs. <u>Construction</u>	Rs. <u>Total</u>	Rs. <u>Wire Rope</u>	Rs. <u>Construction</u>	Rs. <u>Total</u>
<b><u>Revenue:</u></b>						
External Revenue	36,994,674	0	36,994,674	21,149,295	13,700,000	34,849,295
Inter Segmental Revenue	---	---	---	---	---	---
<b><u>Result:</u></b>						
Segmental Result Profit/ (Loss)	3,329,615	0	3,329,615	3,059,197	2,003,860	5,063,057
Segment Assets	55,558,645	60,236,	55,618,881	50,294,415	8,225,908	58,520,323
Segment Liabilities	56,010,923	0	56,010,923	57,954,711	565,612	58,520,323
Capital Expenditure	---	---	---	---	---	---
Depreciation	4,897,656	---	4,897,656	4,650,385	---	4,650,385
Amortisation of Expenditure	---	---	---	---	---	---



12) Information pursuant to the provisions of paragraphs 3,4C & 4D of part II of schedule-VI of the companies Act, 1956

a) Quantitative information as regards goods manufactured:

Item	Unit	Licenced Capacity		Installed Capacity		Actual Production	
		31.3.09	31.3.08	31.3.09	31.3.08	31.3.09	31.3.08
Wire Ropes & Wire Ropes Slings	Tons.	N.A.	N.A.	1800	1800	-	-
	Mtrs.					83,965	201,261
	Feet					-	-
	Kgs.					-	-
	Nos.					958	551
ATD	Nos					1,329	0

Note : Installed Capacity being of technical nature is as certified by the Management and is not verified by the auditors.

b) Opening and Closing stock of each class of goods produced & purchased.

Item	Unit	Quantity		Value (Rs.in Thousand)	
		31.3.09	31.3.08	31.3.09	31.3.08
<b>Opening Stock :</b>					
Wire Ropes & Wire Rope Slings	Mtrs	4,945	7,701	216	686
	Nos.	110	110		
	Kgs.	325	1,025		
ATD	Nos	0	0		
<b>Closing Stock :</b>					
Wire Ropes & Wire Rope Slings	Mtrs	1,564	4,945	715	216
	Nos.	Nil	110		
	Kgs.	Nil	325		
ATD	Nos	53	0		

c) Purchases and Sales of each class of finished goods :

Item	Unit	Quantity		Value (Rs.in Thousand)	
		31.3.09	31.3.08	31.3.09	31.3.08
<b>Purchases (Traded):</b>					
Wire Ropes	Mtrs	-	-	-	-
<b>Sales (Manufactured):</b>					
Wire Ropes & Wire Rope Slings	Mtrs	87,364	204,017	22,156	8,874.29
	Nos.	1,068	551	3,142	1,752.36
	Feet	-	-	0	0.00
(Kgs Covered in Mtrs)	Kgs.	325	700	0	48.82
ATD	Nos	1,276	-	8,247	0.00
Others (Construction)	Unit	-	1	0	13,700.00
<b>Sales (Traded):</b>					
Wire Ropes	Mtrs	-	-	0	0
		<b>33,545.09</b>		<b>24,375.47</b>	



## Raw Material Consumed :

Item	Unit	Quantity		Value (Rs.in Thousand)	
		31.3.09	31.3.08	31.3.09	31.3.08
Wire	Tons	82	108	8,596	4,963
Others	-	-	-	2,401	239
ATD - Material	Nos	77,867	-	6,868	0
				<b>17,865</b>	<b>5,202</b>

e) Consumption of imported and indigenous raw materials, stores, spares and components and their percentage to total consumption :

	Value (Rs.in Thousand)		Percentage	
	2008-08	2008-08	2008-09	2007-08
a) Raw Material :				
Imported	-	-	-	-
Indigenous	17,865	5,202	100	100
	<b>17,865</b>	<b>5,202</b>	<b>100</b>	<b>100</b>
b) Stores, Spares and Components :				
Imported	0	0	0	0
Indigenous	348	223	100	100
	<b>348</b>	<b>223</b>	<b>100</b>	<b>100</b>

- 13) FOB Value of Exports Realisation is Rs. NIL (Previous Year NIL)
- 14) CIF Value of Imports:  
Raw Material Rs. NIL (previous Year NIL)
- 15) Previous year's figures have been regrouped and rearranged wherever necessary.
- 16) Schedules '1' to '18' form an integral part of the Balance Sheet as at 31st March, 2009 and the Profit and Loss Account for the year ended on that date and have been duly authenticated.
- 17) Additional information as required under part IV of schedule VI to the companies Act 1956.

**1. Registration Details**

Registration No : 11-67466  
State Code : 11  
Balance Sheet Date : 31-03-2009

**2. Capital raised during the year**

Private Placement : NIL  
Public Issue : NIL  
Rights Issue : NIL  
Bonus Issue : NIL



**3. Position of Mobilisation & Deployment of funds**

(Rs.in Thousand)

Total Liabilities	50,824.56
Total Assets	50,824.56

**Sources of Funds**

Paid up Capital	32,988.40
Reserves & Surplus	14,536.16
Secured Loans	0.00
Unsecured Loans	3,300.00

**Application of Funds :**

Net Fixed Assets	29,386.92
Investments	18.00
Net Current Assets	21,419.64
Miscellaneous Expenditure	0.00
Accumulated Losses	0.00

**4. Performance of Company**

(Rs.in Thousand)

Turnover/Income From Operation	37,255.09
Total Expenditure	33,925.48
Profit before Extraordinary item & taxation	3,329.62
Profit after tax and carried forward loss	12,353.14
Earnings per share (Rs.)	0.83
Dividend Rate	0.00

**5. Generic Names of Principal Products, Services of the Company**

Item Code No : 7312.10

Product Description : WIRE ROPES, REGULATING EQUIPMENT & CONSTRUCTION ACTIVITY

Note : Classification of products/services being of technical nature is not verified by auditors.

AS PER OUR REPORT OF EVEN DATE ATTACHED

(Chandru R. Chawla)  
Director

(Anil L. Sajnani)  
Director

(Manoj B. Jeswani)  
Director

For **N.D.MEHTA ASSOCIATES**  
CHARTERED ACCOUNTANTS

**(N.D.MEHTA)**  
Proprietor

PLACE : MUMBAI  
DATE : 30th JUNE' 2009



**CASH FLOW STATEMENT - FORMAT AS PER THE CLAUSE 32 OF THE LISTING AGREEMENT  
FOR THE YEAR ENDED 31ST MARCH, 2009**

	For the year ended 31st March'09		For the year ended 31st March'08	
	(In lacs)	(In lacs)	(In lacs)	(In lacs)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net profit / (loss) before tax and extraordinary items		<b>33.30</b>		<b>50.63</b>
<b>Adjustments for:</b>				
Depreciation	48.97		46.50	
Interest Income	(2.60)		(1.68)	
Interest Paid	4.22	<b>50.59</b>	12.27	<b>57.09</b>
<b>Operating profit before working capital changes</b>		<b>83.89</b>		<b>107.72</b>
<b>Adjustments for:</b>				
Trade & Other Receivable	(43.51)		(54.91)	
Trade Payable & Other Liabilities	27.73	(15.77)	(1.17)	(56.08)
<b>Cash Generated from Operations</b>		<b>68.12</b>		<b>51.64</b>
Direct Taxes (Paid) / Refund	(5.14)	<b>(5.14)</b>	(5.26)	(5.26)
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>		<b>62.98</b>		<b>46.37</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>				
Sale / (Purchase) of Fixed Assets	(2.30)		(10.06)	
Interest Receipts	2.60	0.31	1.68	(8.38)
<b>NET CASH FLOW FROM INVESTING ACTIVITIES</b>		<b>63.29</b>		<b>37.99</b>
<b>C. CASH FLOW FROM FINANCIAL ACTIVITIES</b>				
Proceeds from borrowings	-		-	
Repayments of borrowings	(72.00)		(30.00)	
Interest Paid	(4.22)	(76.22)	(12.27)	(42.27)
<b>Net increase in cash and cash equivalents</b>		<b>(12.93)</b>		<b>(4.27)</b>
Cash and cash equivalents as at 31.03.2008		35.82		40.09
Cash and cash equivalents as at 31.03.2009		22.88		35.82
<b>Net increase/(decrease) in cash and cash equivalents</b>		<b>(12.93)</b>		<b>(4.27)</b>

AS PER OUR REPORT OF EVEN DATE ATTACHED

(Chandru R. Chawla)  
Director

(Anil L. Sajnani)  
Director

(Manoj B. Jeswani)  
Director

For **N.D.MEHTA ASSOCIATES**  
CHARTERED ACCOUNTANTS

**(N.D.MEHTA)**  
Proprietor

PLACE : MUMBAI  
DATE : 30th JUNE' 2009



## Auditor's Certificate

TO

The Board of Directors  
**Shree Steel Wire Ropes Ltd.**  
Mumbai

We have examined the attached Cash Flow Statement of Shree Steel Wire Ropes Ltd. for the year ended 31st March, 2009. The statement has been prepared by the Company in accordance with the requirement of Clause 32 of the Listing Agreement with Mumbai Stock.

For **N. D. MEHTA ASSOCIATES**  
CHARTERED ACCOUNTANTS

**(N.D.MEHTA)**  
Proprietor

PLACE : MUMBAI  
DATE : 30th JUNE' 2009



### SHREE STEEL WIRE ROPES LTD.

Registered office : Gat No. 183-184-185, K.I.D.C., Village - Dheku, Taluka - Khalapur, Dist-Raigad, Khopoli - 410 203.(MS)

### Attendance Slip

### 17th Annual General Meeting

Reg. Folio no. \_\_\_\_\_

I certify that I am registered shareholder/Proxy for the registered shareholder of the company. I hereby record my presence at the Seventeenth Annual General Meeting of the Company at Registered Office :- Gat No. 183-184-185, K.I.D.C., Village - Dheku, Taluka - Khalapur, Dist-Raigad, Khopoli - 410 203.(MS) on 30th September, 2009 at 3-00 pm.

Member's / Proxy Name

in Block Letters

Note : Please fill that attendance slip and hand it over at the ENTERANCE OF THE HALL

(Tear Here)

### SHREE STEEL WIRE ROPES LTD.

Registered office : Gat No. 183-184-185, K.I.D.C., Village - Dheku, Taluka - Khalapur, Dist-Raigad, Khopoli - 410 203.(MS)

### Form of Proxy

I/we \_\_\_\_\_

of \_\_\_\_\_ in the District of \_\_\_\_\_

being a member/members of the above-named company hereby appoint \_\_\_\_\_

\_\_\_\_\_ of \_\_\_\_\_ in the district of \_\_\_\_\_

or falling him \_\_\_\_\_ of \_\_\_\_\_ in the District of \_\_\_\_\_

\_\_\_\_\_ as my/our proxy to vote for me/us on my-behalf at the **17th Annual General Meeting** of the Company to be held on the and at any adjournment thereof.

Signed this

Signature

Reg. Folio No.

Affix  
Re.1/-  
Revenue  
Stamp

day

2009

Note : This form in order to be effective should be duly stamped, completed and signed and must be deposited at the registered of the Company, not less than 48 hours before the meeting.

Book-Post

# Shree Steel Wire Ropes Ltd.

*17th Annual Report - 2008-09*

To

*If undelivered please return to :*

**Link Intime India Pvt.Ltd.**

C-13, Pannalal Silk Mill Compound, L. B. S.,

Bhandup (W), Mumbai 400 078.

Tel.: (022) 2596 3838