



BRADY & MORRIS ENGINEERING COMPANY LIMITED

64th ANNUAL REPORT 2009-10

BRADY & MORRIS ENGG. CO. LTD.

BOARD OF DIRECTORS

MR. PAVAN G. MORARKA Chairman
MR. KAUSHIK D. SHAH
MR. GAUTAM DIVAN
MR. M. K. SHAH

CHIEF OPERATING OFFICER

S. GOWRI SHANKAR

AUDITORS

C. L. Dalal & Co.
Chartered Accountants

SOLICITORS

Hariani & Co., Mumbai

BANKERS

UNION BANK OF INDIA

REGISTERED OFFICE

"Brady House"

12/14, Veer Nariman Road,
Fort, Mumbai 400001.

Tel : 22048361-5 • Fax : 22041855

Email : bradys@mtnl.net.in

Website: <http://www.bradys.in>

WORKS

1. GIDC Industrial Estate
Vatva, Ahmedabad - 382 445
2. Bareja, Sarsa Patia Village, Dist Kheda

REGISTRAR & SHARE TRANSFER AGENTS

BIGSHARE SERVICES PVT. LTD.

E-2/3, Ansa Industrial Estate.

Sakivihar Road, Saki Naka, Andheri (E)

Mumbai - 400 072

CONTENTS	PAGE
Notice	02
Directors' Report	04
Secretarial Compliance Certificate	10
Auditors Report	13
Balance Sheet	16
Profit & Loss Account	17
Schedules A to P	18
Company Profile	34
Cash Flow Statement	36
Attendance Slip / Proxy Form	39

NOTICE

NOTICE is hereby given that 64th Annual General Meeting of the Members of **Brady & Morris Engineering Company Limited** will be held on Saturday, September 18, 2010 at 11.00 a.m. at Maharashtra Chamber of Commerce Trust, Babasaheb Dahanukar Sabhagriha, Oricon House, 6th Floor, 12, K. Dubhash Marg, Fort, Mumbai 400 001 to transact the following business :-

1. To Consider and adopt the Audited Balance Sheet as at 31st March, 2010 and the Profit & Loss Account for the year ended on that date and the Report of Directors and Auditors thereon.
2. To Declare Dividend.
3. To appoint Director in place of Mr. Kaushik D. Shah, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint Director in place of Mr. Mahendra. K. Shah who retires by rotation and being eligible offers himself for re-appointment
5. To appoint Auditors and to fix their remuneration.

For and on behalf of the Board

Sd/-
PAVAN G. MORARKA
Chairman

Registered Office:

Brady House
12-14, Veer Nariman Road,
Fort, Mumbai - 400 001.
May 31, 2010.

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
THE INSTRUMENT APPOINTING A PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY DULY COMPLETED NOT LESS THAN FORTYEIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. The Register of Members and the Share Transfer Books of the Company will remain closed from 14/09/2010 to 17/09/2010 (both days inclusive).
3. The Dividend on Equity Shares as recommended by the Board of Directors of the Company, when sanctioned at the Annual General Meeting of the Company will be paid on or after September 23, 2010 to those members whose names appear on the Register of Members of the Company as at the close of the business hours on September 17, 2010. In respect of shares held in demat mode, dividend will be paid on the basis of beneficial ownership as on September 17, 2010 as per details furnished by National Security Depository Ltd. [NSDL] and Central Depository Services [India] Ltd. [CDSL].
4. Pursuant to the provision of Section 205(A) of the Companies Act, 1956, unclaimed Dividend upto the year ended March 31, 2002 has been transferred to the credit of the General Revenue Account of the Central Government.
Members should note that unclaimed dividend for the year ended 31.03.2003 and thereafter may be claimed from the Company and those members who have not yet received or encashed their Dividend Warrants may write to the Company with relevant particulars.
Members are hereby informed that Dividends which remain unclaimed/unencashed over a period of 7 years have to be transferred by the Company to The Investors Education & Protection Fund, constituted by the Central Government under Sections 205(A) & 205(C) of the Companies Act, 1956.
Members should note that no claim can be made by the shareholders for the unclaimed Dividends which have been transferred to the credit of The Investors Education & Protection Fund of the Central Government under the amended provisions of section 205(B) of the Companies Act, 1956.

Details of unclaimed Dividend with it's due date of transfer to Investors education and protection Fund is as below:

Sr. No.	Year ended	Date of Declaration	Due date of transfer to IEPF
1.	31.03.2003	30.08.2003	29.09.2010
2.	31.03.2004	14.08.2004	13.09.2011
3.	31.03.2005	27.08.2005	26.09.2012
4.	31.03.2006	23.09.2006	22.10.2013
5.	31.03.2007	27.09.2007	26.10.2014
6.	31.03.2008	30.08.2008	29.09.2015
7.	31.03.2009	19.09.2009	18.10.2016

5. Members desirous of seeking any information concerning the Accounts of the Company are requested to address their queries in writing to the Company at least seven days before the date of the meeting so that the requested information can be made available at the time of the meeting.
 6. Members / Proxies are requested to please bring their copies of the Annual Report to the meeting since copies of the Annual Report will not be distributed at the meeting.
 7. The Company has listed its shares on The Bombay Stock Exchange Limited, Mumbai.
 8.
 - a. The Company has appointed M/s. BIGSHARE SERVICES PRIVATE LIMITED as Common Registrar & Transfer Agent of the Company for physicals well as demat mode of transfers. Members are therefore requested to send their grievances to them for early disposal at the address given below.
 - b. Members holding Shares in physical form are requested to notify immediately any change in their address with PIN CODE to the Registrar and Transfer Agent of the Company at the address given below AND in case their shares are held in demat, this information should be passed on directly to their respective Depository Participants and not to the Company.
- M/S. BIGSHARE SERVICES PRIVATE LIMITED**
 Unit : [BRADY & MORRIS ENGINEERING COMPANY LIMITED]
 E-2/3, Ansa Industrial Estate, Saki Vihar Road,
 Saki Naka, Andheri [East], MUMBAI - 400 072.
 Tel: 022 2847 0652 / 4043 0200
 Email: info@bigshareonline.com
9.
 - a. Members are informed that in order to avoid fraudulent encashment of dividend warrants they should send to the Registrar and Transfer Agent of the Company at the address given above under the signature of the Sole/First Joint holder the information relating to Name and Address of the Banker along with the Pin Code Number and Bank Account Number to print on the Dividend Warrants.
 - b. Members desirous of availing the facility of Electronic Credit of Dividend are requested to send ECS Form to the Registrar and Transfer Agent of the Company at the address given above.
 - c. Members holding shares in dematerialized form and desirous to change or correct the bank account details should send the same immediately to the concerned Depository Participant. Members are also requested to give MICR Code to the Depository Participant.
 10. All documents referred to in the Notice are open for inspection at the registered office of the Company during office hours on all working days except public holidays between 11.00 a.m. and 1.00 p.m. upto the date of the Annual General Meeting.
 11. Members/Proxies holding their Shares in Physical mode are requested to fill the enclosed attendance slip and handover the same at the entrance with signature. In the absence thereof, they may not be admitted to the meeting venue.
 12. Members who are holding shares in dematerialised form are requested to bring their Client ID and DP ID numbers for easy identification at the meeting.
 13. In all correspondence with the Company, members are requested to quote their Folio No. and in case their shares are held in demat form, they must quote their DP ID and Client ID Number.

Registered Office:
 Brady House,
 12-14, Veer Nariman Road,
 Fort, Mumbai - 400 001.
 May 31, 2010.

For and on behalf of the Board

Sd/-
PAVAN G. MORARKA
 Chairman

DIRECTORS' REPORT 2009-2010
TO THE MEMBERS OF BRADY & MORRIS ENGINEERING CO. LTD.

Your Directors are pleased to present the Sixty-fourth Annual Report and Audited Accounts for the year ended 31st March, 2010. Your Company continues to maintain its growth and the results are:

1. FINANCIAL RESULTS:

	2009-2010 (Rs.in Lacs)	2008-2009 (Rs.in Lacs)
a) Gross Sales	2861.74	2759.98
b) Operating Profit before interest and Depreciation	280.93	292.95
c) Less : Interest	124.22	100.29
d) Profit Before Depreciation	156.71	192.66
e) Less : Depreciation	103.35	75.18
f) Profit for the year before Taxation	53.36	117.48
g) Less Provision for Taxation		
(i) Current	16.25	36.00
(ii) Deferred	3.53	9.65
(iii) Fringe Benefit Tax	-	3.07
Sub - total	19.78	48.72
h) Profit after Taxation	33.58	68.76
i) Add / (Less) : Prior Year's adjustment	(0.15)	(4.79)
j) Net Profit	33.43	63.97
k) Add: Profit Brought Forward	134.42	115.94
l) Amount available for appropriations	167.85	179.91
m) Less : Appropriations -		
Proposed Dividend	33.75	33.75
Tax on Dividend	5.74	5.74
Transfer to General Reserve	2.00	6.00
Sub - total	41.49	45.49
n) Balance Profit carried to Balance Sheet	126.36	134.42

2. DIVIDEND :

Your Directors are pleased to recommend for the approval of the Shareholders Dividend @15% i.e. Rs. 1.50 per share for the year ended 31st March, 2010.

3. WORKING RESULTS :

Although, the gross sales is higher at Rs. 2861.74 lakhs as compared to Rs. 2759.98 lakhs in the previous year, the profit before tax is Rs. 53.36 lakhs as compared to Rs. 117.48 lakhs in the previous year. The results have been affected due to delay in execution of certain projects and increase in operating cost.

4. FUTURE OUTLOOK :-

The Company has taken necessary steps to increase built up area for production, add equipments and reduce costs. Further, the Company has strengthened technical and marketing team. This would result into higher productivity, better efficiency and profitability.

5. BOARD OF DIRECTORS :

In accordance with the provisions of Section 256 of the Companies Act 1956 and the Articles of Association of the Company, Mr. K. D. Shah & Mr. M. K. Shah Directors retire by rotation and being eligible offer themselves for re-appointment.

6. DIRECTORS' RESPONSIBILITY STATEMENT –

Pursuant to sub-section (2AA) of Section 217 of the Companies Act, 1956, the Board of Directors of the Company hereby state and confirm that :

- (a) In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the period;
- (c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) The Directors have prepared the annual accounts on a going concern basis.

7. PERSONNEL & PARTICULARS OF EMPLOYEES :

During the year under report, none of the employees of the Company was in receipt of remuneration in excess of the ceilings prescribed under Section 217(2A) of the Companies Act, 1956.

8. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO :

Information required in terms of Section 217 (1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988 is given in Annexure I and forms part of this Report.

9. COMPLIANCE CERTIFICATE :

Pursuant to provisions of Section 383 A of the Companies Act, 1956 and the rules made thereunder, the Company has obtained a Compliance Certificate from Practicing Company Secretary, Ms. Mansi Damania. The same is attached herewith.

10. APPOINTMENT OF AUDITORS :

M/s. C. L. Dalal & Co., Chartered Accountants, hold office till the conclusion of this Annual General Meeting. Pursuant to Section 224(1) of the Companies Act, a Certificate has been furnished by M/s. C. L. Dalal & Co. that their appointment, if made, will be in accordance with the limit specified in sub-section (1-B) of the said Section 224. The members are requested to appoint Auditors for the year from the conclusion of the ensuing Annual General Meeting till the conclusion of the subsequent Annual General Meeting and fix their remuneration.

11. INSURANCE

All the properties of the Company including Factory Building Plant & Machinery, Stocks, etc. are adequately insured.

12. ACKNOWLEDGEMENT :

The Directors wish to place on record their appreciation of the co-operation and assistance received from Bankers, Customers and Suppliers.

FOR & ON BEHALF OF THE BOARD

Sd/-
PAVAN G. MORARKA
Chairman

Mumbai : 31st May, 2010.

ANNEXURE 'A' TO THE DIRECTORS' REPORT

STATEMENT UNDER SECTION 217(1)(E) READ WITH THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2010.

A) CONSERVATION OF ENERGY :

- a) Company's operations involve low energy consumption. Wherever possible, energy conservation measures have already been implemented and there are no major areas where further energy conservation measures can be taken. However, efforts to conserve and optimise the use of energy through improved operational methods and other means will continue.
- b) Additional investments and proposals, if any, being implemented for reduction of consumption of energy : NIL
- c) Impact of measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods :
Efforts made by us to economise consumption of power had a marginal impact on cost of production.
- d) Total energy consumption per unit of production as per Form-A of the Annexure in respect of industries specified in the Schedule thereto: NOT APPLICABLE

B) TECHNOLOGY ABSORPTION :

Efforts made in Technology Absorption as per Form-B.

FORM - B

1. Research & Development (R & D)

- | | | |
|---|---|------|
| <ul style="list-style-type: none"> a) Specified areas in which R & D carried out by the Company b) Benefit derived as a result of above R & D c) Future plan of action d) Expenditure on R & D <ul style="list-style-type: none"> i. Capital ii. Recurring iii. Total iv. Total R & D Expenditure as a percentage of total turnover. | } | NONE |
|---|---|------|

2. Technology Absorption, Adaptation and innovation :

- | | | |
|--|---|------|
| <ul style="list-style-type: none"> a) Efforts in brief made towards technology Absorption, Adaptation and innovation b) Benefit derived as a result of the above efforts e.g. product improvement, cost reduction, product development, import substitution etc. | } | NONE |
|--|---|------|

3. Imported Technology :

During the last five years no technology has been imported hence this is not applicable.

- C) Foreign Exchange Earnings and Outgoings : Please refer Notes No. 17 to 19 of the Notes on Accounts.**

For & On Behalf of the Board

Sd/-
PAVAN G. MORARKA
Chairman

Mumbai : 31st May, 2010.

ANNEXURE B TO DIRECTORS' REPORT FOR THE YEAR ENDED MARCH 31, 2010**VOLUNTARY REPORT ON CORPORATE GOVERNANCE**

Corporate Governance is the system by which Companies are directed and controlled by the management in the best interest of the Shareholders and others; ensuring greater transparency and better and timely financial reporting. Corporate Governance therefore generates long term economic value for its Shareholders.

Your Company believes that the implementation of Corporate Governance principles generates public confidence in the corporate system. With this belief, your Company has initiated significant measures for compliance with Corporate Governance.

BOARD OF DIRECTORS:

The details of composition of the Board, category, attendance of Directors at Board Meetings during the financial year and last Annual General Meeting, number of other Directorships and other Committee Memberships are given below:

Name of Director	Category	Date of Appointment	No. of Board Meeting attended	Attendance at last AGM
Mr. Pavan G. Morarka	CHAIRMAN	27/02/1985	5	YES
Mr. Kaushik D. Shah	Director	19/05/1994	5	YES
Mr. M. K. Shah	Director	29/06/2007	4	YES
Mr. Gautam R. Divan	Director	28/07/2007	5	YES

During the financial year ended March 31, 2010, 5 [FIVE] Board meetings were held on 27/04/2009, 27/07/2009, 19/09/2009, 24/10/2009 and 30/01/2010.

INFORMATION SUPPLIED TO THE BOARD

The Board has complete access to all information with the Company & to any of the employee of the Company. The Board is provided with all the relevant information on the important matters affecting the working of the Company as well as the related details required deliberations by the members of the board.

Among others, this includes:

- Annual operating plans, capital budgets and updates.
- quarterly results of the Company and its operating divisions.
- minutes of meeting of audit committee and other committees.
- information on recruitment and remuneration of senior officers just below the board level.
- general notices of interests.
- Materially important show cause, demand, prosecution and penalty notices.
- Fatal or serious accidents or dangerous occurrences.
- details of any joint venture or collaboration agreement.
- sale of material nature of investments, subsidiaries, assets which is not in the normal course of business.
- foreign exchange exposure and the steps taken by the management to limit the risk of adverse exchange rate movement.
- Any materially significant effluent or pollution problem.
- Any issue which involves possible public or product liability claims of a substantial nature.
- Significant development in the human resource and industrial relations fronts.
- Legal compliances reporting system.

The Board is routinely presented with all information under the above heads whenever applicable and materially significant.

GENERAL SHAREHOLDERS INFORMATION :

ANNUAL GENERAL MEETING : 64th Annual General Meeting.
DAY & DATE : September 18, 2010.
TIME : 11.00 A. M.
VENUE : Maharashtra Chamber of Commerce Trust,
Babasaheb Dahanukar Sabhagriha,
Oricon House, 6th Floor, 12, K. Dubhash
Marg, Fort, Mumbai 400 001

DATE OF BOOK CLOSURE: 14/09/2010 to 17/09/2010 [Both days inclusive].

SHARE TRANSFER SYSTEM:

Share Transfer Requests are received at the registered office of the Company as well as directly at RTAs office. RTA does the verification and processing of documents. In order to comply with the requirement of SEBI circular Nos. SMD/POLICY/CIR-10/02 dated May 7, 2002 to effect transfer of shares within one month, the RTA has been authorised to process, approve and effect transfer of shares on behalf of the Company at fortnightly intervals. The share certificates duly endorsed for transfer are returned to shareholders within stipulated time of 30 days.

REGISTRAR & SHARE TRANSFER AGENTS :

M/S. BIGSHARE SERVICES PRIVATE LIMITED

Unit : [BRADY & MORRIS ENGINEERING COMPANY LIMITED]
E-2/3, Ansa Industrial Estate, Saki Vihar Road,
Saki Naka, Andheri [East], MUMBAI - 400 072.
Tel: 022 2847 0652 / 4043 0200
Email: info@bigshareonline.com

LISTING:

The Bombay Stock Exchange Limited, Mumbai.

STOCK CODE OF THE COMPANY:

The Bombay Stock Exchange Limited, Mumbai
Scrip Name : BRADY & MORRIS ENGINEERING COMPANY LIMITED
Scrip Code : 505690.
Electronic Mode : INE856A01017.

DEPOSITORY CONNECTIVITY: NSDL and CDSL.

ISIN NO. FOR THE COMPANY'S SECURITY : INE856A01017.

DEMATERIALISATION OF SHARES:

As on March 31, 2010, 19,88,737 Shares representing 88.39 of total Equity Shares were held in dematerialised form with NSDL and CDSL.

Members can hold shares in electronic forms and trade the same in Depository System. However, they can hold the same in physical form also.

GENERAL BODY MEETINGS:

The last three Annual General Meetings were held as under:

Financial Year ended	Date	Time	Venue
31.03.2007	27.09.2007	11.30 A.M.	Alexandra Girls English Institution 31, Hazarimal Somani Marg,
31.03.2008	30.08.2008	11.30 A.M.	Maharashtra Chamber of Commerce Trust, Oricon House, 6th Floor, 12, K. Dubhash Marg, Fort, Mumbai 400 001.
31.03.2009	19.09.2009	11.30 A.M.	-- As above --

All the matters as set out in the respective notices were passed by the Shareholders. No special resolution was required to be put through postal ballot last year.

MEANS OF COMMUNICATION:

Quarterly results are published in prominent daily newspapers.

The Company has its own website and all the vital information relating to the Company and its products are displayed on the web site. Address of the website is www.brady.in

SHAREHOLDING PATTERN AS ON MARCH 31, 2010:

Category	No. Of shares held	% of shareholding
Promoters	18,43,890	81.95
Private Bodies Corporate	1,62,776	7.23
Indian Public	2,39,998	10.67
NRI/OCBs	3,336	0.15
Total	22,50,000	100.00

DISTRIBUTION OF SHAREHOLDING AS ON 31/03/2010:

No. of Equity Shares held	No. of Shareholders	No. of Shares held	% of Equity Capital
Upto 500	1062	120,457	5.34
500-1000	59	42,943	1.91
1001-2000	23	31,098	1.38
2001-3000	09	24,132	1.07
3001-4000	02	7,750	0.34
4001-5000	02	9,450	0.42
5001-10000	01	5,490	0.24
10001 & above	05	20,08,680	89.27
Total	1163	22,50,000	100.00

COMPLIANCE OFFICER & ADDRESS FOR CORRESPONDENCE:

Mr. R. K. Sharma

BRADY & MORRIS ENGINEERING COMPANY LIMITED

12-14, Veer Nariman Road,

Fort, Mumbai - 400 001.

E-mail : bradys@mtnl.net.in

Telephone No. 22048361/2/3.

SECRETARIAL COMPLIANCE CERTIFICATE

COMPANY NO. 11-004729.

AUTHORISED SHARE CAPITAL : RS. 5,00,00,000/-.

PAID UP SHARE CAPITAL : RS. 2,25,00,000/-.

The Members,

M/s. BRADY & MORRIS ENGINEERING COMPANY LIMITED
Brady House,
12/14, Veer Nariman Road,
MUMBAI - 400 001.

I have examined the registers, records, books and papers of M/s. BRADY & MORRIS ENGINEERING COMPANY LIMITED (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the year ended on MARCH 31, 2010. 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 and its officers, I certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in ANNEXURE - 'A' to this certificate, as per the provisions and the rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as required with the Registrar of Companies or other authorities as prescribed under the Act and the rules made thereunder wherever applicable As per ANNEXURE - 'B'.
3. The Company being a Public Limited Company, Comments not required.
4. The Board of Directors duly met 5 [Five] times during the aforesaid Financial Year i.e. on 27.04.2009, 27.07.2009, 19.09.2009, 24.10.2009 and 31.01.2010 and in respect of each meeting proper notices were given and proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company closed its Register of Members during the financial year.
6. The Company held its Annual General Meeting during the year in time i.e. on 19th September, 2009 and in respect of which proper notice was given and proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the financial year.
8. The Company has not given or advanced any amount as defined in Section 295 of the Companies Act, 1956.
9. The Company has entered into contracts falling within the purview of Section 297 of the Act and necessary compliances of the Act have been made.
10. The Company has made necessary entries in the register maintained under Section 301 of the Companies Act, 1956.
11. As there were no instances falling within the purview of Section 314 of the Act, the Company has not obtained any approval from the Board of Directors, Members or Central Government.
12. The Company has not issued any duplicate share certificates during the financial year and complied with the provisions of the Law.
13. The Company has:
 - i. delivered all the certificates on allotment of Shares in accordance with the provisions of the Companies Act, 1956.
 - ii. transferred the dividend to a separate account within the stipulated period of five days
 - iii. duly complied with the requirements of Section 217 of the Act.
 - iv. other clauses are not applicable.
14. The Board of Directors of the Company is duly constituted.
15. There was no appointment of Managing Director / Whole Time Director / 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 Company Law Board, Regional Director, Registrar and / or such authorities 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 Equity Shares during the financial year.
20. The Company has not bought back any shares during the financial year.
21. The Company has not issued any preference shares/debentures and hence the question of redemption of preference shares/debentures does not arise during the financial year under review.
22. There were no transactions necessitating the Company to keep in abeyance the right of dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited / accepted any deposits including any unsecured loans falling within the purview of Section 58A during the financial year.
24. The Company has complied with the provisions of 293(1)(d) of the Act.
25. The Company has complied with the provisions of 372A of the Act.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from the 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 its Articles of Association during the year.
31. There was no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment has been imposed on 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. The Company is regular in payment of Provident Fund Dues.

Sd/-

CS MANSI DAMANIA

ACS: 22670, COP: 8120

Place: Mumbai.

Date: May 31, 2010.

ANNEXURE - 'A' TO THE SECRETARIAL COMPLIANCE CERTIFICATE

Name of the Company : M/s. BRADY & MORRIS ENGINEERING COMPANY LIMITED.

DETAILS OF REGISTERS MAINTAINED:

Sr. No.	Section Number	Name of Register
1.	108	Share Transfer Register
2.	150	Register of Members
3.	193	Minutes of all meetings of Board of Directors
4.	193(1)	Minutes of General Meetings
5.	301	Register of Contracts.
6.	303	Register of Directors.
7.	125	Register of Charges
8.	307	Register of Directors' Shareholding

ANNEXURE - 'B' TO THE SECRETARIAL COMPLIANCE CERTIFICATE

Name of the Company : M/s. BRADY & MORRIS ENGINEERING COMPANY LIMITED.

DETAILS OF FORMS FILED WITH THE REGISTRAR OF COMPANIES:

Sr. No.	Document/ Under Section	Filed on	Whether filed in time	Whether additional fee paid
1.	Annual Return. U/s. 159.	23.10.2009	Yes.	No.
2.	Balance Sheet U/s. 210.	29.09.2009	Yes.	No.
3.	Secretarial Compliance Certificate U/s. 383A.	24.09.2009	Yes.	No.
4.	Form 8 u/s. 125	16.05.2009	Yes	No
5.	Form 17 u/s. 138	12.05.2009	Yes	No
6.	Form 11NV	21.10.2009	NA	NA

Sd/-

CS MANSI DAMANIA

ACS: 22670, COP: 8120

Place: Mumbai.

Date: May 31, 2010.

AUDITORS' REPORT

To the Members of Brady & Morris Engineering Co. Ltd.

1. We have audited the attached Balance Sheet of Brady & Morris Engineering Company Limited as at March 31, 2010 and also the Profit and Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with Auditing Standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the Financial Statements. An audit 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 (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of section 227(4A) of the Companies Act, 1956, and on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanations given to us, we enclose in the annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.
4. Further to our comments in the annexure referred to 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 purposes of the audit;
 - (b) In our opinion proper books of account as required by the law, have been kept by the company so far as appears from our examination of those books;
 - (c) The Balance Sheet, Profit & Loss account and the cash flow statement dealt with by this report are in agreement with the books of account of the company;
 - (d) In our opinion the balance sheet, profit & loss account and the cash flow statement dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
 - (e) On the basis of written representations received from the directors as on March 31, 2010 and taken on record by the board of directors, we report that none of the directors is disqualified as on March 31, 2010 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 financial statements, read together with the 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 March 31, 2010;
 - (ii) In the case of the Profit and Loss Account, of the profit of the company for the year ended on that date; and
 - (iii) In the case of the Cash Flow Statement, of the Cash Flows of the Company for the year ended on that date.

For and on behalf of
C. L. DALAL & CO.
Chartered Accountants

Sd/-
R. C. JAIN
Partner
Membership No. : 5180
Firm Regn. No. : 102026W

Date : 31st May, 2010
Place : Mumbai

ANNEXURE REFERRED TO IN PARAGRAPH 3 OF THE REPORT OF THE AUDITORS

- (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 at reasonable intervals. In our opinion, the programme of verification is reasonable having regard to the size of the company and the nature of its assets. We have been informed that no material discrepancies were noticed on such verification.
- (c) During the year, the Company has not disposed off any major part of Plant & Machinery that would affect the going concern status of the Company.
- (ii) (a) As explained to us, the inventories have been physically verified during the year by the management except inventories lying with third parties which have been confirmed and stock in transit which have been subsequently received. In our opinion, the frequency of verification is reasonable.
- (b) As explained 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) On the basis of our examination of the inventory records, we are of the opinion that, the company is maintaining proper records of inventory. Discrepancies noticed on physical verification of inventory as compared to book records were not material.
- (iii) (a) The Company has not granted any loans secured or unsecured to companies, firms or other parties covered in the Register maintained under Section 301 of the Act, and therefore, the provisions of clauses (iii) (b), (iii) (c) & (iii) (d) of the Order are not applicable to the Company.
- (b) The Company has not taken any loans secured or unsecured from companies, firms, or other parties covered in the Register maintained under Section 301 of the Act, except interest bearing unsecured loan from its holding company of Rs. 237.60 lacs, and an interest-free unsecured loan of Rs. 37 Lacs from an associate private limited company, for which there is no stipulation as to repayment of principal and interest.
- (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 with regard to purchases of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.
- (v) (a) According to the information and explanations given to us, we are of the opinion that 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, and
- (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements in respect of its Holding Company during the year have been made at prices based on the policy laid down and mutually agreed upon for marketing company's products as in past based on list prices fixed from time to time. However, the reasonableness of such prices cannot be evaluated having regard to prevailing market rates at the relevant time.
- (vi) According to the information and explanations given to us, the Company has not accepted deposits from the public and hence, the directives issued by the Reserve Bank of India and the provisions of Sections 58A and 58AA or any other relevant provisions of the Act, and the rules framed thereunder, are not applicable to the Company.
- (vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- (viii) Maintenance of cost record under Section 209(1)(d) of the Companies Act, 1956 is not applicable to the Company.
- (ix) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales Tax, Wealth tax, Service tax, Custom duty, Excise duty, Cess and any other statutory dues applicable to it.
- (b) On the basis of our examination of documents and records the disputed statutory dues outstanding of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess which have not been deposited with the appropriate authorities are as follows:

Name of the Statute	Rs. In Lacs	Forum where dispute is pending
Income Tax Liability under Income Tax Act, 1961	9.73	ASSESSING OFFICER

- (x) In our opinion the Company has no accumulated losses and the Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year also.
- (xi) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to a financial institution or bank or debenture holders.
- (xii) In our opinion the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Hence, maintenance of records is not applicable.
- (xiii) In our opinion the Company is not a chit fund or nidhi mutual benefit fund/society and therefore, the provisions of clause 4(xiii) of the Order are not applicable to the Company.
- (xiv) In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other Securities and accordingly, the provisions of clause 4(xiv) of the Order are not applicable to the Company.
- (xv) According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xvi) In our opinion and according to the information and explanation furnished to us, the Term Loan raised during the year has been generally applied for the purpose for which the same was obtained.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet and cash flow statement of the Company, we report that no funds raised on short-term basis have been used for long-term investment.
- (xviii) According to the information and explanations given to us, the Company has not made any preferential allotment of shares during the year to parties and companies covered in the register maintained under Section 301 of the Act and therefore, the provisions of clause 4(xviii) of the Order are not applicable to the Company.
- (xix) According to the information and explanations given to us, the Company has not issued any debenture and therefore, the provisions of clause 4(xix) of the Order are not applicable to the Company.
- (xx) According to the information and explanations given to us, the provisions of clause 4(xx) of the Order with regard to end use of money raised on public issue are not applicable to the Company.
- (xxi) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year under review.

For and on behalf of
C. L. DALAL & CO.
Chartered Accountants

Date : 31st May, 2010
Place : Mumbai

Sd/-
R. C. JAIN
Partner
Membership No. : 5180
Firm Regn. No. : 102026W

BALANCE SHEET AS AT 31ST MARCH 2010

	Schedule	Rupees	31.03.2010 Rupees	31.03.2009 Rupees
I. SOURCES OF FUNDS				
1. SHAREHOLDERS' FUNDS				
(a) Capital	A	22,500,000		22,500,000
(b) Reserves & Surplus	B	27,156,292		27,762,178
			49,656,292	50,262,178
2. DEFERRED TAX LIABILITY (NET)			860,045	507,518
3. LOAN FUNDS				
(a) Secured Loans	C	88,156,427		74,773,438
(b) Unsecured Loans	D	29,091,450		29,081,450
			117,247,877	103,854,888
TOTAL			167,764,214	154,624,584
II. APPLICATION OF FUNDS :				
1. FIXED ASSETS				
(a) Gross Block	E	150,883,764		148,712,284
(b) Less : Depreciation		48,177,789		38,015,195
(c) Net Block		102,705,975		110,697,089
(d) Capital Work in Progress		6,085,047		1,295,944
			108,791,022	111,993,033
2. INVESTMENTS	F		628,002	628,002
3. CURRENT ASSETS, LOANS AND ADVANCES				
(a) Inventories		128,071,953		113,342,797
(b) Sundry Debtors		149,277,539		95,945,876
(c) Cash & Bank Balances		7,769,829		4,836,599
(d) Deposits		1,060,651		592,591
(e) Loans & Advances		16,549,269		24,516,543
		302,729,241		239,234,406
LESS : CURRENT LIABILITIES AND PROVISIONS	H	244,479,148		197,376,229
Net Current Assets			58,250,093	41,858,177
III MISCELLANEOUS EXPENDITURE AND LOSSES				
(Expenditure for increase in Authorised Share capital net of write off Rs.50275/- previous year Rs.50275/-)			95,097	145,372
TOTAL			167,764,214	154,624,584
NOTES FORMING PART OF ACCOUNTS		P		

The above Balance Sheet, Schedules and relevant Notes are authenticated by us

As per our attached Report of even date
For and on behalf of
C. L. DALAL & CO.
Chartered Accountants

For and on behalf of the Board

R. C. JAIN
Partner
Membership No. 5180
Firm Regn No. 102026W
Mumbai : 31st May, 2010

Pavan G. Morarka Chairman
K.D.Shah Director

Mumbai : 31st May, 2010

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2010

	Schedule	Rupees	2009 - 2010 Rupees	2008 - 2009 Rupees
INCOME				
Sales	I		264,277,975	251,121,393
Other Income	J		8,117,611	13,959,747
Increase in Stock	K		-	34,515,351
TOTAL			272,395,586	299,596,491
EXPENDITURE :				
Raw materials and Bought out				
Components Consumed	L		118,020,079	121,282,938
Decrease in Stock	K		14,485,610	-
Trading Purchase			32,703,873	74,668,558
Payments to and Provisions for Employees	M		24,554,956	22,060,394
Manufacturing and other expenses	N		54,487,688	52,239,321
Interest on cash Credit / Term Loan etc.			12,421,694	10,029,268
Depreciation/ Amortisation			10,335,308	7,518,143
Differential Expenses for increase in Authorised Share Capital written off.			50,275	50,275
TOTAL			267,059,482	287,848,897
Profit before Taxation			5,336,104	11,747,594
Less : Provision for Taxation				
Current Tax			1,625,000	3,600,000
Deferred Tax			352,527	964,692
Fringe Benefit Tax			-	307,000
Profit after Taxation			3,358,577	6,875,902
Add / (Less) : Prior Period Adjustment (Net)	O		(504,200)	(432,833)
Add : Exces Provision of Taxation w/back			488,319	(45,472)
Add : Profit Brought Forward			13,442,460	11,593,444
Amount Available for Appropriation			16,785,156	17,991,041
APPROPRIATIONS :				
Proposed Dividend			3,375,000	3,375,000
Tax on Proposed Dividend			573,581	573,581
Transferred to General Reserve			200,000	600,000
Balance Carried to Balance Sheet			12,636,574	13,442,460
Earning per share (Refer Note 9 of Schedule P)				
BASIC & DILUTED			1.49	3.06
Nominal Value per Equity share			10.00	10.00
NOTES FORMING PART OF ACCOUNTS	P			

The above Balance Sheet, Schedules and relevant Notes are authenticated by us

As per our attached Report of even date
For and on behalf of
C. L. DALAL & CO.
Chartered Accountants

For and on behalf of the Board

Pavan G. Morarka Chairman

R. C. JAIN
Partner
Membership No. 5180
Firm Regn No. 102026W
Mumbai : 31st May, 2010

K.D.Shah Director

Mumbai : 31st May, 2010

**SCHEDULES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET
AS AT 31ST MARCH, 2010 AND PROFIT AND LOSS ACCOUNT
FOR THE TEAR ENDED 31ST MARCH, 2010**

	Rupees	As at 31.03.2010 Rupees	As at 31.03.2009 Rupees
SCHEDULE 'A'			
SHARE CAPITAL			
Authorised :			
50,00,000 Shares of Rs. 10/- each		50,000,000	50,000,000
Issued & Subscribed :			
22,50,000 (Previous Year 22,50,000) Equity Shares of Rs. 10/- each fully paid up.		22,500,000	22,500,000
Of the above shares			
(i) 84,290 Equity Shares are allotted as fully paid up pursuant to contracts, without payments being received in cash.			
(ii) 15,00,000 (Previous Year 15,00,000) Equity Shares are allotted as Bonus Shares by capitalisation of Profits			
(iii) 18,15,690 (Previous Year 18,15,690) Equity shares are held by the holding company W.H.BRADY & CO. LTD.			
TOTAL		22,500,000	22,500,000
SCHEDULE 'B'			
RESERVES & SURPLUS :			
REVALUATION RESERVE :			
Balance as per last Balance Sheet		11,619,718	11,619,718
GENERAL RESERVE :			
Balance as per last Balance Sheet		2,700,000	2,100,000
Add : Set aside during the year		200,000	600,000
		2,900,000	2,700,000
Profit & Loss Account			
TOTAL		12,636,574	13,442,460
		27,156,292	27,762,178
SCHEDULE 'C'			
SECURED LOANS FROM :			
Bank :			
Cash Credit Account	63,437,517		35,797,095
Term Loan Account	24,424,917		37,556,637
		87,862,434	73,353,732
Others :			
Hypothecation of Vehicles from			
(i) Banks	293,993		1,297,465
(ii) Others	-		122,241
		293,993	1,419,706
TOTAL		88,156,427	74,773,438
SCHEDULE 'D'			
UNSECURED LOANS :			
Holding Company		23,760,000	23,760,000
Deposits from Others :			
Private Limited Company		3,700,000	3,700,000
Dealers		1,621,450	1,621,450
		53,31,450	5,321,450
TOTAL		29,091,450	29,081,450

SCHEDULE 'E'

Fixed Assets

Description	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	AS AT	ADDITIONS	DEDUCTIONS	AS AT	UP TO	FOR THE		TOTAL AS AT	AS AT	AS AT
	01/04/2009	REVALUATION		31/03/2010	31/03/2009	YEAR	DEDUCTIONS	31/03/2010	31/03/2010	31/03/2009
	RUPEES	RUPEES	RUPEES	RUPEES	RUPEES	RUPEES	RUPEES	RUPEES	RUPEES	RUPEES
Free hold land	20,625,646	-	-	20,625,646	-	-	-	-	20,625,646	20,625,646
Leasehold land	6,854,506	-	-	6,854,506	-	-	-	-	6,854,506	6,854,506
Factory Buildings	35,462,748	757,553	-	36,220,301	8,000,359	2,818,015	-	10,818,374	25,401,928	27,462,390
Office Buildings	35,841,036	-	-	35,841,036	10,681,293	1,257,987	-	11,939,280	23,901,756	25,159,743
Plant & Machinery	19,107,076	19,300	-	19,126,376	9,043,109	2,046,035	-	11,089,144	8,037,232	10,063,967
Tools & implements	1,053,734	-	-	1,053,734	886,222	23,301	-	909,523	144,211	167,512
Electric cable & installation	3,973,033	58,465	-	4,031,498	893,875	455,401	-	1,349,276	2,682,222	3,079,158
Air conditioning Equipments	2,289,321	-	-	2,289,321	158,443	296,405	-	454,848	1,834,473	2,130,878
Furniture & Fixtures	10,483,957	319,931	-	10,803,887	1,524,960	1,764,005	-	3,288,965	7,514,923	8,958,997
Office Equipments	2,540,145	288,525	-	2,828,670	589,205	316,918	-	906,123	1,922,547	1,950,940
Water Coolers	276,744	67,692	-	344,436	47,297	38,907	-	86,204	258,232	229,447
Refrigerator	13,650	13,050	-	26,700	12,007	2,034	-	14,041	12,659	1,643
Typewriters			-	-	-	-	-	-	-	-
Computers	5,344,706	983,229		6,327,935	3,994,480	665,823	-	4,660,303	1,667,632	1,350,226
Vehicles	4,769,979		336,265	4,433,714	2,145,947	642,877	172,714	2,616,109	1,817,605	2,624,033
TOTAL	148,636,282	2,507,745	336,265	150,807,762	37,977,195	10,327,708	172,714	48,132,189	102,675,573	110,659,087
Intangible Assets										
Website Development	76,002	-	-	76,002	38,000	7,600	-	45,600	30,402	38,002
TOTAL	148,712,284	2,507,745	336,265	150,883,764	38,015,195	10,335,308	172,714	48,177,789	102,705,975	110,697,089
Capital Work In Progress			-							
Plant & Machinery Under Instalation	429,694	130,102	-	559,796	-	-	-	-	559,796	429,694
Computer under Installation	866,250	241,401	-	1,107,651	-	-	-	-	1,107,651	866,250
Buildings Under Construction		4,417,600	-	4,417,600	-	-	-	-	4,417,600	-
Total Work In Progress	1,295,944	4,789,103	-	6,085,047	-	-	-	-	6,085,047	1,295,944
Grand Total	150,008,228	7,296,848	336,265	156,968,811	38,015,195	10,335,308	172,714	48,177,789	108,791,022	111,993,033
Previous Year	102,479,045	77,679,463	30,150,280	150,008,228	30,591,233	7,518,143	94,181	38,015,195	111,993,033	71,887,812

19

	Rupees	As at 31.03.2010 Rupees	As at 31.03.2009 Rupees
SCHEDULE 'F'			
INVESTMENTS (NON TRADE - LONG TERM)			
Unquoted Investments :			
(A) IN SHARES OF JOINT STOCK COMPANY (FULLY PAID UP)			
(a) Equity Shares :			
(1) 78,964 Shares of Rs. 12.50 each of Ganesh Flour Mills Company Ltd. (cost Rs.4,00,037)	1		1
(2) 20,000 Shares(Including 10000 Bonus shares) of Rs.10 each of Brady Services Pvt. Ltd.	100,000		100,000
(3) 50 shares of Rs.10 each of Brady Air Ltd. (Previously known as Brady Satlink Ltd.)	500		500
(4) 2,500 shares of Rs. 10 each of Brady Telesoft Pvt. Ltd.	25,000		25,000
(5) 50,000 shares of Rs. 10 each of Brady Futures Pvt. Ltd.	500,000		500,000
(b) Preference Shares : fully paid 520 7 % First Cummulative Preference Shares of Rs. 12.50 each of Ganesh Flour Mills Co. Ltd. (Cost Rs. 6,645)	1		1
		625,502	625,502
(B) OTHERS			
The Manekchowk Co-Op. Bank Ltd. (25 Shares of Rs. 100/- each fully paid)		2,500	2,500
TOTAL		628,002	628,002
SCHEDULE 'G'			
CURRENT ASSETS, LOANS AND ADVANCES			
CURRENT ASSETS			
(A) INVENTORIES :			
(As valued and certified by a Director)			
(1) Stores	115,382		1,246,593
(2) Loose Tools	784,317		1,000,817
		899,699	2,247,410
(3) Stock in Trade / in Transit			
Bought out Components	55,074,674		28,922,916
Raw Materials	7,720,782		3,458,676
Semi Finished Goods	63,898,509		78,384,119
Stock in Transit	478,290		329,676
		127,172,254	111,095,387
		128,071,953	113,342,797
(B) SUNDRY DEBTORS : (Unsecured, Considered good unless otherwise stated)			
1. Over six Months :	9,155,334		11,757,541
(Include due by Holding Company Rs. Nil previous year Rs. NIL)			
2. Others : (Include Rs.NIL due by Holding Company previous year Rs. NIL/-)	140,122,205		84,188,335
		149,277,539	95,945,876

	As at 31.03.2010 Rupees	As at 31.03.2009 Rupees
SCHEDULE 'G' (CONTD.)		
(C) CASH AND BANK BALANCES :		
(I) Cash on Hand	40,238	34,108
(II) Bank Balance with Scheduled Banks		
(a) Current Account (Including Dividend Account Rs.1,58,870/- Previous Year Rs.1,74,398/-)	809,951	259,837
(b) Fixed Deposits (Pledged with a bank against Guarantees)	6,919,640	4,542,654
	<u>7,729,591</u>	<u>4,802,491</u>
	7,769,829	4,836,599
(D) OTHER CURRENT ASSETS : (Unsecured, Considered good)		
Security & other Deposit	1,060,651	592,591
(E) LOANS AND ADVANCES : (Unsecured, considered good)		
(i) Advances Recoverable in cash or in kind or value to be received	9,031,917	11,564,269
(ii) Statutory Advance payments	5,837,871	-
(iii) Advance payment or Income Tax etc.	1,315,721	12,231,274
(iv) Advance payment of Fringe Benefit Tax	363,759	721,000
	<u>16,549,268</u>	<u>24,516,543</u>
TOTAL	<u>302,729,240</u>	<u>239,234,406</u>
SCHEDULE 'H'		
CURRENT LIABILITIES AND PROVISIONS :		
(A) CURRENT LIABILITIES :		
(i) Sundry Creditors (including interest payable Rs.170,022/- previous year Rs. 50,072/-)	170,604,581	124,554,769
(ii) Advances received (including Rs.5,03,88,902/-from Holding Co. Previous year Rs.3,54,44,253/-)	67,426,964	54,402,230
(iii) Unclaimed Dividends	158,870	174,398
	<u>238,190,415</u>	<u>179,131,397</u>
(B) PROVISIONS :		
(i) Provision for Accrued Privilege Leave	408,152	307,279
(ii) Provision for Taxation	1,625,000	13,241,972
(iii) Provision for Fringe Benefit Tax	307,000	747,000
(iv) Proposed Dividend	337,500	3,375,000
(v) Tax on Proposed Dividend	573,581	573,581
	<u>6,288,733</u>	<u>18,244,832</u>
TOTAL	<u>244,479,148</u>	<u>197,376,229</u>

	Rupees	2009 - 2010 Rupees	2008 - 2009 Rupees
SCHEDULE 'I'			
SALES :			
Manufacturing Sales	252,461,194		199,793,010
Less : Excise Duty	(21,895,749)		(24,877,481)
		230,565,445	174,915,529
Trading Sales		33,712,530	76,205,864
TOTAL		264,277,975	251,121,393
SCHEDULE 'J'			
OTHER INCOME			
Interest Received (Gross)			
Tax Deducted at Source Rs.62,326/- (Previous Year Rs.63,275/-)			
a) on Bank F.D.	407,553		307,157
b) on Others	13,103		2,744
		420,656	309,901
Dividend Income		70,000	70,000
Commission Received (Gross) Tax Deducted Rs.69,000/- Previous year Rs.5,76,211/-)		2,675,430	6,614,485
Service & Maintenance Charges (Gross) (Tax Deducted at Source Rs.241,625/- Previous Year Rs.367,908/-)		1,500,000	1,500,000
Late Delivery Charges Recovered		101,464	-
Sundry Balances written back		1,420,228	125,906
Service Income(Gross)(TDS Rs.23176/- Previous Year Rs.NIL)		1,597,987	2,011,350
Misc.Income (Including sale of Scrap Rs.1,33,671/- Previous Year Rs.164328)		331,846	3,328,105
TOTAL		8,117,611	13,959,747
SCHEDULE 'K'			
INCREASE / (DECREASE) IN STOCKS			
Opening Stock as on 01.04.2009			
(1) Finished Goods	-		-
(2) Semi Finished Goods	78,384,119		43,868,768
(3) Scrap	-		-
		78,384,119	43,868,768
Less : Closing Stock as on 31.03.2010			
(1) Finished Goods	-		-
(2) Semi Finished Goods	63,898,509		-
(3) Scrap	-		-
		63,898,509	78,384,119
TOTAL		(14,485,610)	34,515,351

	Rupees	2009 - 2010 Rupees	2008 - 2009 Rupees
SCHEDULE 'L'			
CONSUMPTION OF RAW MATERIALS AND BOUGHT OUT COMPONENTS			
Opening Stock as on 01.04.2009			
(I) Raw Materials	3,458,676		2,528,806
(II) Bought out Components	28,922,916		16,074,038
		32,381,592	18,602,844
Add : Purchases during the year inclusive of incidental expenses			
(I) Raw Materials	42,708,106		28,845,713
(II) Bought out Components	106,204,125		106,215,973
		148,912,231	135,061,686
		181,293,824	153,664,530
Less : Closing Stock as on 31.03.2010			
(I) Raw Materials	7,720,782		3,458,676
(II) Bought out Components	55,074,674		28,922,916
(III) Stock in Transit	478,290		-
		63,273,745	32,381,592
TOTAL		118,020,079	121,282,938
SCHEDULE 'M'			
PAYMENTS TO AND PROVISIONS FOR EMPLOYEES			
(I) Salaries, Wages, Bonus, Allowances Etc.		22,017,687	19,887,890
(II) Contribution to Provident and other Funds / Schemes (Includes contribution to Approved Gratuity Fund Rs. 134420/- Previous year Rs.201456/-)		1,529,849	1,632,233
(III) Workmen & Staff Welfare Expenses		1,007,421	540,271
TOTAL		24,554,956	22,060,394

	Rupees	2009 - 2010 Rupees	2008 - 2009 Rupees
SCHEDULE 'N'			
MANUFACTURING AND OTHER EXPENSES			
Stores / Loose Tools consumed		14,931,052	12,367,766
Sub Contractors' Charges		13,215,584	9,891,131
Power & Fuel (Net of recovery)		1,978,130	1,356,425
Repairs to Building		256,912	183,991
Repairs to Machinery		415,002	457,650
Other Repairs		14,282	375,661
Rent (includes Rs.396000/- to Holding Co. Previous year Rs.396000)		1,401,402	1,383,519
Reimbursement of Administration and other Expenses to Holding Co.		-	1,699,680
Rates & Taxes (Net of recovery)		440,966	77,781
Bad Debts & other irrecoverable amounts written off net		41,667	158,426
Insurance		228,716	278,201
Commission / Discount (Including NIL to Holding Co. Previous Year Rs.739077-)		1,810,979	4,011,559
Directors' Fees		147,500	112,000
Directors' Travelling Expenses		103,986	942,925
Travelling Exp. - Others		2,233,127	2,007,188
Legal & Professional Charges		1,428,793	1,863,916
Auditors' Remuneration			
A) Audit Fees	50,000		50,000
B) For other Services	33,000		9,000
		83,000	59,000
Bank Charges		1,544,198	1,996,365
Miscellaneous Expenses (Net of Recovery) (Including Rs. 29234/- for Auditors Travelling Expenses Previous Year Rs.44324/-)		14,183,456	12,994,278
Loss on Sale of Fixed Assets		28,936	21,859
TOTAL		54,487,688	52,239,321
NOTES :-			
1. AUDITORS' REMUNERATION FOR OTHER SERVICES			
COMPRISES OF :			
TAXATION MATTERS		7,500	-
TAX AUDIT FEES		5,000	5,000
CERTIFICATION WORK & OTHER SERVICES		20,500	4,000
TOTAL		33,000	9,000
2. Miscellaneous Expenses include...			
a) Erection & Commissioning Expenses		1,248,608	2,162,705
b) Penalty		18,245	-
SCHEDULE 'O'			
Prior Period Adjustment (NET)			
Credit :			
Provision for Accrued Privilege Leave Written back	-		3,944
Excess Provision for Expenses now written back	235,755		-
		235,755	3,944
Debit :			
Short Provision of Expenses in earlier year	739,955		436,777
Short Provision of Income Tax & FBT for earlier years	-	739,955	45472
TOTAL		504,200	478,305

SCHEDULE 'P'

A. SIGNIFICANT ACCOUNTING POLICIES – 31.03.2010

1. ACCOUNTING CONCEPTS :

The accounts have been prepared on historical cost convention. The company follows the accrual basis of accounting. The Financial Statements are prepared in accordance with the accounting standards specified in the Companies (Accounting Standards) Rules, 2006 notified by the Central Government in terms of section 211 (3C) of the Companies Act, 1956.

2. Use of Estimates :

The presentation of financial statements requires certain estimates and assumptions. These estimates and assumptions affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenue and expenses during the reporting period. Difference between the actual result and estimates are recognized in the period in which the results are known /materialized

3. Revenue Recognition :

Revenue (income) is recognized when no significant uncertainty as to the measurability or collectibility exists

4. FIXED ASSETS AND DEPRECIATION :

(a) Fixed Assets, other than unsold portion of land at Mumbai, are stated at their original cost including the expenditure incurred in connection with the shifting of the factory by apportioning the same as under :

- (i) direct expenditure to the respective fixed assets;
- (ii) indirect expenditure on pro-rata basis to the related fixed assets;

(b) Depreciation is charged on fixed assets at the written down value method as per the rates prescribed under Schedule XIV of the Companies Act, 1956 as amended. Depreciation on additions during the year is provided on pro-rata basis. Depreciation is provided on deduction from assets in the year up to the date of deduction only.

(c) Intangible assets are written off over a period of 10 years in ten equal installments.

(d) Interest paid on Term Loan for acquisition of fixed assets is capitalized up to the date of installation / ready to use.

5. FOREIGN CURRENCY TRANSACTIONS :

All monetary assets and liabilities remaining unsettled at the year end are translated at the closing exchange rate. Any income or expenses on account of exchange difference either on settlement or on translation is recognized in the relevant head of the Profit & Loss Account except in case where they relate to acquisition of Fixed Assets in which case they are adjusted in the carrying cost of such assets / capital work in progress and the relevant loan account.

6. INVESTMENTS :

(a) Quoted investments are stated at cost or market value whichever is less.

(b) Unquoted investments are stated at cost and other unquoted investments which are not realisable, are stated at token value of Re.1/- each by writing down the value of investments.

(c) Investments in Govt. Securities are stated at cost.

7. INVENTORIES :

These are valued as under:

Stores; Loose Tools; Spare parts; Bought out components, Raw materials and Work-in-progress, Trading goods, and Finished Goods at lower of cost or at net realizable value, and Scrap at realizable value.

8. EMPLOYEE BENEFITS :

(a) Incremental liability for Gratuity is accounted based on actuarial valuation certificate issued by an Actuary as per Accounting Standard 15 issued by the Institute of Chartered Accountants of India

(b) Liability for unavailed Privilege leave is accounted on the basis of actuarial certificate issued by an Actuary as per Accounting Standard 15 issued by the Institute of Chartered Accountants of India

9. CONTINGENT LIABILITIES :

Contingent Liabilities are not provided for and are disclosed by way of notes.

10. DEFERRED REVENUE EXPENDITURE :

- (a) Compensation payable on closure of unit / voluntary block retirement is accounted by spreading the total expenditure over a period of five years in equal installments.
- (b) Expenses incurred due to increase in Authorized Share Capital is equally spread over for a period of five years.
- (c) Expenditure incurred in connection with issue of Bonus Shares is charged to Profit & Loss Account in the year in which it is incurred.

11. TAXES ON INCOME :

Income taxes / expenses comprise both, current & deferred tax. Current tax is measured at the amount expected to be paid/recovered from the tax authorities using the applicable tax rates. Deferred tax assets and liabilities are recognized for future tax consequences attributable to timing differences between taxable income and accounting income that are capable of reversal in one or more subsequent periods and are measured using enacted tax rates.

12. PROVISIONS & CONTINGENT LIABILITIES:

Provisions are recognized for present obligation of uncertain timing or amount as a result of a past event where a reliable estimate can be made and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation. Where it is not possible that an outflow of resources embodying economic benefits will be required or the amount cannot be estimated reliably, the obligation is disclosed as contingent liability, unless the probability of outflow or resources embodying economic benefits is remote.

Possible obligations whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain events are also disclosed as contingent liabilities unless the probability of outflow of resources embodying economic benefit is remote.

B. NOTES FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 31.03.2010

1. CONTINGENT LIABILITIES IN RESPECT OF :

- (a) Excise Duty demanded by the various Orders and Show Cause Notices received from Excise Authorities aggregating to NIL (Previous Year Rs. 21433/-) on Company.
 - (b) Claims made by the ex-employees of the Company and pending before the appropriate authorities in respect of dues, reinstatement, permanency etc. which are contested by the Company the liability whereof is indeterminate.
 - (c) In respect of Guarantees aggregating to Rs. 40,814,775/- (Previous Year Rs. 31,874,044/-) given to clients by the Company's bankers for Performance / Advance Guarantees against counter guarantees given by the Company to the said bankers.
 - (d) Contingent liability in respect of I.T. liability for assessment year 08 - 09 under section 143(1) of the Income Tax Act 1961 pending rectification of demand Rs. 9,73,090/- (Previous Year NIL)
2. Estimated amount of contracts remaining to be executed on capital account and not provided for in accounts aggregate to Rs. 63, 49,000/- (Previous Year NIL).
 3. As reported earlier, the Company had filed appeal with the Company Law Board against the dismissal of the Company's application by the said Board in 1982 in connection with the transfer of 54000 Equity Shares of the Ganesh Flour Mills Co. Ltd. to its name. The appeal is pending for final hearing and disposal. However, by way of abundant caution, the Company during the year ended 31st March, 1994, stated the value of the said investment at a token figure of Re.1 each by writing off the investment.
 4. (a) The Company has been granted Cash Credit Facilities aggregating to Rs. 1450 lacs. (Previous year Rs. 1150 lacs) by the Bankers which is inclusive of the facilities for Letter of Guarantee, Letter of Credit, etc. of Rs.800 lacs (previous year Rs.650 lacs) which are secured by hypothecation of raw material, stock-in-process, finished goods and book debts.
(b) The Company has been granted Term Loans I & II of Rs.263 lacs (previous year Rs.489 lacs). The Term Loan I of Rs.67 lacs is secured by equitable mortgage of existing factory land & building and hypothecation of entire plant & machinery at Vatva. The term Loan II of Rs.196 lacs is secured by equitable mortgage of factory land & building at Plot No.326-B, Sarsa Kanera Road, Sarsa Patia, Village Kanera, Dist. Kanera. Gujarat and Extension of Factory Land and Building at Vatva.

- (c) The above facilities are further collaterally secured against commercial building at 414, Senapati Bapat Marg, Lower Parel, Mumbai-4000 013, Factory land & building at 505, GIDC, Phase IV, Vatva, Ahmedabad and factory land & Bldg. at Plot No.326-B, Sarsa Kanera Road, Sarsa Patia, Village Kanera, Dist. Kanera. Gujarat, by way of first charge on the prime and collateral security as mentioned above.
- (d) The Term Loan I of Rs.67 lacs is repayable in 40 equal monthly installments after 12 months moratorium period from the date of 1st disbursement on 29.03.07 and the Term Loan II of Rs.196 lacs is repayable in 60 equal monthly installments after 3 months moratorium period from the date of 1st disbursement on 08.10.07.
5. Interest on Cash Credit, Term Loan etc. of Rs.1,24,21,694/- (Previous Year Rs.1,00,29,268-) is inclusive of following:-

	Current Year Rupees	Previous Year Rupees
(a) Against Hypothecation of Vehicles	103,247	1,55,446
(b) On Term Loans	38,54,382	12,66,054
(c) On Cash Credit	63,27,695	50,79,620
(d) Others	1,10,678	4,62,281
(e) On Dealership Deposits	1,24,892	1,25,655
(f) Interest to Holding Company	19,00,800	29,40,212
	1,24,21,694	1,00,29,268

6. Retirement Benefits to Employees (AS 15):

- a. In accordance with provisions of Accounting Standard (AS-15), as at 31.03.2010 the liability for the balance Privilege Leave of Rs. 4,08,152/- as per Actuarial valuation, has been accounted for in the financial statement, (Previous year Rs.3,07,279/- as at 31.03.09). Accordingly, an amount of Rs.1,00,873/- has been charged to Profit & Loss A/c.
- b. Details of Employee Benefits as required by the Accounting Standard -15 "Employee Benefits" are as follows:

(I) Defined Contribution Plans

During the year ended 31st March 2010, the company has recognized the following amounts in the profit & loss account:

	Current Year	Previous Year
Contribution to Provident Fund and Family Pension Fund	10.26	8.97

The above amounts are included in 'Contribution to Provident Fund' and other funds' under 'Payment to and provisions for employees in Schedule M

(II) Defined Benefit Plan (Funded)

- a. A general description of the Employees Benefit Plan:

The company has an obligation towards gratuity, a funded benefit retirement plan covering eligible employees. The plan provides for lump sum payment to vested employees at retirement/death while in employment or on termination of the employment of an amount equivalent to 15 days salary payable for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service.

- b. Details of defined benefit Plan – As per Actuarial Valuation as on 31st March, 2010.

Particulars	Rs. in lacs	
	Current Year	Previous Year
I. Components of employer expenses		
1. Current Service Cost	1.33	1.30
2. Interest Cost	0.87	0.73
3. Expected Return on Plan Assets	0.76	(0.19)
4. Actuarial Losses/(Gains)	(0.57)	(1.08)
5. Total Expense recognized in the profit & loss account (included in 'Contribution to provident fund, and other funds' under 'Payment to and provisions for employees in Schedule M).	1.34	2.01
II. Actual Contribution and Benefit Payments for the year ended 31st March, 2010		
1. Actual Benefit payments	(0.22)	(1.38)
2. Actual Contributions	1.34	2.01
III. Net asset/(liability) recognized in the Balance Sheet as at 31st March, 2010		
1. Present Value of Defined Benefit Obligation	10.94	9.62
2. Fair Value of Plan Assets	9.59	9.62
3. Funded status[Surplus/(Deficit)]	-	-
4. Unrecognized Past service Cost	-	-
5. Net asset/(liability) recognized in the Balance sheet	(1.34)	2.01
IV. Change in Defined Benefit Obligation during the year ended 31st March, 2010		
1. Present Value of Defined Benefit Obligation as at 1st April, 2009	9.62	8.49
2. Current Service Cost	1.33	1.30
3. Interest Cost	0.87	0.73
4. Curtailment Cost/(Credit)	-	-
5. Settlement Cost/(Credit)	-	-
6. Plan amendments	-	-
7. Acquisitions/ Amalgamations	-	-
8. Actuarial (gain)/losses	(0.67)	0.46
9. Benefits paid	(0.22)	(1.38)
10. Present Value of Defined Benefit Obligation as at 31st March, 2010	10.94	9.62
V. Change in Fair Value of Plan Assets during the year ended 31st March, 2010		
1. Plan Assets as at 1st April, 2009	9.62	8.49
2. Acquisitions/ Amalgamations	-	-
3. Expected Return on Plan Assets	0.76	0.19
4. Actuarial (Gains)/losses	(0.57)	0.62
5. Actual Company Contributions	-	2.01
6. Benefits paid	(0.22)	(1.38)
7. Plan Assets as at 31st March 2010	9.59	9.62

Particulars	Rs. in lacs	
	Current Year	Previous Year
VI. Actuarial Assumptions		
1. Discount Rate	8.00%	8.00%
2. Expected rate of Return on plan Assets	8.00%	8.00%
3. Salary Escalation rate	3.00%	3.00%
VII. The expected rate of return on the plan assets is based on the average long term rate of return expected on investment of the Fund during the estimated term of the obligations. The actual return on plan assets is Rs.19,318/-(Previous Year Rs.18,948/-)		
VIII. The assumption of the future salary increases, considered in actuarial valuation, takes into account in inflation, seniority, promotion and other relevant factors.		
IX. The major categories of Plan Assets as a percentage of the total plan assets		
1. Insurer Managed Funds	9.59	9.62
2. Others	-	-
3. Total	9.59	9.62
X. Experience Adjustments		
1. Present Value of Defined Benefit Obligation as at 31st March, 2010	10.94	9.62
2. Fair Value of Plan Assets as at 31st March, 2010	9.62	9.62
3. Fund status [Surplus/(Deficit)]	-	-
4. Experience adjustment on Plan liabilities	(0.67)	-
5. Experience adjustment on Plan assets	(0.57)	-

7. SEGMENT INFORMATION (AS-17)

The Company is engaged primarily in manufacture of material handling equipments. Accordingly there are no separate reportable segments as per Accounting Standard – 17 dealing with segment reports.

8. RELATED PARTIES DISCLOSURES: (AS-18)

A) Particulars of parties where control exists

I)	W. H. Brady & Co. Ltd.	Holding Company
II)	Other related parties –	
	Brady Services Pvt. Ltd.	Associate
	Brady Telesoft Pvt. Ltd.	Associate
	Brady Air Ltd.	Associate
	Brady Futures Pvt. Ltd.	Associate
	Global Tradecracker Ltd.	Associate
III)	Mr. Pavan G. Morarka (Chairman)	Key Management Personnel

B) Transactions etc. with Related Parties during the year

	Holding Co.	Associates	Key Management Personnel
	Rs.	Rs.	Rs.
I Sale of Products inclusive of taxes etc.	3,41,73,332	-	-
	(5,51,43,384)	(-)	(-)
II Purchase of Products	4,01,310	-	-
	(14,79,349)	(-)	(-)
III Reimbursement of expenses received	-	27,29,503	-
	(-)	(37,66,549)	-
IV Dividend paid during the year	27,23,535	-	33750
	(27,23,535)	(-)	(-)
V Dividend received during the year	-	70,000	-
	(-)	(70,000)	(-)
VI Maintenance/commitment/ charges received during the year	-	15,00,000	-
	-	(15,00,000)	-
	(-)	-	(-)
VII Other expenses including reimbursements paid	25,53,217	-	-
	(16,22,571)	(-)	(-)
VIII Commission paid incl. Service Tax	Nil	-	-
	(26,57,671)	(-)	(-)
IX Commission Received incl. Service Tax	682,657	-	-
	(7,39,073)	(-)	(-)
X Deposit Balance	-	37,00,000	-
	(-)	(37,00,000)	(-)
XI Sitting fees paid	-	-	40,000
	(-)	(-)	(28,500)
XII Interest paid	1,900,800	-	-
	(33,26,401)	-	-
XIII Rent paid incl. Service Tax	436,788	-	-
	(444,268)	-	-
XIV Reimbursement of Infrastructure & other expenses, etc.	Nil	-	-
	(19,06,846)	-	-
XV Long Term Loan payable	2,37,60,000	-	-
	(2,37,60,000)	(-)	(-)
XVI Service Income incl. Service Tax	-	-	-
	(33,70,800)	(-)	(-)

Figures in brackets indicate corresponding figures of previous year.

9. EARNINGS PER SHARE (AS-20)

	Current Year 2009-10 Rupees	Previous Year 2008-09 Rupees
a) Calculation of weighted average number of equity shares of Rs.10/- each Number of shares	22,50,000	22,50,000
b) Net profit after tax available to equity shareholders (Rupees)	33,58,576	68,75,902
c) Basic and Diluted Earnings per share (Rupees)	1.49	3.06

10. DEFERRED TAXATION :

Break up of Deferred Tax Liability / Asset (Net) is as follows:-

	31.03.2010	31.03.2009
	Rs.	Rs.
Tax on Difference between book depreciation and depreciation under Income Tax Act, 1961	(8,60,045)	(5,27,521)
Tax on Expenditure under Sec. 43B of the Income Tax Act, 1961	-	20,003
TOTAL – DEFERRED TAX ASSET / (LIABILITY)	(8,60,045)	(5,07,518)

11. IMPAIRMENT OF ASSETS :

At each balance Sheet date the company reviews the carrying amount of its fixed assets to determine whether there is any indication that those assets have suffered impairment loss. If any such indication exists the company estimates the recoverable amount of such assets. If recoverable amount of the assets or cash generating unit to which the assets belong is less than the carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and debited to the Profit and Loss account. If at the balance sheet date there is an indication of a previously assessed impairment loss no longer existing, then recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to maximum of depreciated historical cost.

12. Micro, Small and Medium Enterprises

The Company has issued the letters for obtaining the confirmation from suppliers who have registered themselves under the Micro, Small and Medium Enterprises Development Act, 2006. However based on the information available with the company there are no outstanding dues to such Mirco, Small and Medium Enterprises.

13. CAPACITY, PRODUCTION AND SALES (AS CERTIFIED BY A DIRECTOR AND RELIED UPON BY THE AUDITORS)
A. MANUFACTURED GOODS

	Capacity installed	Production	Sales	
	(Per Annum)	Nos.	Nos.	Rupees
Pulley Blocks incl. EHB	4000	2560 (3343)	2560 (3343)	116,755,248 (13,41,98,848)
Elevating Trucks	600	9 (9)	9 (9)	95,472 (79,530)
Spares & Components for Pulley Blocks, etc.	-	-	-	14,262,974 (12,807,795)
Cranes	156	103 (60)	103 (60)	121,347,499 (52,706,837)
Bread Plants	10	-	-	-
Confectionery Dies	60	-	-	-
Spares & Components For Bread Plant, etc.	-	-	-	-
Bakery / Biscuit Machinery	50	-	-	-
Textile / Sugar Machinery Spares, etc.	Rs.10 lacs	-	-	-
Total Sales of Engineering Products as per Schedule I		2672 (3412)	2672 (3412)	252,461,193 (199,793,010)

Note: Figures in brackets indicate corresponding figures of previous year.

B. TRADING GOODS

	ENGINEERING PRODUCTS	
	QUANTITY	VALUE (RS.)
Opening Stock	- (-)	- (-)
Purchases	Diverse Items	3,27,03,873 (7,46,68,558)
Sales	Diverse Items	3,37,12,530 (7,62,05,864)
Closing Stock	- (-)	- (-)

14. (I) Raw Materials Consumed:

	2009-2010		2008-2009	
	QTY. M.T.	VALUE Rs.	QTY. M.T.	VALUE Rs.
(a) Steel	854.36	3,84,46,000	631.93	2,79,15,842
(b) Non-Ferrous	-	-	-	-
TOTAL	854.36	3,84,46,000	631.93	2,79,15,842

(II) Value of imported and indigenous Raw Materials consumed and percentage thereof to total value of consumption.

	IMPORTED		INDIGENOUS		TOTAL VALUE	
	2009-2010	2008-2009	2009-2010	2008-2009	2009-2010	2008-2009
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Value	-	-	3,84,46,000	2,79,15,842	3,84,46,000	2,79,15,842
Percentage	-	-	100	100	100	100

15. SPARE PARTS AND COMPONENTS CONSUMED :

Value of imported and indigenous Spare Parts and Components consumed and percentage thereof to total value of consumption:

	IMPORTED		INDIGENOUS		TOTAL VALUE	
	2009-2010	2008-2009	2009-2010	2008-2009	2009-2010	2008-2009
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Value	Nil	Nil	7,95,74,077	9,33,67,095	7,95,74,077	9,33,67,095
Percentage	Nil	Nil	100	100	100	100

16. STOCKS OF GOODS PRODUCED :

	OPENING		CLOSING	
	QTY.	VALUE	QTY.	VALUE
	Nos	Rs.	Nos.	Rs.
(a) Pulley Blocks	-	-	-	-
(b) Cranes	-	-	-	-
(c) Other Spare Parts & Accessories	-	-	-	-
(d) Scrap	-	-	-	-
TOTAL	-	-	-	-

17. Remittance in foreign currency on account of Dividend Rs. 208,800 (Previous Year Rs.2,08,800/-)

	31.03.2010	31.03.2009
	Rs.	Rs.
18. C.I.F. Value of Imports of Trading Goods	Nil	Nil
19. Expenditure & Earning in Foreign Exchange:		
(a) Expenditure on Travelling	Nil	43,728
(b) Earning (FOB) value of Exports	Nil	Nil

18. C.I.F. Value of Imports of Trading Goods

19. Expenditure & Earning in Foreign Exchange:

20. Previous Year's figures have been regrouped wherever necessary to make them comparable with Current Year.

21. Balance Sheet Abstract and Company's General Business Profile:

I. Registration Details :	
Registration No.	4729
State Code No.	11
Balance Sheet Date	31st March, 2010
II. Capital raised during the year (Amount in Thousands of Rupees)	
Public Issue	Nil
Rights Issue	Nil
Bonus Issue	Nil
Private Placement	Nil
III. Position of Mobilisation and Deployment of Funds	
Total Liabilities	167764
Total Assets	167764

SOURCES OF FUNDS :

Paid-up Capital	22500
Reserves and Surplus	27156
Secured Loans	88156
Unsecured Loans	29092
Deferred Tax Liability	860
Total	<u>167764</u>

APPLICATION OF FUNDS :

Net Fixed Assets	108791
Investments	628
Net Current Assets	58250
Deferred Tax Asset	-
Miscellaneous Expenditure	95
Accumulated Losses	-

Total	167764
-------	--------

IV. Performance of the Company : (amount in Thousand of Rupees)	Rs.
Turnover (including other Income)	2,57,910
Total Expenditure	2,52,574
Profit before Tax	5,336
Profit after Tax	3,359
Earnings per share in Rs.	1.49
Dividend Rate (%)	15%

V. Generic Names of Principal Products / Services of the Company	
(a) Item Code No. (ITC Code)	8425.00
Product Description	Pulley Blocks
(b) Item Code No. (ITC Code)	8431.00
Product Description	Spares & Components of Pulley Blocks
(c) Item Code No. (ITC Code)	8,438.00
Product Description	Bakery / Biscuit Machinery

Signature to Schedules 'A' to 'P'

As per our attached Report of even date
For and on behalf of
C. L. DALAL & CO.
Chartered Accountants

R. C. JAIN
Partner
Membership No. 5180
Firm Regn No. 102026W
Mumbai : 31st May, 2010

For and on behalf of the Board

Pavan G. Morarka Chairman

K.D.Shah Director

Mumbai : 31st May, 2010

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH,2010

(Rs. in lacs)

	As at 31-03-2010	As at 31-03-2009
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax & Extraordinary items	53.36	117.48
Add/(Less)Adjustments for:		
Depreciation	103.35	75.18
Interest/Dividend Received	(4.91)	(3.80)
(Profit)/Loss on sale of Fixed Assets	0.29	0.22
Interest paid	124.22	99.02
	<u>222.96</u>	<u>170.62</u>
Operating Profit before Working Capital changes	276.32	288.10
Trade & Other Receivables	(533.32)	(507.21)
Inventories	(147.29)	(483.85)
Other Current Assets	(34.01)	0.64
Loans & Advances	79.67	59.30
Trade Payables	454.62	1,171.25
CASH GENERATED FROM OPERATIONS	<u>(180.33)</u>	<u>240.13</u>
Interest Paid	(101.95)	(99.02)
Direct taxes Paid	(18.39)	(22.16)
Decr. In Misc Exp	0.51	0.51
	<u>(119.83)</u>	<u>(120.67)</u>
Cash flow before Extra ordinary items (a+b+c)	(23.84)	407.56
Prior Period items(Net)	0.16	4.78
Net Cash generated from/(used) in operating activities	<u>(23.68)</u>	<u>412.34</u>
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(47.49)	(475.29)
Sale of Fixed Assets	1.35	0.00
Purchase of Investments	-	0.00
Interest/Dividend received	4.91	3.80
Net Cash generated from/(used) in Investing activities	<u>(41.23)</u>	<u>(471.49)</u>
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from/Repayment long term borrowings	(142.57)	24.25
Security & Other Deposits	(0.10)	1.35
Dividend Paid (including Dividend tax)	(39.49)	(39.49)
Net Cash generated from/(used) in Financing activities	<u>(182.16)</u>	<u>(15.24)</u>
Net (decrease)/increase in cash& cash equivalents	<u>(247.08)</u>	<u>(74.39)</u>
Cash & Cash equivalent		
At the beginning		
Cash & Bank balances	48.37	51.50
Bank Overdraft	(357.97)	(286.71)
	<u>(309.60)</u>	<u>(235.21)</u>
At the end of the year		
Cash & Bank balances	77.70	48.37
Bank Overdraft	(634.38)	(357.97)
	<u>(556.68)</u>	<u>(309.60)</u>
Increase (decrease) in Cash & Cash equivalent	<u>(247.08)</u>	<u>(74.39)</u>

Cash and Cash equivalent represents Cash and Bank Balances and Overdrafts.

As per our attached Report of even date

For and on behalf of

C. L. DALAL & CO.

Chartered Accountants

R. C. JAIN

Partner

Membership No. 5180

Firm Regn No. 102026W

Mumbai : 31st May, 2010

For and on behalf of the Board

Pavan G. Morarka

Chairman

K.D.Shah

Director

Mumbai : 31st May, 2010

NOTES

BRADY & MORRIS ENGINEERING CO. LTD

ATTENDANCE SLIP

Registered Office :

Brady House. 12/14, Veer Nariman Road, Fort, Mumbai - 400 001.

I/We hereby record my/our presence at the SIXTY FOURTH ANNUAL GENERAL MEETING of the Company on Saturday, 18th September, 2010 at 11.00 a.m. at Maharashtra Chamber of Commerce Trust, Babasaheb Dahanukar Sabhagriha, Oricon House, 6th Floor, 12, K. Dubhash Marg, Fort, Mumbai 400 001.

(IN BLOCK LETTERS)

NAME OF THE SHAREHOLDER/PROXY :
SIGNATURE OF THE SHAREHOLDER/PROXY :

Ledger Folio No. DP ID No Client ID No

No. of shares held

Note : Please complete the attendance slip and hand it over at the Entrance of the Meeting Hall.

BRADY & MORRIS ENGINEERING CO. LTD

PROXY FORM

Registered Office :

Brady House. 12/14, Veer Nariman Road, Fort, Mumbai - 400 001.

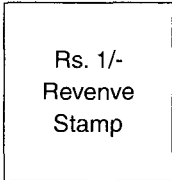
Ledger Folio No. DP ID No Client ID No

I/We of
.....being a Member/Members of
W. H. BRADY & CO. LTD. HEREBY APPOINT

..... (or failing him/her) of
..... (or failing him/her) of

..... as my/our Proxy to attend and vote for me/us and on my behalf at the
SIXTY FOURTH ANNUAL GENERAL MEETING of the Company to be held on Saturday, 18th September, 2010 at 11.00 a.m.
at Maharashtra Chamber of Commerce Trust, Babasaheb Dahanukar Sabhagriha, Oricon House, 6th Floor, 12, K. Dubhash
Marg, Fort, Mumbai 400 001, and at any adjournment thereof.

Signed this day of 2010.



Signed by the said

NOTE : This Proxy Form in order to be effective should be duly stamped and completed and must be deposited at the Registered Office of the Company, not less than 48 hours before the meeting.

BOOK POST

If undelivered please return to :

BRADY & MORRIS ENGINEERING COMPANY LIMITED

Brady House

12/14 Veer Nariman Road,

Fort, Mumbai - 400 001

www.bradys.in