

ACUMEN ENGINEERING INDUSTRIES LTD

NOTICE

Notice is hereby given that an Annual General Meeting (AGM) of the shareholders of the Company will be held on Friday, the 22nd day of August, 2014 at 19B, B.B. GANGULY STREET, 2ND FLOOR, SUITE NO. 8, KOLKATA – 700012 at 11:00 A.M. to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March 2014 and the Balance Sheet as on that date and the Report of the Board of Directors and the Auditors Report thereon.
2. Board decided not to declare any dividend for the Financial Year ended 31st March, 2014.
3. To appoint a director in place of Priti Sharma (holding Din 06831065) who retires by rotation and being eligible offer herself for re –appointment.
4. To appoint auditors of the Company and to fix their remuneration and to pass, with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, Agarwal Ramesh K & Co., Chartered Accountants, be and is hereby re-appointed as Auditors of the Company to hold office, for a term of three years from the conclusion of this Annual General Meeting (AGM) till the conclusion of the AGM of the Company to be held in the year 2017 (subject to ratification of their appointment at every AGM), at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS:

5. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Mahesh Sharma (holding Din 06731459) who was appointed as an additional director by the board of directors of the Company w-e-f 25th July, 2014 pursuant to the provisions of sections 149 & 152 and all other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, and who holds office upto the date of this AGM in respect of whom the Company has received a notice in writing from a member under section 160 of the Companies Act, 2013 proposing his candidature for the office of director be and is hereby appointed as an Independent director on the Board of Directors of the Company to hold office upto 5 consecutive years upto July 24, 2019, not liable to retire by rotation.

“RESOLVED FURTHER THAT the Board Of Directors, be and are hereby authorized file relevant e-forms with the ROC and to execute all such papers, deeds and things, as may be required in connection to the above all resolutions.”

6. To consider and if thought fit to pass with or without modification(s) the following resolution as an Special Resolution:

“RESOLVED THAT pursuant to the provisions of sections 149 & 152 and all other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time and Clause 49 of the Listing Agreement, Mr. Mulchand Gupta (holding Din 05215914) **a Non-Executive director of the Company who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for further period of 5 years w-e-f August 22nd, 2014 to August 21st, 2019”**.

7. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 198, 269, 309 and all other applicable provisions, if any, of the Companies Act 1956 or any amendment or modification thereof, read with Schedule XIII of the Act and pursuant to Section 149, 152, 196, 197 & 203 with Schedule V and all other applicable provisions of the Companies Act, 2013, and the Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014, and accordance with the Article 23 of the Articles of Association of the Company, the approval of the Company be and is hereby accorded to the appointment of Mr. Rajesh Sharma (Din 02645337) as Managing Director of the Company for a period of 5 years w-e-f 23rd August, 2014 to 22nd August, 2019 as per terms & conditions including remuneration as set out in the draft agreement to be executed between him and the Company.

“FURTHER RESOLVED THAT Mr. Rajesh Sharma, Managing director of the Company shall not be subject to retire by rotation during his tenure as Managing Director.”

8. To consider and if thought fit to pass with or without modification(s) the following resolution as an Special Resolution:

“RESOLVED THAT pursuant to the provisions Section 13 of the Companies Act, 2013(corresponding to Section 21 of the Companies Act, 1956) and other applicable provisions if any, and subject to the approval of the Central Government, name of the Company be changed from ACUMEN ENGINEERING INDUSTRIES LTD to ACE MEN ENGG WORKS LTD. Wherever it appears in the Memorandum of Association, Articles of Association, documents etc be substituted by the new name ACE MEN ENGG WORKS LTD.

“FURTHER RESOLVED THAT Mr. Rajesh Sharma of the Company be and is hereby authorized to do all acts & deeds, settle all matters and things arising out of and incidental to the above mentioned change in the name of the company and further take all such steps as it may, in its absolute discretion, deem necessary to give effect to this resolution.”

9. To consider and if thought fit to pass with or without modification(s) the following resolution as an Special Resolution:

“RESOLVED THAT pursuant to the provisions Section 13 & 14 of the Companies Act, 2013 & pursuant to the change of name of the company, Clause I of the Memorandum of Association of the Company, be is hereby altered to read as follows;

- I.** The name of the Company ACE MEN ENGG WORKS LTD.

“FURTHER RESOLVED THAT The Articles of Association of the Company be and is hereby altered to include the name ACE MEN ENGG WORKS LTD.

“FURTHER RESOLVED THAT the alterations as mentioned in this resolution be noted in the Memorandum of Association and Articles of Association.

“FURTHER RESOLVED THAT Mr. Rajesh Sharma of the Company be and is hereby authorized to sign & file the necessary forms with the ROC & do all the necessary acts in order to give effect to the above resolution.”

By Order of the Board

For **ACUMEN ENGINEERING INDUSTRIES LTD**

Sd/-
(RAJESH SHARMA)
Director

Din No - 02645337

Date – 25.07.2014

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts pertaining to the resolutions are annexed herewith.
2. A shareholder entitled to attend and vote, is entitled to appoint a proxy to attend and on a poll to vote instead of himself/herself. The proxy need not be a shareholder of the company. A blank proxy form is enclosed. The proxy form duly stamped and executed should be deposited at the registered office of the company.
3. The instrument appointing a Proxy must be lodged at the Registered Office of the Company at least 48 hours prior to the time of meeting.
4. A copy of all the documents referred to in the accompanying explanatory statement are open to inspection at the Registered Office of the Company on all working days except holidays between 3.00 – 5.00 P.M up to the date of AGM and at the AGM.
5. Shareholders are requested to affix their signatures at the space provided on the Attendance Slip DP ID for easy identification of attendance at the meeting.
6. Shareholders who hold shares in dematerialized form are requested to bring their client ID and DP ID for easy identification of attendance at the meeting.
7. Corporate shareholders intending to send their authorized representatives are requested to serve a duly certified copy of the Board's Resolution authorizing their representatives to attend and vote at the AGM.

Shareholders are requested to notify immediately any change in their address to the Company Registrar and Transfer Agents viz., Purva Sharegistry (India) Pvt. Ltd, Unit no. 9, Shiv Shakti Ind. Estt. J .R. Boricha marg, Opp. Kasturba Hospital Lane, Mumbai 400 011.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following explanatory statement pursuant to provisions of section 102 of the Companies Act, 2013 (including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force), sets out all material facts relating to the business items of the accompanying Notice.

ITEM NO. 5:

Mr. Mahesh Sharma (holding Din 06731459) who was appointed as an additional director by the board of directors of the Company w-e-f 25th July, 2014. Pursuant to the provisions of Section 161 of the Companies Act, 2013 Mr. Mahesh Sharma will hold office upto the date of ensuing AGM.

The Company has received from Mr. Mahesh Sharma (i) consent in writing to act as a director in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) Intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules 2014, to the effect that he is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013 and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub section 6 of Section 149 of the Companies Act, 2013.

The resolution seeks the approval of members for the appointment of Mr. Mahesh Sharma as an Independent Director of the Company upto 24th July, 2019 pursuant to section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. He is not liable to retire by rotation.

ITEM NO. 6:

The Company had, pursuant to the provisions of Clause 49 of the Listing Agreements entered with the Stock Exchange, appointed Mulchand Gupta as independent Director, in compliance with the requirements of the clause. Pursuant to the provisions of section 149 of the Act, which came in to effect from April 1, 2014, every listed public company is required to have at least one third of the total number of directors as independent directors, who are not liable to retire by rotation.

The Board has recommended the appointment of director as Independent Directors from August 22, 2014 up to August 21, 2019.

Mr. Mulchand Gupta have given a declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, he fulfill the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and he is independent of the management.

In compliance with the provisions of section 149 read with Schedule IV of the Act, the appointment of director as Independent Directors is now being placed before the Members for their approval.

The Directors therefore recommend passing of the Ordinary Resolution contained in Item No. 6 of the accompanying notice.

ITEM NO. 7:

The Board of Director of the Company at its meeting held on 25th July, 2014 has discussed on appointment of Mr. Rajesh Sharma as Managing Director of the Company for a period of 5 years w-e-f 23rd August, 2014 on terms of appointment and remuneration payable to Mr. Rajesh Sharma, Managing Director of the Company as are specified in the draft agreement to be executed between him and the Company, a copy of which (as has duly approved by the Board) will be placed before the meeting.

Hence the proposed resolution is recommended for consideration of and approval of shareholders of the Company.

None of the Directors of the Company except Mr. Rajesh Sharma is, in any way, concerned or interested in the proposed resolution.

ITEM NO. 8:

Pursuant to the new business of the Company, the promoters of the Company have proposed to change the name of the company from ACUMEN ENGINEERING INDUSTRIES LTD to ACE MEN ENGG WORKS LTD.

The Registrar of Companies, Mumbai, vide a letter dated

The provisions of the Companies Act, 2013, inter alia, require approval of the members of the company by way of Special Resolution for change of name of the company and for consequential alternation of Memorandum and Articles of Association of the company.

ITEM NO. 9:

With reference to Item no. 8 it will become necessary to alter the Memorandum of Association and Articles of Association of the company to include the new name of the company ACE MEN ENGG WORKS LTD.

The provision of the Companies Act, 2013, inter alia, requires approval of the members of the company by way of Special Resolution for altering the provision Memorandum of Association and Articles of Association of the company.

By Order of the Board
For **ACUMEN ENGINEERING INDUSTRIES LTD**

Place – Kolkata

Date - 25.07.2014

Sd/-
(RAJESH SHARMA)

Director
Din No- 02645337

ACUMEN ENGINEERING INDUSTRIES LTD.

DIRECTORS' REPORT TO THE SHAREHOLDERS

Ladies & Gentlemen,

Your Directors have pleasure to present before you the Annual Report and the Audited Statement for the year ended 31st March, 2014.

FINANCIAL RESULT

During the period under review the Company has made a profit (after tax) of Rs.1,666.00, which when added to the past year debit balance of Rs. 49,141, makes a total debit balance of Rs.47,475 which your directors propose to carry forward to next year.

DIVIDEND

Your Directors regret their inability to recommend any dividend for the year.

EMPLOYEES

Section 217(2A) is not applicable to the Company as no employees of the Company are in receipt of the remuneration specified under the above section.

AUDITORS

M/s Agarwal Ramesh K & Co, Chartered Accountants, Auditors of the Company retires and offers them self for re-appointment.

DIRECTORS RESPONSIBILITY STATEMENT:

- i. In the preparation of annual accounts, the applicable accounting standards had been followed.
- ii. Accounting policies are applied consistently and made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the loss of the company for that period.
- iii. Proper & sufficient care was taken for the maintenance of adequate accounting records in accordance with the provision of Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv. The annual accounts had been prepared on the basis of going concern.

For and behalf of the Board
ACUMEN ENGINEERING INDUSTRIES LTD.

Pooja Sharma
Director / Authorised Signatory

Place: Kolkata
Date: 20.05.2014

Director

COMPLIANCE CERTIFICATE

CIN No. of the Company : L27109WB1980PLC033134
Registration No. of the Company : 033134
Nominal Capital : Rs. 25,000,000/-
Paid Up Capital : Rs. 24,985,000/-

To,
The Members
ACUMEN ENGINEERING INDUSTRIES LIMITED
74, JAMUNALAL BAJAJ STREET
WEST BENGAL,
KOLKATA-700007

I have examined the registers, records, books and papers of M/S. **ACUMEN ENGINEERING INDUSTRIES LIMITED**. (the Company) as required to be maintained under the Companies Act., 1956 (the Act) and the rules made there-under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2014. 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:

01. The Company has kept and maintained all registers as stated in Annexure "A" to this Certificate, as per the provisions of the Act and the rules made there-under and all entries therein have been duly recorded.
02. The Company has not duly filed any Forms and Return, with the Registrar of Companies, West Bengal within the time prescribed under the Act and the rules made there-under.
03. The Company being a Public Limited Company, comments are not required.
04. The Board of Directors duly met 6(Six) times respectively on 18/04/2013, 21/05/2013, 29/07/2013, 25/10/2013, 24/01/2014 and 14/03/2014 in respect of which meetings proper Notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
05. The Company closed its Register of members, and/or Debenture holders from 26th September, 2013 to 28th September, 2013 inclusive of both days as per the provisions of Companies Act, 1956.
06. Annual General Meeting for the financial year ended on 31-03-2013 was held on 30-09-2013.
07. No Extra Ordinary General Meetings was held on during the financial year under review.
08. The Company has not advanced any loans to its directors or persons or firms or Companies referred to under section 185 of the Companies Act, 2013.
09. The Company has not entered into any contract failing within the 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. As there were no instances falling within the purview of Section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, members or Central Government.
12. The Company has not issued any duplicate Share Certificate during the financial year under review.
13. The Company has
 - i) Not made any allotment of shares during the financial year under review. There was no transfer of shares during the year under review.
 - ii) Not deposited any amount in a separate Bank Account as no dividend was declared during the financial year under review.
 - iii) No requirement to post warrants to any member of the Company as no dividend was declared during the financial year under review.
 - iv) No requirement to transfer any amount in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investors Education and Protection Fund.
 - v) Duly complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. However, there was no appointment of Additional/Alternate Director(s) to fill casual vacancies and resignation of Director(s) during the financial year under review.
15. The Company has not appointed 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 Central Government, Company Law Board, Regional Director, Registrar and/or such authorities prescribed under the various provisions of the Act during the financial year under review.
18. The Directors have disclosed their interest in other Firms/Companies to the Board of Directors pursuant to the provision of the Act during the financial year.
19. The Company has not issued any shares, debentures, 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 shares or debentures during the financial year.
22. There was no transaction(s) necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of Section 58A/58AA read with Companies (Acceptance of Deposit) Rules, 1975.



24. The Company has not made borrowings during the financial year ended 31/03/2014.
25. The Company has not made any loans or advances or given guarantee or provided securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's Registered Office from one state to another during the year under review.
27. The Company has not altered the provisions of Memorandum with respect to the objects of the Company during the year under review.
28. The Company has not altered the provisions of Memorandum with the respect to the name of the Company during the year under review.
29. The Company has not altered the provisions of Memorandum with respect to the Share Capital of the Company during the year under review and complied with the provisions of the Act.
30. The Company has not altered its Articles of Association during the year under review.
31. There were no prosecution initiated against or show Cause Notices received by the Company and no fines or penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act.
32. I am informed that the Company has not received any money as security from its employees during the financial year under review.
33. I am informed that the Company has not deducted any contributions towards Provident Fund from its employees during the financial year under review, as Provident Fund is not applicable to the Company.

PLACE: KOLKATA
DATED: 28/05/2014


ANAND KHANDELIA

C.P.No.5841



Statutory Registers as maintained by M/S ACUMEN ENGINEERING INDUSTRIES LIMITED:

1. Register of Members u/s. 150(1)
2. Minute Book of meetings of Board of Directors u/s. 193(1)
3. Minute Book of meetings of members u/s. 193(1)
4. Register of Contracts u/s. 301(3)
5. Register of Directors/Managing Director/Manager u/s. 303(1)
6. Register of Directors' share holdings u/s. 307(1)
7. Register of Charges u/s. 143
8. Books of Accounts u/s. 209

Other Registers

1. Register of Directors' Attendance
2. Register of Members' Attendance
3. Register of Transfer
4. Register of Application and Allotment

ANNEXURE - B

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ended on 31-03-2014

Serial No.	Form No. / Return	For	Filing Date	Whether Filed within prescribed time Yes/No	If delay in filling whether additional fees paid Yes/No
NO FORMS FILED.					



REPORT ON CORPORATE GOVERNANCE

OUR POLICY ON GOVERNANCE

The Company's philosophy of Corporate Governance is adopting highest standards of professionalism, honesty, integrity and ethical behavior to achieve business excellence and enhancing and maximizing shareholders value and protect the interest of stakeholders. The governance structure involves distribution of rights and responsibilities among different participants in the corporation (such as the board of directors, managers, shareholders, creditors, auditors, regulators, and other stakeholders).

BOARD OF DIRECTORS

The composition of Board is in accordance with Clause 49 (IA) of the Listing Agreement i.e. combination of executive and non-executive directors with not less than fifty percent of the Board of Directors comprising of non-executive directors.

The Board of Directors duly met 5(FIVE) times respectively on 18/04/2013, 21/05/2013, 29/07/2013, 25/10/2013 and 24/01/2014 in respect of which meetings proper Notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

The composition and category of directors, attendance of each Director at the Board of Directors meetings during the financial year 2013-14 and at the last Annual General Meeting is indicated below and other relevant details is as under:

Name	Category	Attendance		No. of other Directorships**	No. of Board Committees (other than ACUMEN ENGINEERING INDUSTRIES LIMITED)
		Board Meeting	Last AGM		
Rajesh Sharma	Executive	5	Yes	NIL	NIL
Priti Sharma	Non- Executive	5	Yes	NIL	NIL
Mulchand Gupta	Independent Non-Executive	5	Yes	NIL	NIL

**Excluding directorship in, private companies, foreign companies and companies incorporated under Section 25 of the Companies Act, 1956

- 1) The Company did not have any pecuniary relationship and transaction with any of the Non-Executive Directors during the year under reference
- 2) All Independent Directors have confirmed that they meet the "independence" criteria as mentioned under Clause 49 of the Listing Agreement

Priti Sharma retires by rotation at the forthcoming Annual General Meeting. He is eligible for re-appointment. Their particulars are enclosed as an Annexure to the Notice convening the ensuing Annual General Meeting.

AUDIT COMMITTEE

The Audit Committee of the Board consisted of the three board members, viz. Rajesh Sharma, Priti Sharma, and Mulchand Gupta.

The quorum for the Audit Committee is two members personally present. Mulchand Gupta is the chairman of the Committee.

The Audit Committee met five times during the year, i.e. 18/04/2013, 21/05/2013, 29/07/2013, 25/10/2013 and 24/01/2014, Rajesh Sharma, Priti Sharma, & Mulchand Gupta attended all five meetings.

Terms of Reference

The term of reference of this Committee are wide, the same are in accordance with those specified in Clause 49 of the Listing Agreement and Section 292A of the Companies Act, 1956.

INVESTORS GRIEVANCE COMMITTEE

The Investor Grievance Committee of the Board consisted of three Members of the Board, viz Rajesh Sharma, Priti Sharma, & Mulchand Gupta.

The Investor Grievance Committee met four times during the year, i.e. 21/05/2013, 29/07/2013, 25/10/2013 and 24/01/2014. Rajesh Sharma, Priti Sharma, & Mulchand Gupta attended all four meetings.

Mulchand Gupta, Non-Executive Independent Director chairs the Committee Meeting. The quorum for the Committee Meeting is two directors personally present.

Terms of Reference

The Committee monitors the Company's response to investor complaints. The Committee exercise the power to transfer of shares, non-receipt of dividend/notices/annual reports, etc in accordance with the provisions of Clause 49IV(G)(iv) of the Listing Agreement.

Name and designation of Compliance Officer:

Mr. Rajesh Sharma (Director)

Email id: acumenengltd@gmail.com

Status Report of Investor Complaints for the year ended March 31, 2014

No of Complaints Received–Nil

No of Complaints Resolved–Nil

No of Complaints Pending– Nil

REMUNERATION COMMITTEE

The Remuneration Committee of the Board consists of all the three directors, Rajesh Sharma, Priti Sharma, & Mulchand Gupta.

Mulchand Gupta, Non-Executive Independent Director chairs the Committee Meeting. The quorum for the Committee Meeting is two directors personally present.

The Committee met once during the year under reference i.e. on 25/10/2013. All the Directors attended the said meeting.

Terms of Reference

The Remuneration Committee determines and recommends to the Board the remuneration payable to the executive directors and to the senior management personnel.

REMUNERATION

None of the Directors receive any Remuneration from the Company.

ANNUAL GENERALMEETINGS:

The details of the Annual General Meetings held in the past three years and the special resolutions passed there at are as follows:

Year	Date	Venue	Time	No. of Special Resolution Passed
2012-13	30 th September, 2013	74, JAMUNALAL BAJAJ STREET WEST BENGAL, KOLKATA-700007	11 A.M	NIL
2011-12	28 th September,2012	74, JAMUNALAL BAJAJ STREET WEST BENGAL, KOLKATA-700007	11 A.M	NIL
2010-11	30 th September,2011	74, JAMUNALAL BAJAJ STREET WEST BENGAL, KOLKATA-700007	11 A.M	NIL

No Postal Ballot was conducted during the financial year 2013 -14. There is no proposal, at present, to pass any Special Resolution by Postal Ballot.

DISCLOSURES

- i) There was no material individual transaction with related parties such as Promoter, Directors, and Key Managerial Personnel, relatives or subsidiary that could have potential conflict of interest with the Company, during the year ended 31st March, 2014. Except from those disclosed in the financial statements for the year ended 31st March, 2014.
- ii) The Company follows the mandatory Accounting Standards prescribed by the Institute of Chartered Accountants of India and to the best of its knowledge there are no deviation sin the accounting treatments that require specific disclosure.
- iii) The CEO/CFO certificate for the financial year ended March31, 2014 is annexed hereto.
- iv) There have been no instances of non compliance on any matter as regards the rules and regulations prescribed by the Securities and Exchange Board of India or any other statutory authority relating to capital markets during the last three years.

- v) The Company has implemented the mandatory requirements of Corporate Governance as set out in the Listing Agreement during the year under reference.
- vi) Though the Company does not have a specific Whistle blower policy, no personnel is denied access to the Audit Committee. A certificate from Auditor certifying the compliance by the Company with the provisions of Corporate Governance of the Listing Agreement is annexed hereto.
- vii) A qualified practicing Chartered Accountant conducted a Reconciliation of Share Capital Audit on quarterly basis reconciling the total Share Capital; all the shares are held in physical form.
- viii) Pursuant to Clause 47(c) of the Listing Agreement with the Stock Exchange a Company Secretary-in-Practice have issued certificate on half yearly basis, due compliance of share transfer formalities by the Company.

MEANS OF COMMUNICATION

- (i) All periodical reports including Un-audited financial results, Quarterly Shareholding Pattern, clause 49A compliance etc, is sent to the shareholders at their email id / postal address registered with the company.
- (ii) The Management Discussion and Analysis Report, in accordance Clause 49 of the Listing Agreement is annexed to the Directors 'Report and forms part of this Annual Report being sent to all the members of the Company.

GENERAL SHAREHOLDER INFORMATION

Date, time and venue of AGM	Monday, June 30 th 2014, at 11A .M.at the registered office of the Company situated at 74, Jamunalal Bajaj Street, Kolkata-700007, West Bengal, India
Financial Year	1 st April, 2013 to 31 st March, 2014
Dates o Book Closure	Thursday, 26 th June, 2014 to Saturday 28 th June, 2014 (Both the days inclusive)
Dividend Payment Date	Not Applicable
Financial Calendar Period	Board Meeting to approve quarterly financial results (Tentative Schedule)
Quarter ending 30 th Jun 2014	-End July 2014
Quarter ending 30 th Sep 2014	-End October 2014
Quarter ending 31 st Dec 2014	-End January 2014
Quarter ending 31 st Mar 2015	-April/May 2015
Listing on Stock Exchanges	Calcutta Stock Exchange
Listing Fees	Listing fees as prescribed are in arrears to the stock exchanges upto 31st March 2013.
Stock Code	CSE- 11079
Registered Office	74, Jamunalal Bajaj Street, Kolkata-700007, West Bengal, India

Compliance officer & Contact Address**Mr. Rajesh Sharma**

74, Jamunalal Bajaj Street, Kolkata-700007, West Bengal,

Email ids: acumenengltd@gmail.com**SHARETRANSFERSYSTEM**

Shareholders/ Investors are requested to send share transfer related documents directly to the Company. If the transfer documents are in order, the transfer of shares is registered within 7 days of receipt of transfer document.

Investor Services

Number of complaints from shareholders during the year ended March 31st, 2014

Complaints outstanding as on 1st April 2013	Nil
Complaints received during the year ended 31st March 2014	Nil
Complaints resolved during the year ended 31st March 2014	Nil
Complaints pending as on 31st March 2014	Nil

Distribution of Shareholding as on March 31, 2014

No. of shares	No. of shareholders	% of holders	Share (Amount)	% of Shareholding
Upto 5000	518	99.23	21570000	86.33
5001–10000	3	0.57	2255000	9.03
10001–20000	1	0.20	1160000	4.64
20001–30000	-	-	-	-
30001–40000	-	-	-	-
40001–50000	-	-	-	-
50001–100000	-	-	-	-
100001 and above	-	-	-	-
TOTAL	522	100	24985000	100

Categories of Shareholders as at March 31, 2014

Sr. No	Description	No. of Shares	% to Capital
A.	Promoters & Promoters Group - Individuals	341,500	13.67%
B.	Public Shareholding		
	-Institutions Financial Institutions/Banks	NIL	NIL
	-Non-institutions Individuals	2,157,000	86.33%
	Total	2,498,500	100%

ADDRESSOFCORRESPONDENCE

Shareholders may correspond with at the Registered Office, address mentioned herein below, on all matters relating to transfer of shares, etc.

Members may contact Mr. Rajesh Sharma, Compliance Officer for all investor related matters at the registered office of the company at the following address:

ACUMEN ENGINEERING INDUSTRIES LIMITED

74, Jamunalal Bajaj Street,
Kolkata-700007, West Bengal, India
Email id: acumenengltd@gmail.com

On behalf of the Board of Directors

Director

CERTIFICATE ON COMPLIANCE
UNDER CLAUSE49 OF THE LISTING AGREEMENT

To,

The Members of **ACUMEN ENGINEERING INDUSTRIES LIMITED**

We have examined the compliance of conditions of Corporate Governance by **ACUMEN ENGINEERING INDUSTRIES LIMITED** for the year ended 31 March 2014, as stipulated in clause 49 of the listing agreement of the said company with the stock exchanges in India.

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

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

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

For Agarwal Ramesh K & Co.
Chartered Accountants

Ritesh Bardia
Partner
MembershipNo.062855

20th May, 2014

CERTIFICATION BY THE CHIEF EXECUTIVE OFFICER ON CODE OF CONDUCT

To,
The Members of **ACUMEN ENGINEERING INDUSTRIES LIMITED**
I, Rajesh Sharma, Director & CEO of the Company declare that all Board Members and Senior Management of the Company have affirmed compliance with the code of conduct.

Rajesh Sharma
Chief Executive Officer

20th May, 2014

CHIEF EXECUTIVE OFFICER'S CERTIFICATION

I, Rajesh Sharma, Chief Executive Officer, responsible for the finance function certify that:

- (a) I have reviewed financial statements and the cash flow statement for the year ended 31st March, 2014 and that to the best of my knowledge and belief:
 - (i) These statements do not contain any materially untrue statement or omit any material factor contain statements that might be misleading;
 - (ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of my knowledge and belief, no transactions entered in to by the company during the year ended March 31, 2014 which are fraudulent, illegal or in violation of the company's code of conduct.
- (c) I accept responsibility for establishing and maintaining internal controls for financial reporting and I have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps they have take nor propose to take to rectify these deficiencies.
- (d) I have indicated to the Auditors and the Audit Committee:
 - i. Significant changes in internal control over financial reporting during the year;
 - ii. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. Instances of significant fraud of which I might be aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Thanking You
Yours faithfully,

Rajesh Sharma
Chief Executive Officer

20th May, 2014

MANAGEMENT DISCUSSION AND ANALYSIS

Business Environment

Industry Overview, Risks and Concerns

Acumen Engineering Industries Limited is mainly engaged in Trading / Dealing in Shares as its principal business. Acumen Engineering Industries Limited adheres to all applicable laws, rules and regulation on a timely basis.

The Company Invests in equities through the secondary markets and provides Loans & Advances to Corporate, Individuals etc.

Performance review

The management is pleased to report that company's business plan is progressing as per the management's satisfaction. Details shall be made at the appropriate time.

Cautionary Note

Certain statements in "Management Discussions and Analysis" section may be forward looking and are stated as required by law and regulations. Many factors, both external and internal, may affect the actual results which could be different from what the Directors envisage in terms of performance and outlook.



INDEPENDENT AUDITOR'S REPORT

To the Members of Acumen Engineering Industries limited,

Report on the Financial Statements for the F.Y. 2013-14

We have audited the accompanying financial statements of Acumen Engineering Industries limited, which comprise the Balance Sheet as at March 31, 2014 and the Statement of Profit and Loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

Opinion

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

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014; and
- b) in the case of the Profit and Loss Account, of the Profit for the year ended on March 31, 2014



Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet and Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet and Statement of Profit and Loss comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - e) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For Agarwal Ramesh K & Co
Chartered Accountants
Firm regn. Number- 004614C



Place - Kolkata
Dated - 20.05.2014

Ritesh Bardia

(Ritesh Bardia)
Partner
Membership no.-062855

The Annexure referred to in paragraph 1 of the Our Report of even date to the members of Acumen Engineering Industries limited on the accounts of the company for the year ended 31st March, 2014.

1. The Company is not having any Fixed Asset and therefore provisions of clause 4(i) are not applicable to the Company.
2. The Company is not having inventory and therefore provisions of clause 4(ii) is not applicable to the Company.
3. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Consequently, the provisions of clauses iii (b), iii(c) and iii (d) of the order are not applicable to the Company.

(e) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Thus sub clauses (f) & (g) are not applicable to the company.
4. Since the Company has not purchased fixed assets therefore the internal control procedure is not applicable.
5. In our opinion and according to information & explanations given to us, there are no such transactions that need to be entered into a register in pursuance of section 301 of the Act.
6. The Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.
7. As per information & explanations given by the management, the Company has an internal audit system commensurate with its size and the nature of its business.
8. According to information & explanation given to us, the company is not required to maintain cost records as prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Act.
9. (a) According to the records of the company, 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 to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2014 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.
10. The company is not having accumulated losses more than 50% of its net worth. The company has incurred no cash losses during the financial year concerned.
11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.



11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
14. According to information and explanations given to us, the Company is trading in Shares, Mutual funds & other Investments. Proper records & timely entries have been maintained in this regard & further investments specified are held in their own name.
15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
16. Based on our audit procedures and on the information given by the management, we report that the company has not raised any term loans during the year.
17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31st March, 2014, we report that no funds raised on short-term basis have been used for long-term investment by the Company.
18. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.
19. The Company has no outstanding debentures during the period under audit.
20. The Company has not raised any money by public issue during the year.
21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management.

For Agarwal Ramesh K & Co
Chartered Accountants
Firm regn. Number- 004614C



Ritesh Bardia

(Ritesh Bardia)
Partner
Membership no.-062855

Place - Kolkata
Dated - 20.05.2014

Acumen Engineering Industries limited
BALANCE SHEET AS AT 31ST MARCH, 2014

Particulars	Note No	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	2,49,85,000.00	2,49,85,000.00
(b) Reserves and Surplus	2	(47,475.00)	(49,141.00)
(2) Current Liabilities			
(a) Other current liabilities	3	2,000.00	2,000.00
(b) Short term provision	4	745.00	-
Total		2,49,40,270.00	2,49,37,859.00
II. ASSETS			
(1) Non-current assets			
(a) Non current investment	5	2,48,97,700.00	2,48,97,700.00
(2) Current assets			
(a) Cash and cash equivalents	6	42,570.00	40,159.00
Total		2,49,40,270.00	2,49,37,859.00

Significant Accounting Policies & Notes to Accounts

9

The Notes referred to above form an integral part of the Balance Sheet
This is the Balance Sheet referred to in our report of even date

For Agarwal Ramesh K & Co
Firm registration Number- 004614C
Chartered Accountants

Ritesh Bardia

(Ritesh Bardia)
Partner
Membership no.-062855



ACUMEN ENGINEERING INDUSTRIES LTD.

[Signature]
Director / Authorised Signatory

ACUMEN ENGINEERING INDUSTRIES LTD.

Poojita Sharma
Director / Authorised Signatory

Directors

Place:- Kolkata
Dated : 20.05.2014

Acumen Engineering Industries limited

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2014

Particulars	Note No	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I. Revenue from operations		-	-
II. Other Income	7	6,523.00	2,682.00
III. Total Revenue(I+II)		6,523.00	2,682.00
IV. Expenses:			
Others expenses	8	4,112.00	3,237.00
V. Total Expenses		4,112.00	3,237.00
VI. Profit before tax (III-V)		2,411.00	(555.00)
VII. Tax expense:			
(1) Current tax		745.00	-
(2) Deferred tax		-	-
VIII. Profit/(Loss) for the period (VI-VII)		1,666.00	(555.00)
IX. Earning per equity share:			
(1) Basic		0.01	(0.00)
(2) Diluted		0.01	(0.00)

Significant Accounting Policies & Notes to Accounts

9

This is the Profit & Loss Account referred to in our report of even date

For Agarwal Ramesh K & Co
Chartered Accountants
Firm Reg. No. - 324521E

Ritesh Bardia

(Ritesh Bardia)
Partner
Membership no.-062855



ACUMEN ENGINEERING INDUSTRIES LTD.

Prati Sharma

Director / Authorised Signatory

ACUMEN ENGINEERING INDUSTRIES LTD.

[Signature]

Director / Authorised Signatory

Directors

Place:- Kolkata
Dated : 20.05.2014

Acumen Engineering Industries limited

CASH FLOW STATEMENT ANNEXURE TO BALANCE SHEET FOR THE YEAR ENDED ON 31.03.2014

	31st March, 2014	31st March, 2013
A. CASH FLOW FROM OPERATION ACTIVITIES		
Net Profit/(Loss) before tax	2,411	(555)
<u>Adjustment for:</u>		
(a) Depreciation	-	-
(b) Interest Received	-	-
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	2,411	(555)
<u>Adjustment for:</u>		
(a) Trade and Other Receivables	-	-
(b) Inventories	-	-
(c) Other Current Liabilities	-	900
(d) Other Current Assets	-	-
CASH GENERATED FROM OPERATION	2,411	345
CASH FLOW BEFORE EXTRAORDINARY ITEMS	-	-
Extraordinary Items Prior Period		
(a) Prior period Expenses/Income	-	-
(b) Income Tax/Deferred Tax	-	-
NET CASH FLOW FROM OPERATING ACTIVITIES	2,411	345
B. CASH FLOW FROM INVESTING ACTIVITIES		
(a) Purchase of Fixed Assets	-	-
(b) Sale of Investments	-	-
NET CASH FLOW IN INVESTING ACTIVITIES	-	-
C. CASH FLOW FROM FINANCIAL ACTIVITIES		
(a) Share Application Money Received	-	-
(b) Interest (Paid)/Received	-	-
(c) Increase in Loans and Advances	-	-
NET CASH FLOW IN FINANCIAL ACTIVITIES	-	-
Net Increase (Decrease) in Cash (A + B + C)	2,411	345
Opening Balance of Cash & Cash Equivalents	40,159	39,814
Closing Balance of Cash & Cash Equivalents	42,570	40,159

AUDITOR'S REPORT

We have checked the attached cash flow statement of Acumen Engineering Industries limited for the year ended 31st March, 2014 from the books and records maintained by the company in the ordinary course of business and have subject to comparative figures for the year ended 31st March, 2013

For Agarwal Ramesh K & Co

Chartered Accountants,

Firm registration Number- 004614C

Ritesh Bardia
(Ritesh Bardia)

Partner

Membership no.-062855

Place:Kolkata

Dated : 20.05.2014



ACUMEN ENGINEERING INDUSTRIES LTD.

Pooja Sharma
Director / Authorised Signatory

ACUMEN ENGINEERING INDUSTRIES LTD.

[Signature]
Director / Authorised Signatory

Acumen Engineering Industries limited

Particulars	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
NOTE NO - 1		
SHARE CAPITAL		
AUTHORISED CAPITAL		
2,500,000 Equity Shares of Rs 10/-each fully paid up (Previous Year 2,500,000 Equity Shares of Rs 10/-each fully paid up)	2,50,00,000.00	2,50,00,000.00
ISSUED, SUBSCRIBED & PAID UP CAPITAL		
2,498,500 Equity Shares of Rs 10/-each fully paid up (Previous Year 2,498,500 Equity Shares of Rs 10/-each fully paid up)	2,49,85,000.00	2,49,85,000.00
	2,49,85,000.00	2,49,85,000.00
NOTE NO - 2		
RESERVE & SURPLUS		
Profit & Loss Account		
As Per Last Balance Sheet	(49,141.00)	(48,586.00)
Add : Profit/(Loss) of the year	1,866.00	(555.00)
	(47,475.00)	(49,141.00)
NOTE NO - 3		
OTHER CURRENT LIABILITIES		
Audit Fees Payable	2,000.00	2,000.00
	2,000.00	2,000.00
NOTE NO - 4		
SHORT TERM PROVISION		
Provision for Income Tax	745.00	-
	745.00	-
NOTE NO - 5		
NON CURRENT INVESTMENT		
Investment in unquoted shares	2,48,97,700.00	2,48,97,700.00
	2,48,97,700.00	2,48,97,700.00



Directors

ACUMEN ENGINEERING INDUSTRIES LTD.

Pooji Sharma

Director / Authorised Signatory

ACUMEN ENGINEERING INDUSTRIES LTD.

[Signature]
Director / Authorised Signatory

Acumen Engineering Industries limited

Particulars	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
NOTE NO - 6		
<u>CASH & BANK BALANCES</u>		
<u>Cash & Cash Equivalents</u>		
Cash Balance in Hand	42,570.00	40,159.00
	42,570.00	40,159.00
NOTE NO - 7		
<u>OTHERS INCOME</u>		
Miscellaneous Receipts		
	6,523.00	2,682.00
	6,523.00	2,682.00
NOTE NO - 8		
<u>OTHERS EXPENSES</u>		
Audit fees		
	2,000.00	2,000.00
Miscellaneous expenses		
	2,112.00	1,237.00
	4,112.00	3,237.00



Directors

ACUMEN ENGINEERING INDUSTRIES LTD.

Poojita Sharma

Director / Authorized Signatory

ACUMEN ENGINEERING INDUSTRIES LTD.

[Signature]

Director / Authorized Signatory

Acumen Engineering Industries limited

SCHEDULE '9'

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS:

1. SIGNIFICANT ACCOUNTING POLICIES:

- (i) The financial statement has been prepared on the historical cost convention and with generally accepted accounting principles.
- (ii) Items for Profit & Loss a/c have been accounted for on accrual basis.
- (iii) Investments have been made in unquoted shares and have been stated at cost.

2. NOTES ON ACCOUNTS:

- (i) Previous year's figures have been regrouped/ re-arranged wherever necessary.
- (ii) The Company is listed on Calcutta Stock Exchange.
- (iii) There is no Contingent Liability for the year under review.
- (iv) There is no employee eligible for the benefit of gratuity; hence no such provision is made.
- (v) In the opinion of the Board and to the best of their knowledge and belief, the value of realization of current assets in the ordinary course of business will not be less than the amount at which they are stated in the Balance Sheet.
- (vi) The Company has no amount to be paid to Micro, Small and Medium Enterprises in accordance with provisions of Micro, Small & Medium Enterprises Development Act, 2006.
- (vii) In terms of Accounting Standard 20, the calculation of EPS is given below:-
 - (a) Profit/(Loss) after Taxation:- Rs.1,666.00
 - (b) Weighted Average number of Equity Shares outstanding during the year: - 2,49,850 shares.
 - (c) Normal value of shares:- Rs 10/ share
 - (d) Basic and Diluted EPS:- (Rs. 0.01)
- (viii) Accordance with the Accounting Standard AS-22 "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, Deferred Tax Asset is not created as a matter of prudence as there is no reasonably certainty of future profit.
- (ix) As per information and explanation provided by the Management there are no outstanding dues of SSI undertakings as required by Schedule VI of the Companies Act, 1956.

SIGNATURES TO SCHEDULES '1' TO '9'

In terms of our report of even date annexed herewith.

For Agarwal Ramesh K & Co
Chartered Accountants
Firm regn. Number- 004614C



Place - Kolkata
Dated - 20.05.2014

(Ritesh Bardia)
Partner
Membership no.-062855

ACUMEN ENGINEERING INDUSTRIES LTD.

Priya Sharma
Director / Authorised Signatory

ACUMEN ENGINEERING INDUSTRIES LTD.

[Signature]
Director / Authorised Signatory

ACUMEN ENGINEERING INDUSTRIES LTD

19B, B.B. GANGULY STREET, 2ND FLOOR,

SUITE NO. 8, KOLKATA – 700012

PROXY FORM

DP ID & Client ID No. _____

Folio No. _____

No. of Shares _____

I/We _____ of _____
being Shareholder/Shareholders/Beneficial Holders of **ACUMEN ENGINEERING INDUSTRIES LTD** hereby appoint Mr./Ms. _____ as my/our Proxy in my/our absence to attend and vote for me/us, and on my/our behalf at the Annual General Meeting of the Company to be held on 22nd August 2014 and/or at any adjournment(s) thereof.

Signed this _____ day of _____ 2014.

Affix
Revenue
Stamp

Proxy form must reach company's registered office not later than 48 hours before the commencement of the meeting

For Office Use Only

Date of Receipt

Signature(s)

ATTENDANCE SLIP

DP ID.	
CLIENT ID	

FOLIO NO.	
NO. OF SHARES HELD	

Name & Address of Shareholder / Proxy holder

I certify that I am a registered Shareholder / Proxy for the registered Shareholder of the Company. I hereby record my presence at the Annual General Meeting of the Company held on 22nd August, 2014 at 11.00 A.M. at its Registered Office at 19B, B.B. GANGULY STREET 2ND FLOOR, SUITE NO. 8 KOLKATA - 700012.

Member's / Proxy's Signature

(Shareholder attending the meeting in person or by proxy is requested to complete the attendance slip and handover at the entrance of the Meeting Hall)
