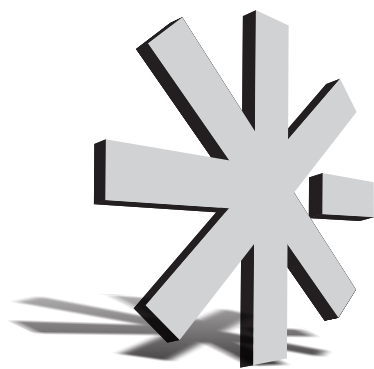


61st Annual Report

For the Year Ended 31st March, 2013



Centron Industrial alliance Ltd.
सेन्ट्रॉन इंडस्ट्रीयल अलायन्स लि.



Centron Industrial alliance Ltd.
सेन्ट्रॉन इन्डस्ट्रीयल अलायन्स लि.

61st Annual Report

For the Year Ended 31st March, 2013

DIRECTORS

Shri D.S. Dahanukar
Shri A.G. Joshi
Dr. Ulhas Gaoli
Shri Vikram Amin
Shri Anoop Garg

BANKER

Kotak Mahindra Bank Ltd.
Axis Bank Ltd.
HDFC Bank

AUDITORS

S. Jain Bohra & Co.
185/5100 Trishul, 'B' Wing
Pant Nagar, Ghatkopar (E),
Tel. : +91 (0) 22-21022834 / 21021921
Email : info@sjbankco.com

COMPANY SECRETARY

Megha Jain
Tel./Mob.: 98265 66698
Email : csmeghajain@yahoo.com

REGISTERED OFFICE

708-709, Peninsula Plaza,
A-16, Veera Industrial Estate,
Off New Link Road, Andheri (W)
Mumbai - 400053
Tel. : 022-26730263
Email : info@centronalliance.com
Web.: www.centronalliance.com

REGISTRAR & SHARE TRANSFER AGENTS

Adroit Corporate Services Pvt. Ltd.
19, Jaferbhoy Industrial Estate
Makwana Road, Marol Naka,
Andheri (E), Mumbai-400 059
Email : info@adroitcorporate.com
Web.: www.adroitcorporate.com
Tel. : 022-42270400, 28596060/4060
Fax : 022-28503748, 66924438



NOTICE

NOTICE is hereby given that the SIXTY ONE ANNUAL GENERAL MEETING of **CENTRON INDUSTRIAL ALLIANCE LIMITED** will be held at Red Box Café, Royal Plaza, New Link Road, Andheri (West), Mumbai-400 053 on Monday, 23th September, 2013 at 11.30 A.M to transact the following business:

ORDINARY BUSINESS:

1. To consider, approve and adopt the Audited Balance Sheet as on 31st March 2013 and the Profit & Loss Account of the Company for the year ended on that date together with the Directors Report and Auditor's Report thereon.
2. To consider and if thought fit, to pass, with or without modification, the following Resolution as Ordinary Resolution: "RESOLVED THAT Dr. Ulhas Gaoli, a director liable to retire by rotation, who offer himself for re-appointment, be reappointed as Director of the Company".
3. To re-appoint M/s S. Jain Bohra & Co., Chartered Accountants, as the auditors of the Company and fix their remuneration.

SPECIAL BUSINESS :

4. To consider and, if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution: "RESOLVED THAT Pursuant to the provisions of Article 93 of Articles of Association of the company and Section 198,269,309 read with Schedule XIII and other applicable provisions if any of the Companies Act 1956, and such consents, approval and permissions as may be needed , Shri Anoop Garg , be and he is here by appointed as managing Director of the company not liable to retire by rotation for the period of five years with effect from the conclusion of Board Meeting held on 14 , August 2013 to 13 August, 2018 on such salary of Rs. 50000 per month and other allowances and benefits as per rules of the Company ."
5. To consider and if thought fit, to pass with or with out modification(s) the following resolution as Special Resolution. "RESOLVED THAT pursuant to the provisions of Section 94and other applicable provisions , if any, of The Companies Act , 1956, (Act) and the provisions of Memorandum & Articles of Association and subject to the approvals , consents, permissions and sanctions as may be necessary from the appropriate authorities or bodies , the 1,00,00,000 Equity Shares of the Nominal Value of Rs. 10 /- each in the authorized share capital of the company be sub-divided into 10,00,00,000 Equity Shares of Rs. 1/- each AND THAT Clause V (being Capital Clause) of the Memorandum of Association be altered accordingly and clause 3 of Articles of Association be same as Clause V of Memorandum of Association .
"RESOLVED FURTHER THAT Clause 3 of Articles of Association of the Company be and is hereby replaced with following :
The Authorised Share Capital of the Company is such that as stated in clause V of Memorandum of Association of the Company or altered thereat from time to time"
"RESOLVED FURTHER that the Board of Directors of the Company ("the Board " , which expression shall also include a committee thereof) be and they are here by authorized to issue new share the sub-division of shares as aforesaid and/or credit the Shareholders" accounts maintained with the Depositories , subject to the rules as laid down in The companies (Issue of share certificates) Rules , 1960 , and the Articles of association of the and to inform the Depositories and the Registrar and Transfer Agents of the company and execute all such documents , instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board, to any committee thereof or to any Director(s) , to give effect to the aforesaid resolution."

By Order of the Board of Directors
For : CENTRON INDUSTRIAL ALLIANCE LIMITED

Place: Mumbai
Dated: 14th August, 2013

Sd/-
MEGHA JAIN
COMPANY SECRETARY



NOTE:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. PROXY FORM AND ATTENDANCE SLIP ARE ENCLOSED, PROXIES IN ORDER TO BE VALID MUST REACH AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
3. The Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of the business under items 4 and 5 set out above is annexed hereto
4. The Register of Members and Share Transfer Books of the Company will remain closed from 20th September 2013 to 23rd September 2013 (both the days inclusive.)
5. Members are requested to notify immediately changes in their respective address, if any, to the Company's Registered Office quoting their Folio No.
6. Members who hold shares in the Dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the Annual General Meeting.
7. Brief profile of the Director who is proposed to be appointed / re-appointed is given as Additional Information on Directors, which part of the Notice.
8. Members / Proxies should bring their copy of the Annual Report and also the attendance slip duly filled in for attending the meeting.
9. The Company has made necessary arrangements for the Members to hold their shares in dematerialized form. Those members who are holding shares in physical form are requested to dematerialize the same by approaching any of the Depository Participants (DPs). In case any member wishes to dematerialize his/her shares and needs any assistance, he/she may write to the Company at the Registered office the company.

ANNEXURE TO THE NOTICE:

Explanatory Statement

(Pursuant to Section 173(2) of the Companies Act, 1956)

The following Explanatory Statement sets out the material facts relating to the business under items 4, 5 and 6 of the accompanying Notice:

Item No. 4

The Board of Directors at its meeting held on 14th August ,2013 resolved to appoint Mr. Anoop Garg as Managing Director of the company with effect from 14th August,2013 for a period of five years starting from the 14th August,2013 to 13th August ,2018 on the following conditions :

PERQUISITES :

Perquisites should be allowed in addition to the salary as but within the overall limit, if any, prescribed under Schedule XIII of the Companies Act, 1956, as amended from time to time. The perquisites shall be evaluated etc. as per Income Tax Rules, wherever applicable and in the absence of any such rules, at actual cost.

a) Housing

Fully furnished residential accommodation, the cost of which shall not exceed 60% of the basic salary per annum or House Rent Allowance in lieu thereof.

b) Club Fees

Membership of two clubs in India including admission fees and membership fees.

c) Car/Telephone

Car with driver for use on company's business and telephone/telefax facilities at residence will be provided to the appointee. Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to the appointee.

d) Allowance and other benefits as per rules of the Company.

The Board of Directors recommends the resolution for your approval.

Mr. Anoop Garg is interested in the resolution as it releases to his appointment.

None of the other Directors of the Company are, in any way, Concerned or interested in the resolution.

Item No. 5

The shareholders to note that the Equity Shares of your Company are listed on the Bombay Stock Exchange Limited, Mumbai (BSE). The market price of the shares of the Company has witnessed significant spurt in the recent past. In order to improve the liquidity of the company's shares in the stock market and to make it affordable to the small investors, the Board of Directors of the Company ("the Board") at the or meeting held on 14th August, 2013, considered it desirable to Sub -divide the nominal Value of the Equity portion of the authorized share capital of the company.

The shareholders may please note that presently the nominal value of the Equity Shares is Rs. 10/- each and consequent to the sub-division it is being divided into 10 (Ten) equity Shares of Re. 1/- each. The date on which this sub division would become effective, will be decided by the Board after obtaining the shareholders' approval, which will be notified to the Stock Exchange.

Shareholders attention is also invited to the fact that in view of the foregoing, the existing capital Clause V in the Memorandum of Association of the Company relating to equity shares also need relevant amendment to give effect to the Sub-division. Further to avoid cumbersome process for altering Articles of Association and to ensure uniformity with Memorandum of Association Clause 3 of Article of Association of the Company be same as clause V of Memorandum of Association of the Company.

The board of directors recommends the resolution for your approval.

None of the directors is concerned or interested in the said resolution, except to the extent of shares held by them in the company.

**By Order of the Board of Directors
For : CENTRON INDUSTRIAL ALLIANCE LIMITED**

Place: Mumbai
Dated: 14th August, 2013

Sd/-
MEGHA JAIN
COMPANY SECRETARY



REPORT OF THE BOARD OF DIRECTORS FOR THE YEAR ENDED 31-03-2013

TO THE MEMBERS OF CENTRON INDUSTRIAL ALLIANCE LIMITED

Your Directors have pleasure in presenting the 61st Annual Report on the business and operations of your Company with Audited Accounts for the year ended 31st March 2013. The financial results of the Company are summarized below :

Financial Results:

(Rs. in Lacs)

Particulars	Fiscal 2013	Fiscal 2012
PROFIT BEFORE DEPRECIATION AND TAXATION	41.30	6.67
Less: Depreciation	6.82	0.26
PROFIT FOR THE YEAR BEFORE TAXATION	34.48	6.41
Less: Provision for taxation	(6.84)	(1.25)
PROFIT AFTER TAX	27.64	5.16
Adjustments relating to previous year (Net Debit) / Net Credit	(0.13)	0.23
Balance Carried to Balance Sheet	27.51	5.39

BUSINESS OVERVIEW AND PERFORMANCE OF THE COMPANY :

Looking into the market scenario during the year under review, the performance of your Company has been satisfactory. The gross income from operations has increased as compared to the previous year. Therefore the profits after tax for the current year is increased as comparison to the previous year and your directors are taking reasonable steps to increase more profit from the coming year.

Company is already invested Rs. 3.00 Crores in Hygiene Wear International Limited However acquisition of the said company is in the negotiation stage ,it will take some time therefore to establish our self in the market we have started trading in similar business i.e. sanitary wears and we are getting very good response. The total income of the Company for the year ended 31-03-2013 was Rs.2823.69 lacs resulting into profit of Rs.27.51 Lacs.

Your company also undertakes the property development projects, wherein we provide customized built solutions. Currently your company property development projects are focused on construction of row houses in Indore.

Director of the company is of the view that the performance of the Company would further improve in the next financial year.

DIVIDEND:

During the year the directors of the company does not recommend any dividend.

DIRECTORS:

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association, Dr. Ulhas Gaoli retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

Mr Anoop Garg has been appointed as Managing Director of the Company with effect from 14th August 2013 for the period of 5 years.

DIRECTOR'S RESPONSIBILITY STATEMENT:

As stipulated in Section 217(2AA) of the Companies Act, 1956, your Directors subscribe to the Director's Responsibility Statement and confirm as under:

1. That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
2. That the directors have selected such accounting policies and applied them 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;
3. That the directors have taken proper and sufficient care of the maintenance of adequate accounting records



in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

4. That the directors have prepared the annual accounts on a going concern basis.

DEPOSITS :

The Company has not invited or accepted any deposits during the financial year.

AUDITORS:

M/S. S.Jain Bohra & Company, Chartered Accountants, are retire at the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment as an Auditor of the Company. They have furnished the necessary certificate of their eligibility under section 224 (1) (B) of the Companies Act, 1956.

COMMENTS ON AUDITORS REPORT:

The observations made in the Auditor's Report to the members of the company regarding note no.2, 4, 6, 7 and 8 of Notes on Accounts are self explanatory.

COST AUDITORS :

The Central Government had not directed an audit of cost accounts maintained by the company in respect of its trading business.

PARTICULARS OF EMPLOYEES UNDER SECTION 217(2A) :

The Provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules 1988, as amended are not applicable to the Company, as there are no employees whose remuneration is in excess of the limits prescribed.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUT GO :

During the year the Company has not consumed any source of energy, absorbed any new technology and transacted in foreign exchange. Hence information as per clause (e) of Sub Section (1) of Section 217 of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is not applicable.

CASH FLOW STATEMENT :

In conformity with the provisions of Clause 32 of the Listing Agreement and requirements of Companies Act, 1956, the Cash Flow Statement for the year ended 31.3.2013 is annexed here to.

DEMAT OF COMPANY'S EQUITY SHARES:

To facilitate trading on Bombay Stock Exchange, Central Depositories Services (India) Ltd. (CDSL) and National Securities Depository Limited (NSDL) have admitted the Company's Equity Shares for DEMAT vide ISIN – INE450L01016

ACKNOWLEDGEMENT:

Your directors take this opportunity to place on record their warm appreciation of the valuable contribution, unstinted efforts and the spirit of dedication by the employees and officers at all levels in the progress of the Company during the year under review.

Your directors also express their deep gratitude for the assistance, co-operation and support extended to your company by the bankers, customers as well as the investing community and look forward to their continued support.

For and on behalf of the Board of Directors

Place: Mumbai
Dated : 14th August, 2013

sd/-
(Anoop Garg)
Director

sd/-
(A.G. Joshi)
Director



CORPORATE GOVERNANCE

INTRODUCTION

Centron Industrial Alliance Limited (CIAL) has always believed in fair business and corporate practices while dealing with the shareholders, employees, customers, creditors, lenders and others. We have always aimed to build trust with shareholders, employees, customers, suppliers and diverse stakeholders and to meet expectations of various elements of corporate environment. We believe in transparent and fair corporate actions with adequate disclosure and total accountability.

CIAL has been discharging its statutory obligations and duties and has always complied with statutory and regulatory requirements. Given below are the Company's Corporate Governance policies and practices in accordance with the provisions of Clause 49 of the Listing Agreement.

A report on implementation of the Corporate Governance Code of the Listing Agreement by the Company is furnished below:-

1. COMPANY'S PHILOSOPHY:

Your Company has been practicing the principal of good corporate governance over the years. It is committed to follow sound systems to support healthy business growth. The Company has complied with the recommendations of the code of corporate governance. Your Company is also committed to adherence to highest standards of corporate governance both in letter and in spirit.

The Company believes that all its operations and actions must serve the underlying goal of enhancing overall shareholder value, over a sustained period of time.

2. BOARD OF DIRECTORS:

The Board of Directors of the Company comprises of a fair number of Independent professionally competent and acclaimed Non Executive Directors. The Board of Directors of the Company consists of Five Members. The Company has "Three Executive" and Two "Non-Executive Directors."

Mr.D.S. Dahanukar	- Executive & Promoter Director
Mr. A.G. Joshi	- Executive & Non-Independent
Dr. Ulhas Gaoli	- Non-Executive & Promoter Director
Mr. Vikram Amin	- Non-Executive & Independent Director
Mr. Anoop Garg	- Executive Director & Independent

The name and categories of the Directors on the Board, their attendance at Board Meetings during the years and at the last Annual General Meeting, as also the number of Directorships and committee Memberships / Chairmanships held by them in Indian Public Companies (including the Company) as on March 31st, 2013 are given below :

Name of Director	Category of Directorship	Attendance at		*No. of Directorship	Committee	
		Board Meeting	Last AGM		Positions Member	Chairman
Mr. D.S. Dahanukar	Executive & Promoter Director	8	YES	7	1	-
Mr. A.G. Joshi	Executive & Non Independent	8	YES	-	1	1
Dr. Ulhas Gaoli	Non-Executive & Promoter Director	5	NO	5	1	-
Mr. Vikram Amin	Non-Executive & Independent Director	5	NO	-	1	1
Mr. Anoop Garg	Executive Director & Independent	8	YES	2	1	1

* Excluding directorships in private, foreign companies and companies which are granted license under Section 25 of the Companies Act, 1956.

During the year ended 31st March, 2013, Eight Board Meetings were held on the following dates: 30th April 2012, 29th June 2012, 23rd July 2012, 13th August 2012, 21st September 2012, 12th November 2012, 19th January 2013 and 14 February 2013.

3. AUDIT COMMITTEE :

The Audit Committee comprises of One Non Executive and Two Executive Directors, namely Mr. Vikram Amin (Chairman of the Committee), Mr. A.G. Joshi and Mr. Anoop Garg respectively.

The terms of reference of the Audit Committee includes the following:

- To hold periodic discussion with Statutory Auditors and Internal Auditors of the Company concerning the accounts of the Company, internal control systems, scope of audit and observations of the Auditors/Internal Auditors;
- To review compliance with internal control systems;
- To review the quarterly, half-yearly and annual financial results of the Company before submission to the Board;
- To investigate into any matter in relation to items specified in Section 292A of the Companies Act, 1956 or as may be referred to it by the Board and for this purpose to seek any relevant information contained in the records of the Company and also seek external professional advice, if necessary;



- e) To make recommendations to the Board on any matter relating to the financial management of the Company, including the Audit Report.

The Committee has met two times i.e on 19th January 2012 and 14th February 2013 during the financial year ended 31st March 2013. The Statutory auditors are invitees to the meeting.

Name of the Member	Meeting Attendance
Mr. Vikram Amin	2
Mr A.G. Joshi	2
Mr. Anoop Garg	2

4. REMUNERATION TO DIRECTORS:

The Remuneration Committee comprises of three executive directors i.e Mr. A.G. Joshi as a chairman, Dr Ulhas Gaoli and Mr D.S. Dahanukar are the members of the committee respectively.

The committee has met on 14th Feb, 2013 during the financial year ended 31st March 2013 The Company pays remuneration to the Managing Directors for two months only.

5. INVESTORS GRIEVANCE COMMITTEE:

The Share Transfer-cum-Investors Grievances Committee comprises of three Directors namely Mr. Anoop Garg, Chairman Mr A.G. Joshi and Dr Ulhas Gaoli are the members of the committee respectively.

The committee, in addition to considering share transfer matters, oversees redressal of shareholders and investors complaints/grievances and recommends measures to improve the level of investor's services.

The Committee has met four times i.e on 21st September 2012, 12th November 2012, 19th January 2013 and 14th February 2013 during the financial year ended 31st March 2013.

There are no outstanding complaints received from shareholders during the year. The Company has no transfers pending at the close of the financial year.

6. GENERAL BODY MEETINGS:

The last three Annual General Meetings of the Company were held as under:

YEAR	LOCATION	DATE	TIME
2009-2010	Red Box Café, Royal Plaza, New Link Road , Andheri (West), Mumbai -400053	17/12/2010	11:30 A.M.
2010-2011	Red Box Café , Royal Plaza , New Link Road, Andheri (West), Mumbai -400053	27/09/2011	11:30 A.M.
2011-2012	Red Box Café , Royal Plaza , New Link Road, Andheri (West), Mumbai -400053	23/08/2012	11:30 A.M.

7. DISCLOSURES :

No materially significant related party transactions were entered into by the company with its Promoters or Directors, which could be deemed to be potentially conflicting with the interests of the company.

There was no reported case of non-compliance by the Company and/or levy of any penalties, imposition of strictures on the Company by the Stock Exchange or SEBI or any other statutory or other authority on any matter related to capital markets during the year under report. Attention of members is drawn to the disclosure of transactions with the related parties set out in Note No. 12 of Notes on Accounts, forming part of the Annual report.

8. MEANS OF COMMUNICATION:

FINANCIAL RESULT	UN-AUDITED/ AUDITED	NEWS PAPERS
First Quarter	Un-Audited	The Free Press Journal
Second Quarter	Un-Audited	The Free Press Journal
Third Quarter	Un-Audited	The Free Press Journal
Forth Quarter / Full Year	Audited	The Free Press Journal

*The Board of Directors of the Company approved and took on record the Un-Audited / Audited financial results within 45 days of close of quarter and communicated these results to all Stock Exchanges where the shares of the Company are listed and published in news papers as indicated above.



9. GENERAL SHAREHOLDER INFORMATION:

(I) ANNUAL GENERAL MEETING

Day, Date and Time : Monday, 23rd September 2013 at 11.30 AM
Venue : Red Box Cafe, New Link Road, Andheri (West)
Mumbai-400053(II)

FINANCIAL CALENDAR 2013-14 (TENTATIVE)

Results for the quarter ending 30th June 2013	2nd Week of August, 2013
Results for the quarter ending 30th September 2013	2nd Week of November, 2013
Results for the quarter ending 31st December 2013	2nd Week of February, 2014
Results for the quarter ending 31st March 2014	Last Week of May, 2014

(iii) BOOK CLOSURE DATE : 20th September 2013 to 23rd September 2013
(Both the Days are Inclusive)

(iv) REGISTERED OFFICE : 708-709, Peninsula Plaza, A-16, Veera
Industrial Estate, Off New Link Road,
Andheri (W), Mumbai -400 053

(v) EQUITY SHARES LISTED ON STOCK EXCHANGES : Bombay Stock Exchange Limited.
Note: The Annual listing fee as prescribed has been already paid to the Bombay Stock Exchange Limited for the year 2013-14.

(VI) STOCK CODE

Trading Symbol at Bombay Stock Exchange Limited : 509499
Demat ISIN Number in NSDL & CDSL : INE450L01016 4

(VII) BOMBAY STOCK EXCHANGE STOCK MARKET DATA (IN RS. / PER SHARE)

Period	High (Rs.)	Low (Rs.)	Period	High (Rs.)	Low (Rs.)
April 2012	24.00	23.00	Oct 2012	130.40	90.40
May 2012	25.45	24.00	Nov 2012	180.95	116.70
June 2012	27.05	25.50	Dec 2012	212.00	171.00
July 2012	43.50	24.45	Jan 2013	214.00	94.75
Aug 2012	62.00	44.75	Feb 2013	92.90	63.70
Sep 2012	90.40	63.10	Mar 2013	69.85	56.55

(viii) Registrars and Transfer Agents : **Adroit Corporate Services Pvt. Ltd.**
19, JaferBhoy Industrial Estate, 1st Floor,
Makwana Road, Marol Naka, Andheri (E), Mumbai - 400059

(ix) Share Trasfer System

Presently, the share transfers in physical form are processed and the share certificates returned within a period of 15 to 20 days from the date of receipt, subject to the documents being clear in all respects. The Company has, as per SEBI guidelines with effect from 11th Feb, 2004 discontinued the facility of transfer cum demat, so company dispatches the share certificates to transferee. In case the transferee wishes to dematerialize the share he can approach a Depository Participant (DP) with the share certificate. The D.P. will based on Demat Request Form (DRF) & Certificate generate a Demat request, which they will send to Company's Registrar along with DRF & share certificate on receipt of the same Company's

Registrar will dematerialize the shares within 21 days of Demat request Received.

(x) Share Holding As on 31st March, 2013

Category	No. of Shares	Percentage
Promoters	50	-
Mutual Funds / UTI & Banks	-	-
Corporate Bodies	1132753	11.38%
Resident Individuals	8028597	80.61%
NRIs / FIIs	-	-
Other	798600	8.01%
Total	9960000	100%



Distribution of Shareholding as on 31st March, 2013

No. of Shares	No. of Shareholders	Percentage of Shareholders
Upto-500	5718	96.78
501-1000	58	0.98
1001-2000	27	0.46
2001-3000	12	0.20
3001-4000	5	0.08
4001-5000	6	0.10
5001-10000	6	0.10
10001 Above	76	1.29
Total	5908	100.00

(xi) DEMATERIALISATION OF SHARES :

Approximately 78.21% the Equity Shares have been dematerialized upto 31st March, 2013.

Trading in Equity shares of the Company is permitted only in dematerialized form as per notification issued by the Securities and Exchange Board of India (SEBI).

(xii) LIQUIDITY :

	No. of Shareholders/Beneficial Owners	No. of Shares	% of Capital
NSDL	-	-	-
CDSL	242	7789369	78.21
Sub-Total	242	7789369	78.21
Shares in physical form	5666	2170631	21.79
Grand Total	5908	9960000	100%

10. OUTSTANDING CONVERTIBLE INSTRUMENTS :

There are 40000 outstanding warrants or any convertible instruments.

11. ADDRESS FOR COMMUNICATION:

The shareholders may address their communication, suggestions, grievances and queries to:

Adroit Corporate Services Private Limited

19, Jaferbhoy Industrial Estate , 1st Floor

Makwana Road , Marol Naka, Andheri (E) , Mumbai-400059

12. Auditors' Certificate on Corporate Governance

The company has obtained a certificate from the auditors of the company regarding compliances with the provisions of the corporate governance laid down in clause 49 (vii) of the listing agreement with stock exchanges.

Place: Mumbai
Dated : 14th August, 2013

By Order of the Board of Directors
For : CENTRON INDUSTRIAL ALLIANCE LIMITED
sd/- sd/-
(Anoop Garg) (A.G. Joshi)
Director Director



AUDITORS' REPORT ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To the Shareholders of
Centron Industrial Alliance Limited

We have examined the compliance of the conditions of Corporate Governance by Centron Industrial Alliance Limited, Indore for the year ended 31st March, 2013 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges in India.

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of an 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, the Company has complied with the conditions of Corporate Governance as stipulated in the above Listing Agreement.

As required by the Guidance Note issued by the Institute of Chartered Accounts of India we have to state that no investor grievances were pending for a period of one month against the Company as per the records maintained by the Investor / Shareholders Grievance Committee.

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

For S. JAIN BOHRA & CO.
CHARTERED ACCOUNTANTS

sd/-
S.L. JAIN
PARTNER
M.No.008562
FIRM REGD. NO.114855W
PLACE : MUMBAI
DATED : 14th August, 2013



Independent Auditor's Report

To the Members of

Centron Industrial Alliance Limited

We have audited the accompanying financial statements of "Centron Industrial Alliance Limited" which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with 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:

We invite attention Subject to :

- (a) **Notes No. 24 (2) of Notes on Financial Statements regarding preparation of accounts of the company on going concern basis for the reasons stated therein.**
- (b) **Note no. 24 (4) of Notes on Financial Statements regarding non-recognition of Rs.69.33 lacs on account of disputed dues payable to credit society resulting in the loss for the year and the Sundry Creditors being understated to that extent.**
- (c) **Note No. 24(6) of Notes on Accounts on Financial Statements regarding non-provision of Rs.0.06 lacs on account of dues payable to a creditors as per decree of The Honourable Court of Civil Judge Senior Division Jalna resulting in the loss for the year and the Sundry Creditors being understated to that extent.**
- (d) **Note No. 24 (7) of Notes on Financial Statements regarding non-provision of Rs.4.91 lacs on account of interest on delayed payment as required under Small Scale & Ancillary Industrial Undertaking Ordinance 1993 resulting in the loss for the year and the Sundry Creditors being understated to that extent.**
- (e) **Note No. 24 (8) of Notes on Financial Statement regarding non Transfer of Rs.74.37 lacs to investor Education and Protection Fund for the reason stated therein;**
 - a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
 - b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
 - c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;



- e) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.'

For S. JAIN BOHRA & CO.
CHARTERED ACCOUNTANTS

sd/-

S.L. JAIN
PARTNER

M.No.008562

FIRM REGD. NO.114855W

PLACE : MUMBAI

DATED : 30th May, 2013

**ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT
REFERRED TO IN PARAGRAPH 3 OF OUR REPORT OF EVEN DATE**

We further report that :

- 1 (a) The Company has maintained proper records showing full particulars including quantitative details and situation of the fixed assets.
- (b) As explained to us, all the assets have been physically verified by the management at reasonable interval during the year, however in the absence of book records of furniture and fixtures the differences, if any between book records and physical verification could not be ascertained.
- (c) As per the information and explanation given to us, the Company has not disposed of substantial part of its other fixed assets during the year.
- 2 During the year, the company held no physical stock of inventories and hence no physical verification has been conducted during the year.
- 3 i) According to the books of account and records produced before us, the company has not granted any loan to companies, firms or other parties covered in the register maintained under section 301 of the companies act, 1956. Accordingly, the clauses 4 (iii) (a) to (d) of the order are not applicable.
- ii) The company has taken interest free unsecured loan from a party Mr. Anoop Garg Director of the company (Amount outstanding as on 31.03.2013 Rs.25,00,000/- maximum amount outstanding during the year Rs.25,00,000/-) ought to be covered in the register maintained u/s 301 of the Companies Act 1956 for which there are no specific terms & conditions in respect of repayment.
- 4 In our opinion the Company has an adequate internal Central procedure commensurate with the size of the company and nature of the business.
- 5 In our opinion and according to the information and explanation given to us, there are no transactions that need to be entered into the register maintained under section 301 of the companies act, 1956. Accordingly, the clause 4 (v) (b) of the order is not applicable.
6. The Company has not accepted any deposits from the public in terms of Section 58A, of the Companies Act, 1956 and the rules framed there under. In respect of deposit accepted prior to 1976, the company has made repayment according to the Scheme of Arrangement sanctioned by the Bombay High Court, and there are no outstanding deposit at the year end except as stated in Note No. 24 (7) of notes on Financial Statements.
7. There has been no internal audit carried out during the year.
8. The Company has not carried out any manufacturing activity during the year and hence, in opinion, clause 4 (viii) of required of the order in respect of maintenance cost records as required under section 209 of the Companies Act, 1956 is not applicable.



9. (a) There has been no delay observed during the year in making statutory payments
(b) As per the explanation and information given to us, there are no dues pending in disputes as on 31.03.2013 other than those stated below :

Name of Statute	Nature of Amount Dues	Authority where pending
Securities and Exchange Board of India. Regulation Act, 1997.	Compounding Rs. 1,75,000/- Charges	The Adjudicating Authority Securities and Exchange Board of India

- 10 The accumulated losses at the end of the financial year of the company is not more than 50% of its net worth. It has not incurred any cash losses in the Financial Year ended on that date.
- 11 In our opinion and according to the information and explanations given to us, the c company has not defaulted in repayment of dues to banks.
12. The Company has not granted any 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 nidhi / mutual benefit fund / society, therefore the clause 4 (xiii) of the order is not applicable to the company.
- 14 In our opinion, and as verified by us the the Company has maintained proper records in respect of purchase and sales of shares and other investments.
15. As per the information and explanation given to us, the company has not given any guarantee for loans taken by others from banks or financial institution.
16. According to the information and explanations given to us, the company has availed terms loans during the year which were applied for the purpose for which they were taken.
17. In our opinion, the company has not used funds raised for short term purposes for long term investments and vice-versa.
18. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act during the year. According the provisions of clause 4(xviii) of the Order are not applicable to the Company.
19. The company has not issued any debentures and hence clause 4 (xix) of the order is not applicable to the company.
20. The company has not raised any funds through public issue during the year.
21. Based upon the audit procedures performed and on the basis of information and explanation provided by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

For S. JAIN BOHRA & CO.
CHARTERED ACCOUNTANTS

sd/-
S.L. JAIN
PARTNER
M.No.008562
FIRM REGD. NO.114855W
PLACE : MUMBAI
DATED : 30th May, 2013



CENTRON INDUSTRIAL ALLIANCE LIMITED
Balance Sheet as at 31st March, 2013

	Particulars	Note No.	As at 31 March, 2013	As at 31 March, 2012
			RUPPES	RUPPES
A	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	2	99,600,000	20,000,000
	(b) Reserve & Surplus	3	121,057,632	(20,643,515)
2	(c) Money Received Against Share Warrants		300,000	-
			220,957,632	(643,515)
3	Non Current Liabilities			
	(a) Long Term Borrowings	4	14,822,664	7,691,480
	(b) Other Long Term Liabilities	5	165,215	165,215
	(c) Long Term Provisions	6	-	25,000
			14,987,879	7,881,695
4	Current liabilities			
	(a) (a) Trade Payables	7	65,068,623	-
	(b) Other Current Liabilities	8	5,849,676	124,189
	(c) Short Term Provisions	9	684,000	125,000
			71,602,299	249,189
	TOTAL		307,547,810	7,487,370
B	ASSETS			
1	Non-current assets			
	(a) Fixed assets	10		
	(i) Tangible assets		12,810,203	118,397
			12,810,203	118,397
	(b) Non-Current Investments	11	30,013,930	13,930
	(c) Long Term Loans & Advances	12	184,842,429	4,405,269
			214,856,359	4,419,199
2	Current assets			
	(a) Inventories	13	5,599,999	-
	(b) Trade receivables	14	68,656,985	2,719,228
	(c) Cash and cash equivalents	15	4,782,450	190,546
	(d) Other Current Assets	16	841,814	40,000
			79,881,248	2,949,774
	TOTAL		307,547,810	7,487,370
	See accompanying notes forming part of the financial statements	1 to 24		

For **S. JAIN BOHRA & CO.**
CHARTERED ACCOUNTANTS

By Order of the Board of Directors
For : **CENTRON INDUSTRIAL ALLIANCE LIMITED**

sd/-
S.L. JAIN
PARTNER
M.No.008562
FIRM REGD. NO.114855W
PLACE : MUMBAI
DATED : 30th May, 2013

sd/-
(ANOOP GARG)
Director

sd/-
(A.G. JOSHI)
Director



CENTRON INDUSTRIAL ALLIANCE LIMITED
Statement of Profit and Loss for the year ended 31st March, 2013

	Particulars	Note No.	As at 31 March, 2013	As at 31 March, 2012
			RUPEES	RUPEES
A	INCOME			
1	Revenue from operations	17	274,140,963	135,325
2	Other income	18	8,227,885	3,445,524
	Total revenue		282,368,848	3,580,849
B	Expenses			
(a)	Purchase of stock in trade	19	279,699,530	-
(b)	Change in inventories of Stock in Trade	20	(5,600,000)	-
(c)	Employees benefit expenses	21	626,000	1,281,901
(d)	Other Expenses	22	3,438,455	1,561,318
(e)	Payment to Auditors	23	75,000	70,000
(f)	Depreciation	10	682,011	26,289
	Total expenses		278,920,997	2,939,508
	Profit / (Loss) before Tax		3,447,851	641,341
	Tax Expenses - Current Tax		684,000	125,000
	Excess Provision for tax adjustments in respect of earlier years		(12,705)	22,665
	Profit / (Loss) for the year		2,751,146	539,006
	Earnings per equity share of Rs.10/- each (in Rupees) :			
	Basic		0.28	0.27
	Diluted		0.59	0.27

Significant Accounting Policies
Notes on Financial Statements

1 to 24

For **S. JAIN BOHRA & CO.**
CHARTERED ACCOUNTANTS

sd/-
S.L. JAIN
PARTNER
M.No.008562
FIRM REGD. NO.114855W
PLACE : MUMBAI
DATED : 30th May, 2013

By Order of the Board of Directors
For : **CENTRON INDUSTRIAL ALLIANCE LIMITED**

sd/-
(ANOOP GARG)
Director

sd/-
(A.G. JOSHI)
Director



CENTRON INDUSTRIAL ALLIANCE LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2013

Particulars		01.04.2011 to 31.03.2012	01.04.2010 to 31.03.2011
		RUPEES	RUPEES
A	CASH FLOW FROM OPERATING ACTIVITIES :		
	NET PROFIT BEFORE TAX	3,447,851	641,341
	Adjustment for :		
	Depreciation (Net)	682,011	26,289
	Interest income	(7,342,765)	(44,312)
	Dividend income	-	(636)
	Extra compensation received from sale of land which was sold in earlier year	-	(3,000,000)
	Interest Paid	-	371,612
	Profit / Loss on sale of Investments / assets	50,897	-
	Loss on Sale of investment	-	-
	OPERATING PROFIT	(2,790,394)	(2,377,318)
	BEFORE WORKING CAPITAL CHANGES		
	Adjustment for Other Current Liabilities	5,725,487	(1,331,987)
	Long - Term Provisions	(25,000)	-
	Trade payables	65,068,623	-
	Short Term Provisions	559,000.00	(2,402,000)
	Loans & Advances	(180,437,160)	-
	Trade receivable	(65,937,757)	(2,710,511)
	Inventories	(5,600,000)	-
	Other Current Assets	(801,814)	2,668,327
	CASH GENERATED FROM OPERATIONS :	(184,239,015)	(6,153,489)
	Direct Tax Paid	(696,705)	(102,335)
	CASH FLOW BEFORE EXTRAORDINARY ITEMS	(184,935,720)	(6,255,824)
	CASH FLOW AFTER EXTRAORDINARY ITEMS	(184,935,720)	(6,255,824)
B.	CASH FLOW FROM INVESTING ACTIVITIES :		
	Purchase of Fixed Assets	(13,492,214)	-
	Proceeds from Sale of Fixed Assets	67,500	-
	Purchase / Sale of investment	(30,000,000)	-
	Redemption Proceeds of REC Bonds	-	-
	Interest Received	7,342,765	44,312
	Dividend Income	-	636
	Extra compensation received from sale of land which was sold in earlier year	-	3,000,000
	NET CASH USED IN INVESTING ACTIVITIES	(36,081,949)	3,044,948
C.	CASH FLOW FROM FINANCING ACTIVITIES :		
	Long term Borrowings	7,131,184	-
	Interest paid	(371,612)	-
	Share Application Money	300,000	-
	Share Issued	79,600,000	-
	Securities Premium Received	138,950,000	-
	NET CASH USED IN FINANCING ACTIVITIES	225,609,572	-
	NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	4,591,903	(3,210,876)
	CASH AND CASH EQUIVALENTS AS AT 1-4-2012 (opening balance)	190,546	3,401,421
	CASH AND CASH EQUIVALENTS AS AT 31-3-2013 (closing balance)	4,782,450	190,546

This is the Cash Flow statement referred to in our Report of even date

For **S. JAIN BOHRA & CO.**
CHARTERED ACCOUNTANTS

sd/-

S.L. JAIN
PARTNER

M.No.008562
FIRM REGD. NO.114855W

PLACE : MUMBAI

DATED : 30th May, 2013

By Order of the Board of Directors
For : **CENTRON INDUSTRIAL ALLIANCE LIMITED**

sd/-
(ANOOP GARG)
Director

sd/-
(A.G. JOSHI)
Director



CENTRON INDUSTRIAL ALLIANCE LIMITED
Notes on Financial Statements for the year ended 31st March, 2013

NOTE NO.1

A SIGNIFICANT ACCOUNTING POLICIES :

I. BASIS OF ACCOUNTING :

The financial statements are prepared in conformity with Generally Accepted Accounting Principles in India, the applicable Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006 and the other relevant provision of the Companies Act, 1956. The Accounts have been prepared on the basis of historical cost. The company follows the mercantile system of accounting for recognizing income and expenditure on accrual basis.

II. USE OF ESTIMATES :

The preparation of financial statements requires estimates and assumptions to be made that 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 and estimates are recognized in the period in which the results are known / materialized.

III. INVENTORIES :

Inventories are valued at the lower of cost (on FIFO/ weighted average basis) and the net realisable value after providing for obsolescence and other losses, considered necessary.

IV. REVENUE RECOGNITION :

Income and Expenditure are recognized and accounted on accrual basis.

V. FIXED ASSETS :

Tangible Assets :

Fixed Assets are recorded at cost of acquisition or construction / erection including taxes, duties, freight and other incidental expenses related to acquisition and installation. Interest incurred during construction period on borrowings to finance qualifying fixed assets is capitalized. Fixed Assets which are not in active use are scrapped and written off.

VI. DEPRECIATION :

W.e.f. F. Y. 2011-12 Depreciation on all fixed assets has been provided on straight line method. The rates at which depreciation is provided are as prescribed by Schedule XIV to the Companies Act 1956.

VII. REVENUE RECOGNITION

Sale of goods

Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers. Sales include excise duty but exclude Sales tax and value added tax.

VIII. INVESTMENTS :

Investments are all long-term and are stated at cost of acquisition and related expenses.

IX. TAXATION

Current Tax is determined as the amount of tax payable to the taxation authorities in respect of taxable income for the period.

Note No.	Particulars	As at 31st March 2013	As at 31st March 2012
		RUPEES	RUPEES
2	SHARE CAPITAL		
	a) Authorised Share Capital :		
	10,000,000 (P.Y. 5000000) Equity Shares of Rs. 10/- each	100,000,000	50,000,000
		100,000,000	50,000,000
	b) Issued Subscribed and Paid up :		
	9,960,000 (Previous year 20,00,000) Equity Shares of Rs. 10/- each fully paid-up with voting rights	99,600,000	20,000,000
	(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:		
Equity shares with voting rights			
At the beginning of the period	20,000,000	20,000,000	
Issued during the period	79,600,000	-	
	99,600,000	20,000,000	



- c) The Company has one only class of shares referred to as equity shares having a par value of Rs.10/-. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amount. The distribution will be proportional to the number of equity shares held by the shareholders

d) Details of shareholder holding more than 5% share

Name of the Entity	As at 31st March 2013		As at 31st March 2012	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Anoop Garg	777250	7.80 %	-	-
Manish Nayansukh Gandhi	560000	5.62 %	-	-
Anjali Talwar	-	-	107,400	5.37%
Arihant Capital Market Ltd.	-	-	192,450	9.62%
Renuka Mahajan	-	-	106,750	5.34%
Kiran Kapur	-	-	109,700	5.49%

Note No.	Particulars	As at 31st March 2013	As at 31st March 2012
		RUPEES	RUPEES
3	RESERVES & SURPLUS		
	Capital Reserve		
	Balance As per Last Balance Sheet		
	Subsidy Received from Central Government	1,215,000	1,215,000
	Profit on Re-issue of Forfeited Shares	72,563	72,563
		1,287,563	1,287,563
	Investment Allowance Reserve	422,000	422,000
		422,000	422,000
	Securities premium account		
	Opening balance	-	-
	Add : Premium on shares issued during the year	139300000	-
	Less: Utilised During the year for Share issue expenses written off under Section78 (2C) of Companies Act, 1956	350,000	-
	138,950,000	-	
	140,659,563	1,709,563	
Deficit - Balance in Statement of Profit & Loss A/c			
As per Last Balance Sheet	(22,353,077)	(22,892,084)	
Add / Less : Profit / (Loss) for the year	2,751,146	539,006	
	(19,601,931)	(22,353,078)	
	121,057,632	(20,643,515)	
4	NON -CURRENT LIABILITIES		
	LONG TERM BORROWINGS		
	SECURED		
	A) Term Loan from Financial Institutions		
	1) Reliances Capital Limited	5,295,969	-
	(Repayable in 60 Monthly installments last installments falling due on 01/12/2017 interest rate as at 31.03.2013 @ 12% p.a.)		
2) BMW India Financial Services Limited			
(Repayable in 60 Monthly installments last installments falling due on 16/09/2017 interest rate as at 31.03.2013 - @ 13.50% P.A.)	4,124,619		
	9,420,588	-	
Less : Current Maturity	4,789,404	-	
	4,631,184	-	



Note No.	Particulars	As at 31st March 2013	As at 31st March 2012
		RUPEES	RUPEES
	UNSECURED		
	(a) Deposits	3,717,646	3,717,646
	(b) Other Loans and Advances	3,973,834	3,973,834
	©) Advances from related party	2,500,000	-
		10,191,480	7,691,480
		14,822,664	7,691,480
5	OTHER LONG TERM LIABILITIES		
	(a) Trade Payable		
	Other than Acceptances	165,215	165,215
		165,215	165,215
6	LONG TERM PROVISIONS		
	Provision for Income Tax	-	25,000
		-	25,000
7	CURRENT LIABILITIES		
	(a) Trade Payable		
	Other than acceptance	65,068,623	
		65,068,623	-
8	OTHER CURRENT LIABILITIES		
	(a) Current Maturity of Long Term Borrowings	4,789,404	-
	(b) Statutory Liability		
	Modvat Account	335	335
	Vat Payable	108,983	-
	Tax deducted at Source	92,228	11,000
	(c) Infinity Car Private Limited	22,627	-
	(d) Other advances from Related Party	589,080	-
	(e) Employees related Liability	-	30,000
	(f) Sundry Creditors for Employees	58,725	-
	(g) Directors Fees Payable	96,000	-
	(h) Audit Fees Payable	92,294	82,854
		5,849,676	124,189
9	SHORT TERM PROVISIONS		
	Provisions - Others		
	Provision for Taxation (Earlier Years)	-	-
	Provision for Taxation (Current Year)	684,000	125,000
		684,000	125,000

9 FIXED ASSETS
TANGIBLE ASSETS

Tangible Assets	Rate of Depn.	GROSS BLOCK				Depreciation			Net Block		
		Balance as at 1.04.2012	Addition	Deduction / Adjustments	TOTAL AS AT 31.03.2013	Bal. on 01.04.12	Charged for the year	Depriciation Written back	Total	Total 31.03.2013	Total 31.03.2012
COMPUTER SYSTEMS	16.21%	347,939	312,450	347,939	312,450	334,803	50,648	334,803	50,648	261,802	13,136
OFFICE EQUIPMENTS	6.33%	581,701	309,597	581,701	309,597	485,463	9,799	485,463	9,799	299,798	96,238
FURNITURE & FIXTURES	6.33%	1,723,834	647,540	1,723,834	647,540	1,714,811	40,989	1,714,811	40,989	606,551	9,023
CAR	9.50%	-	12,222,627	-	12,222,627	-	580,575	-	580,575	11,642,052	-
TOTAL		2,653,474	13,492,214	2,653,474	13,492,214	2,535,077	682,011	2,535,077	682,011	12,810,203	118,397
PREVIOUS YEARS TOTAL		2,653,474	-	-	2,653,474	2,508,788	26,289	-	2,535,077	118,397	144,686



Note No.	Particulars	As at 31st March 2013	As at 31st March 2012
		RUPEES	RUPEES
11	NON CURRENT INVESTMENTS		
	Other Investment (At Cost)		
	Unquoted (At cost)		
	213 Shares of Saraswat Co-op Bank Ltd. Of Rs.10/- each	2,130	2,130
	212 Shares of Shamrao Vithal Co-op. Bank Ltd. Of Rs.25/- each	5,300	5,300
	25 Shares of Maharashtra State Financial Corpn. Ltd. of Rs.10/- each	2,500	2,500
	7 Years National Savings Certificate	4,000	4,000
	3000000 (P.Y. Nil) Equity Shares of Rs. 10 each		
	Fully Paid Up of Hygiene Wear International Limited	30000000	-
		30,013,930	13,930
12	LONG TERM LOANS & ADVANCES :		
	Deposits with Government Authorities	2,392,492	2,392,492
	Deposits with Others	1,657,230	1,657,230
	Tax Deducted At Source	-	42,034
	Others	180,792,707	313,513
		184,842,429	4,405,269
13	CURRENT ASSETS :		
	INVENTORIES		
	Stock in Trade (acquired for Trading)		
	Diapers, Nappies etc.)	5,599,999	-
		5,599,999	-
14	TRADE RECEIVABLES		
	(Unsecured and Considered Good)		
	Over Six months	-	-
	Others	68,656,985	2,719,228
		68,656,985	2,719,228
15	CASH AND CASH EQUIVALENTS		
	a) Cash on Hand	492,950	1,802
	b) Balances with Bank in current accounts	4,289,500	188,744
		4,782,450	190,546
16	OTHER CURRENT ASSETS		
	Other Loans & Advances		
	Tax Deducted At Source	841,814	40,000
		841,814	40,000
17	REVENUE FROM OPERATIONS :		
	Sale of Products		
	Traded Goods (Diapers, Nappies etc.)	272,841,503	-
	Shares	1,299,460	-
	Export Incentive	-	135,325
		274,140,963	135,325
18	OTHER INCOME		
	Operating Income		
	Commission	884,550	400,000
	Interest form others	7,341,482	-
	Non Operating Income		
	Interest on Bank	-	39,644
	Interest on I.T. Refund	1,283	4,668
	Extra Compensation received from Sale of Land which was sold in earlier year	-	3,000,000
	Dividend Received	-	636
	Misc. Received	570	576
		8,227,885	3,445,524



Note No.	Particulars	As at 31st March 2013	As at 31st March 2012
		RUPEES	RUPEES
19	PURCHASES OF TRADED GOODS		
	Purchases of Dippers, Nappies etc.	271,864,088	-
	Purchase of Shares	7,835,442	
		279,699,530	-
20	CHANGES IN INVESTORIES OF FINISHED GOODS STOCK-IN-PROCESS AND STOCK-IN-TRADE		
	(Increase) / Decrease in Stock of Dippers, Nappies etc.	(5,600,000)	-
		(5,600,000)	-
21	EMPLOYEE BENEFITS EXPENSES		
	Remuneration of Managing Director	86,000	330,000
	Salaries, Wages, Bonus, L.T.A etc.	540,000	947,309
	Contribution to Employees P.F. & ESIC	-	1,616
	Staff Welfare	-	2,976
		626,000	1,281,901
22	OTHER EXPENSES :		
	Bank Charges	5,560	4,780
	Repairs and Maintenance - Others	387,094	-
	Rates & Taxes	-	22,846
	Insurance Charges	-	1,049
	Admin. Expenses	26,272	2,900
	AGM Expenses	6,478	11,581
	Directors Fees	185,000	190,800
	Directors Travelling & Conveyance Expenses	88,500	385,948
	Electricity Charges	23,491	-
	Freight & Forwarding A/c	-	24,290
	Legal & Professional Charges	345,540	281,028
	Listing Fees	154,684	16,845
	Postage / Telegramme Expenses	-	24,917
	Printing & Stationery	63,622	62,691
	Rent Paid	579,496	9,657
	Share Management Expenses	107,374	75,359
	Telephone / Telex Expenses	26,782	34,343
	Transportation Charges	14,950	6,000
	Travelling, Conveyance & Vehicle Running Expenses	363,969	309,856
	Interest & other finance cost	371,612	-
	Loss on MCX	591,886	-
Loss on Sale of Asset	50,897	-	
Other Expenses	45,249	96,428	
		3,438,455	1,561,318
23	PAYMENT TO AUDITORS		
	Audit Fees	40,000	40,000
	Auditor in other Capacity	35,000	30,000
		75,000	70,000

For **S. JAIN BOHRA & CO.**
CHARTERED ACCOUNTANTS
sd/-

S.L. JAIN
PARTNER
M.No.008562
FIRM REGD. NO.114855W
PLACE : MUMBAI
DATED : 30th May, 2013

By Order of the Board of Directors
For : **CENTRON INDUSTRIAL ALLIANCE LIMITED**

sd/-
(ANOOP GARG)
Director

sd/-
(A.G. JOSHI)
Director



CENTRON INDUSTRIAL ALLIANCE LIMITED
Notes on Financial Statements for the year ended 31st March, 2013

NOTE NO. 24

NOTES ON ACCOUNTS :

- 1) Contingent Liabilities not provided for in respect of:
 - a) Cost, Expenses, Penalties etc. that may be awarded or levied in respect of Case NO.RCC No.535/2008 before Judicial Magistrate, Aurangabad against the Company / Directors -:
 - b) Liabilities that may arise on account of pending sales tax assessments.
 - c) Liability that may arise on account of notice received from Securities and Exchange Board of India on 21st July 2004 demanding Compounding charges of Rs. 1,75,000 for non-compliance of SEBI (Substantial Acquisition of Shares and Takeover) Regulation, 1997. The company has filed an appeal for deleting the demand with SEBI
 - d) Guarantee given by bank in respect of Order for Security Deposit of Rs. 60 lacs Passed by Honourable High Court of Judicature at Bombay, Aurangabad Bench in writ petition no 2710/08
 - e) **CLAIMS AGAINST THE COMPANY NOT ACKNOWLEDGED AS DEBTS. :**
 - i) Liability that may accrue on account of penal interest on delayed payments of Provident Fund arrears Rs.42.57 lacs (Previous Year Rs.42.57 lacs) .
- 2) No confirmations have been received in respect of outstanding balances of Trade Receivable and Trade payable as at 31st March, 2013.
- 3) The Centron Employees Credit Society had filed a complaint against the Company before the Taluka Deputy Registrar, Co-operative Societies, Aurangabad for non-payment / delayed payment of principal and interest on dues of members to the society. The Taluka Deputy Registrar vide his order dated 02-03-2007, directed the Company to pay Rs.94.12 lacs to the society towards unpaid principal and interest. The appeal against the said order was rejected and the award of Rs. 94.12 lacs was confirmed by the Divisional Joint Registrar, Co-operative Societies, Aurangabad vide his order dated 25-01-2008. The Company has filed a Writ Petition no 2710/08 against the said orders in the Mumbai High Court (Aurangabad Bench). The Honourable High Court had passed an ad-interim order on 07/04/2008 staying the said judgements subject to Company making payment of interest @ 18 % upto date of the order. The Company has deposited Rs. 24.79 lacs with the Honourable High Court in respect of the said payment and this amount has been provided as interest on delayed payments in the accounts for the year ended 31-03-2008. However, no provision has been made in respect of balance amount of Rs.69.33 lacs or such other amount as may become payable as per the final order of the Courts in the matter. The Honourable High Court has also directed the Company by it's order dated 17th June 2008 to provide security deposit of Rs.60.00 Lacs and stayed all proceedings against the Company pending final disposal of the suit. The Company has furnished Bank Guarantee for the said amount of security deposit to the Honourable High Court.
- 4) The company continues to account for Leave encashment and other employee benefits (except gratuity liability) on payment basis as per past practice.
- 5) The Honourable Court of Civil Judge Senior Division Jalna has decreed that an amount of Rs. 0.47 lacs is payable by the Company to M/s Dipali Corrugated Boxes. The Company has provided Rs. 0.41 lacs in the accounts. No provisions has been made in respect of balance amount of Rs. 0.06 lacs due as per the as per the order of the said Court.
- 6) Amounts due to small scale and/or ancillary Industrial Suppliers as on 31/03/2013 includes unpaid amount of Rs. 1.24 lacs on account of Principal together with interest of Rs.5.23 lacs aggregating to Rs.6.47 Lacs (Previous Year : Rs.6.15 Lacs) due to M/s. Kailash Corrugated Pvt. Ltd. The same is disclosed on the basis of information available with the Company regarding the status of suppliers as defined under the "Interest on Delayed payment to Small Scale and Ancillary Industrial Under-taking Ordinance 1993". However no provision has been made for such interest payments aggregating to Rs.5.23 Lacs (Previous Year Rs.4.91 Lacs).
- 7) Out of the installments paid in satisfaction of Liabilities in respect of Scheme of Arrangement in terms of Mumbai High Court Order dated 27/4/1989, installments of Rs. 34.63 Lacs (Previous Year: Rs.34.63 Lacs) have remained unclaimed towards Principal amount and have been included as Sundry Creditors and Rs.39.74 Lacs remains unpaid towards interest and have been included under Unsecured borrowings for expenses. These amounts have not been transferred to Investors Education and Protection Fund as the company is of the opinion that such a transfer would amount to contravention of the said scheme of arrangement as sanctioned by the High Court.
- 8) The Company is operating in only one segment, hence requirement of Accounting Standard – 17 relating to segmental reporting is not applicable.
- 9) In terms of Accounting Standard – 22 (AS-22) issued by the Institute of Chartered Accountants of India, the management does not envisage any deferred tax liability / deferred tax asset .



10. Related Party Disclosure: (as identified by the Management)

Related Parties	Relationships:
Mr. G.S. Mathur	Managing Director
Mr. Anoop Garg	Director
Mr. A. G. Joshi	Director
Mr. Ulhas Gaoli	Director
Mr. Vikram Amin	Director

Details of transactions entered with related portion

	Remuneration	Sitting Fees	Travelling Exp.	Rent Paid	Loans Taken
Managing Director & Directors	86,000/- (3,30,000)	1,85,000 (1,90,800)	88,500 (3,85,948)	- (-)	- (-)

11. Previous Year's figures have been rearranged and regrouped wherever necessary.

12. Foreign Currency Expenses NIL NIL

For **S. JAIN BOHRA & CO.**
CHARTERED ACCOUNTANTS

sd/-
S.L. JAIN
PARTNER
M.No.008562
FIRM REGD. NO.114855W
PLACE : MUMBAI
DATED : 30th May, 2013

By Order of the Board of Directors
For : **CENTRON INDUSTRIAL ALLIANCE LIMITED**

sd/-
(ANOOP GARG)
Director

sd/-
(A.G. JOSHI)
Director



CENTRON INDUSTRIAL ALLIANCE LIMITED

Registered Office : 708-709, Penunsula Plaza, A-16, Veera Industrial Estate,
Off New Link Road, Andheri (W) Mumbai - 400053

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL. Joint Shareholders may obtain additional attendance slips at the entrance.

Name and Address _____

I hereby record my presence at the **61st ANNUAL GENERAL MEETING** being held on **Monday 23rd Sept., 2013 at 11.30 AM** at Red Box Cafe, Royal Plaza, New Link Road, Andheri (W) Mumbai - 400053

Name _____

Name of the Proxy (in Block Capitals) _____

Registered Folio/Client ID & DP ID No. _____

Signature of the Shareholders or Proxy

TARE OFF

CENTRON INDUSTRIAL ALLIANCE LIMITED

Registered Office : 708-709, Penunsula Plaza, A-16, Veera Industrial Estate,
Off New Link Road, Andheri (W) Mumbai - 400053

PROXY FORM

I/We _____

of _____

A Member/Members of **CENTRON INDUSTRIAL ALLIANCE LIMITED** hereby appoint _____

or failing him _____

of _____

as my/our Proxy to attend and vote for me/us and on my/our behalf at the **61st ANNUAL GENERAL MEETING** being held on **Monday 23rd Sept., 2013 at 11.30 AM** at Red Box Cafe, Royal Plaza, New Link Road, Andheri (W) Mumbai - 400053

Signed this ____ day of _____ 2013

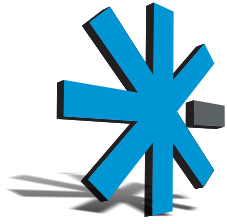
Regd. Folio/ Client ID & DP ID No. : _____

Signed by the said Shareholder _____

Signature

Affix 1 Re/- Revenue Stamp

Note : The Proxy duly completed, stamped & signed must be deposited at the Registered Office of the Company at 708-709, Penunsula Plaza, A-16, Veera Industrial Estate, Off New Link Road, Andheri (W) Mumbai - 400053. not less than 48 hours before the time for holding the Meeting.



Centron Industrial alliance Ltd.
सेन्ट्रॉन इंडस्ट्रीयल अलायन्स लि.



BOOK - POST

if undelivered, please return to:

CENTRON INDUSTRIAL ALLIANCE LTD.

708 & 709, Peninsula Plaza,
A-16, Veera Industrial Estate,
off New Link Road, Andheri [W],
Mumbai, India 400053.

To,
